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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

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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 GROSS FOUNDATION		A Employer identification number 22-2393682	
Number and street (or P O box number if mail is not delivered to street address) 1600 MAYACOO LAKES BLVD		B Telephone number (see instructions) (561) 242-8844	
City or town, state or province, country, and ZIP or foreign postal code WEST PALM BEACH, FL 33411		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 8,833,242		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(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)	298,669			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	43,995	43,995	43,995	
	4 Dividends and interest from securities.	348,540	348,540	348,540	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	139,347			
	b Gross sales price for all assets on line 6a _____ 1,220,632				
	7 Capital gain net income (from Part IV, line 2)		139,347		
	8 Net short-term capital gain			17,853	
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	830,551	531,882	410,388	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	5,723			5,723
	c Other professional fees (attach schedule)				
	17 Interest	133			133
	18 Taxes (attach schedule) (see instructions)	20,638			20,638
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	24,553			24,553
	24 Total operating and administrative expenses. Add lines 13 through 23	51,047	0		51,047
	25 Contributions, gifts, grants paid	499,900			499,900
	26 Total expenses and disbursements. Add lines 24 and 25	550,947	0		550,947
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	279,604			
	b Net investment income (if negative, enter -0-)		531,882		
	c Adjusted net income (if negative, enter -0-)			410,388	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year		
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing	2,000	2,000	2,000	
	2	Savings and temporary cash investments	340	275	275	
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges	3,341			
	10a	Investments—U S and state government obligations (attach schedule)	269,435	☒	403,053	408,971
	b	Investments—corporate stock (attach schedule)	1,142,410	☒	1,172,923	1,385,093
	c	Investments—corporate bonds (attach schedule).	1,517,129	☒	1,168,165	1,166,598
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)	4,980,627	☒	5,448,470	5,870,305
	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)	7,915,282		8,194,886	8,833,242	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ _____)				
	23	Total liabilities (add lines 17 through 22)			0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg , and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	7,915,282		8,194,886	
	30	Total net assets or fund balances (see instructions)	7,915,282		8,194,886	
	31	Total liabilities and net assets/fund balances (see instructions) . . .	7,915,282		8,194,886	

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)	17,915,282
2	Enter amount from Part I, line 27a	279,604
3	Other increases not included in line 2 (itemize) ▶ _____	
4	Add lines 1, 2, and 3	8,194,886
5	Decreases not included in line 2 (itemize) ▶ _____	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	8,194,886

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				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	139,347
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	17,853

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 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	117,123	7,962,059	0 01471	
2012	465,915	6,842,460	0 06809	
2011	482,045	6,379,829	0 07556	
2010	414,791	5,982,907	0 06933	
2009	104,800	3,762,240	0 02786	
2	Total of line 1, column (d).		2	0 25555
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 05111
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.		4	8,622,964
5	Multiply line 4 by line 3.		5	440,711
6	Enter 1% of net investment income (1% of Part I, line 27b).		6	5,319
7	Add lines 5 and 6.		7	446,030
8	Enter qualifying distributions from Part XII, line 4.		8	550,947
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 ☐ and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		15,319	
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.		35,319	
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-		55,319	
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014		6a	
b		Exempt foreign organizations—tax withheld at source		6b	
c		Tax paid with application for extension of time to file (Form 8868)		6c40,000	
d		Backup withholding erroneously withheld		6d	
7		Total credits and payments. Add lines 6a through 6d.		740,000	
8		Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8119	
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.		1034,562	
11		Enter the amount of line 10 to be Credited to 2015 estimated tax 34,562 Refunded		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?		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	
		If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.							
c		Did the foundation file Form 1120-POL for this year?		1c				No	
d		Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$							
e		Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$							
2		Has the foundation engaged in any activities that have not previously been reported to the IRS?		2				No	
		If "Yes," attach a detailed description of the activities.							
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				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				No	
5		Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5				No	
		If "Yes," attach the statement required by General Instruction T.							
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? If "Yes," complete Part II, col. (c), and Part XV.		7		Yes			
8a		Enter the states to which the foundation reports or with which it is registered (see instructions) 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? If "No," attach explanation .		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)? If "Yes," complete Part XIV		9				No	
10		Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		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 N/A				
14	The books are in care of GAYLE GROSS Telephone no (561) 242-8844 Located at 1600 MAYACOO LAKES BLVD WEST PALM BEACH FL ZIP +4 334111850			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 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? Yes No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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? If "Yes," list the years 20 , 20 , 20 , 20 Yes No			
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? Yes 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.).	3b		No
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))?

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)?

5b

No

Organizations relying on a current notice regarding disaster assistance check here.

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

Yes

No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

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?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

No

Part VIII

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

1

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

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

2

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

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

Total

number of other employees paid over \$50,000.

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Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	8,751,971
b	Average of monthly cash balances.	1b	2,307
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	8,754,278
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	
3	Subtract line 2 from line 1d.	3	8,754,278
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	131,314
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,622,964
6	Minimum investment return. Enter 5% of line 5.	6	431,148

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	431,148
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	5,319
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,319
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	425,829
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	425,829
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	425,829

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	550,947
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	550,947
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	5,319
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	545,628

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				425,829
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012. 83,172				
e From 2013.				
f Total of lines 3a through e.	83,172			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 550,947				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				425,829
e Remaining amount distributed out of corpus	125,118			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	208,290			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
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) . . .				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	208,290			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . . 83,172				
d Excess from 2013. . . .				
e Excess from 2014. . . . 125,118				

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

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.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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 XVSupplementary 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:

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))

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

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

PAUL L GROSS
1600 MAYACOO LAKES BLVD
WEST PALM BEACH, FL 33401
(561) 242-8844

b

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

LETTER CONTAINING DESCRIPTION OF ORGANIZATION, AMOUNT OF FUNDING REQUIRED AND FOR WHAT PURPOSE

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 See Additional Data Table				
Total			3a	499,900
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)

Form 990PF Part VIII Line 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
PAUL L GROSS	Trustee 1 00	0		
1600 MAYACOO LAKES BLVD WEST PALM BEACH,FL 33401				
GAYLE GROSS	Trustee 1 00	0		
1600 MAYACOO LAKES BLVD WEST PALM BEACH,FL 33401				
GREGORY A GROSS	Trustee 1 00	0		
4 RIDGE ROAD TUXEDO PARK,NY 10987				
LAUREN A GROSS	Trustee 2 00	0		
1512 Breakers West Boulevard West Palm Beach,FL 33411				
ROGER A GROSS	Trustee 1 00	0		
15 PASCACK ROAD WOODCLIFF LAKE,NJ 07625				

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>				
First Book 1319 F St NW Suite 1000 Washington, DC 20004	none	EXEMPT	Unrestricted	1,000
Sari Asher Center for Integrative C 3401 PGA Blvd 200 Palm Beach Gardens, FL 33410	none	EXEMPT	Unrestricted	400
RAMAPO COLLEGE FNDHOLOCAUST 505 RAMAPO VALLEY ROAD MAHWAH, NJ 07430	none	EXEMPT	Unrestricted	25,000
NORTON MUSEUM OF ART 1451 S OLIVE AVENUE West Palm Beach, FL 33401	none	EXEMPT	Unrestricted	305,100
TEMPLE BETH OR 56 RIDGEWOOD ROAD WASHINGTON TOWNSHIP, NJ 07676	none	EXEMPT	Unrestricted	25,000
Alpert Jewish Family Childrens Serv 5841 Corporate Way Suite 200 West Palm Beach, FL 33407	none	EXEMPT	Unrestricted	5,300
JCC of the Greater Palm Beaches 4803 PGA Boulevard Palm Beach Gardens, FL 33418	none	EXEMPT	Unrestricted	11,000
Birthright Israel Foundation 33 East 33rd Street 7th Floor New York, NY 10016	none	EXEMPT	Unrestricted	3,000
Play for PINK 175 East 74th Street 17-B New York, NY 10021	none	EXEMPT	Unrestricted	600
National Academy Museum School 1083 Fifth Avenue New York, NY 10128	none	EXEMPT	Unrestricted	120,000
National Council of Jewish Women NC 475 Riverside Drive Suite 1901 New York, NY 10115	none	EXEMPT	Unrestricted	1,000
American Cancer Society PO Box 22718 Oklahoma City, OK 73123	none	EXEMPT	Unrestricted	1,000
Coney Island Prep Builders Inc 501 West Avenue 3rd Floor Brooklyn, NY 11224	none	EXEMPT	Unrestricted	1,000
International Essential Tremor Foun PO Box 14005 Lenexa, KS 66285	none	EXEMPT	Unrestricted	500
Total  3a				499,900

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2014

Name of the organization	Employer identification number
GROSS FOUNDATION	22-2393682

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

[illegible]

Name of organization GROSS FOUNDATION	Employer identification number 22-2393682
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Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____

Name of organization GROSS FOUNDATION	Employer identification number 22-2393682
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Part III

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	

TY 2014 Accounting Fees Schedule**Name:** GROSS FOUNDATION**EIN:** 22-2393682**Software ID:** 14000265**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION	5,723	0	0	5,723

**TY 2014 Investments Corporate
Bonds Schedule****Name:** GROSS FOUNDATION**EIN:** 22-2393682**Software ID:** 14000265**Software Version:** 2014v5.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Corporate bonds, see attached	1,168,165	1,166,598

**TY 2014 Investments Corporate
Stock Schedule****Name:** GROSS FOUNDATION**EIN:** 22-2393682**Software ID:** 14000265**Software Version:** 2014v5.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Corporate stock, see attached	1,172,923	1,385,093

TY 2014 Investments Government Obligations Schedule

Name: GROSS FOUNDATION

EIN: 22-2393682

Software ID: 14000265

Software Version: 2014v5.0

US Government Securities - End of Year Book Value:	403,053
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US Government Securities - End of Year Fair Market Value:	408,971
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**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2014 Investments - Other Schedule**Name:** GROSS FOUNDATION**EIN:** 22-2393682**Software ID:** 14000265**Software Version:** 2014v5.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Other investments, see attached	AT COST	5,448,470	5,870,305

TY 2014 Other Expenses Schedule**Name:** GROSS FOUNDATION**EIN:** 22-2393682**Software ID:** 14000265**Software Version:** 2014v5.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE	288			288
Bank charges	115			115
INVESTMENT FEES	24,150			24,150

TY 2014 Taxes Schedule**Name:** GROSS FOUNDATION**EIN:** 22-2393682**Software ID:** 14000265**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX - 990-PF	17,757			17,757
FOREIGN TAX PAID	2,881			2,881

Capital Gains - Last year

1/1/2014 through 12/31/2014

6/15/2015

Page 1

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
SHORT TERM							
Bessemer Trust INV4N2	CVS Health Corp	75 000	2/21/2013	1/9/2014	5,227 40	3,822 00	1,405 40
Bessemer Trust INV4N2	CVS Health Corp	75 000	4/2/2013	1/9/2014	5,227 40	4,125 46	1,101 94
Bessemer Trust INV4N2	Illinois Tool Works Inc	100 000	3/22/2013	1/9/2014	8,283 25	6,228 59	2,054 66
Bessemer Trust INV4N2	Viacom Inc Cl B	50 000	4/11/2013	1/9/2014	4,295 72	3,249 55	1,046 17
Bessemer Trust INV4N2	Accenture Plc Cl A	10 000	2/21/2013	1/9/2014	807 19	737 20	69 99
Bessemer Trust INV4N2	BNP Paribas	50 000	3/25/2013	1/9/2014	1,902 36	1,362 44	539 92
Bessemer Trust INV4N2	BNP Paribas	50 000	3/26/2013	1/9/2014	1,902 36	1,366 30	536 06
Bessemer Trust INV4N2	Zimmer Hldgs Inc	75 000	2/21/2013	1/10/2014	7,105 95	5,664 00	1,441 95
Bessemer Trust INV4N2	Zimmer Hldgs Inc	75 000	4/2/2013	1/10/2014	7,105 95	5,511 35	1,594 60
Bessemer Trust INV4N2	Zimmer Hldgs Inc	10 000	4/15/2013	1/10/2014	947 46	753 77	193 69
Bessemer Trust INV4N2	Accenture Plc Cl A	40 000	2/21/2013	1/10/2014	3,257 51	2,948 80	308 71
Bessemer Trust INV4N2	Accenture Plc Cl A	100 000	2/21/2013	2/11/2014	5,252 45	3,888 00	1,364 45
Bessemer Trust INV4N2	Macy's	60 000	4/2/2013	2/11/2014	3,151 47	2,519 79	631 68
Bessemer Trust INV4N2	Macy's	75 000	2/21/2013	2/11/2014	8,574 94	5,559 00	3,015 94
Bessemer Trust INV4N2	Thermo Fisher Scientific	75 000	4/2/2013	2/11/2014	8,574 94	5,625 75	2,949 19
Bessemer Trust INV4N2	Thermo Fisher Scientific	65 000	4/15/2013	2/11/2014	7,431 62	5,236 56	2,195 06
Bessemer Trust INV4N2	Macy's	65 000	4/2/2013	2/12/2014	3,442 26	2,729 77	712 49
Bessemer Trust INV4N2	Macy's	35 000	4/15/2013	2/12/2014	1,853 52	1,552 43	301 09
Bessemer Trust INV4N2	International Bus Machines	25 000	4/2/2013	2/27/2014	4,607 55	5,294 25	-686 70
Bessemer Trust INV4N2	International Bus Machines	30 000	4/15/2013	2/27/2014	5,529 06	6,335 71	-806 65
Bessemer Trust INV4N2	Mylan Inc	150 000	11/14/2013	3/19/2014	7,910 41	6,116 59	1,793 82
Bessemer Trust INV4N2	Mylan Inc	100 000	11/14/2013	3/19/2014	5,273 60	4,019 48	1,254 12
Bessemer Trust INV4N2	Nikon Corp Plc Unspn-Adr	75 000	4/2/2013	3/19/2014	1,290 51	1,773 00	-482 49
Bessemer Trust INV4N2	Nikon Corp Plc Unspn-Adr	80 000	4/15/2013	3/20/2014	1,345 92	1,788 00	-442 08
Bessemer Trust INV4N2	Nikon Corp Plc Unspn-Adr	95 000	5/15/2013	3/20/2014	1,598 29	2,373 62	-775 33
Bessemer Trust INV4N2	Walgreen Co	100 000	4/2/2013	3/21/2014	6,710 98	4,743 88	1,967 10
Bessemer Trust INV4N2	Nikon Corp Plc Unspn-Adr	5 000	5/15/2013	3/21/2014	84 13	124 93	-40 80
Bessemer Trust INV4N2	Nikon Corp Plc Unspn-Adr	120 000	6/4/2013	3/21/2014	2,019 16	3,204 34	-1,185 18
Bessemer Trust INV4N2	Nikon Corp Plc Unspn-Adr	30 000	6/4/2013	3/24/2014	503 36	801 09	-297 73
Bessemer Trust INV4N2	Nikon Corp Plc Unspn-Adr	20 000	6/6/2013	3/24/2014	335 57	521 24	-185 67
Bessemer Trust INV4N2	Nikon Corp Plc Unspn-Adr	15 000	4/2/2013	3/24/2014	976 00	722 79	253 21
Bessemer Trust INV4N2	Total Sa Adr	80 000	6/6/2013	3/25/2014	1,299 99	2,084 97	-784 98
Bessemer Trust INV4N2	China Construction Adr	300 000	4/2/2013	3/27/2014	3,934 24	4,923 00	-988 76

Capital Gains - Last year

1/1/2014 through 12/31/2014

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
Bessemer Trust INV4N2 China Construction ADR		150 000	4/15/2013	3/27/2014	1,967 12	2,410 50	-443 38
Bessemer Trust INV4N2 China Construction ADR		175 000	4/15/2013	3/28/2014	2,319 45	2,812 25	-492 80
Bessemer Trust INV4N2 Allianz Aktienges ADR		200 000	4/2/2013	3/28/2014	3,330 15	2,722 00	608 15
Bessemer Trust INV4N2 Allianz Aktienges ADR		160 000	4/15/2013	3/28/2014	2,664 12	2,261 68	402 44
Bessemer Trust INV4N2 China Construction ADR		15 000	4/15/2013	3/31/2014	202 78	241 05	-38 27
Bessemer Trust INV4N2 Total Sa ADR		85 000	4/2/2013	3/31/2014	5,539 27	4,095 82	1,443 45
Bessemer Trust INV4N2 Total Sa ADR		90 000	4/15/2013	3/31/2014	5,865 11	4,418 81	1,446 30
Bessemer Trust INV4N2 Total Sa ADR		5 000	4/15/2013	4/1/2014	328 73	245 49	83 24
Bessemer Trust INV4N2 Tele2 Ab ADR		500 000	7/9/2013	5/20/2014	3,013 18	3,395 23	-382 05
Bessemer Trust INV4N2 Weir Group PLC ADR		100 000	8/1/2013	5/20/2014	2,201 22	1,606 02	595 20
Bessemer Trust INV4N2 Tele2 Ab ADR		250 000	7/9/2013	5/22/2014	1,504 24	1,697 63	-193 39
Bessemer Trust INV4N2 Tele2 Ab ADR		250 000	7/10/2013	5/22/2014	1,504 24	1,723 96	-219 72
Bessemer Trust INV4N2 Weir Group PLC ADR		100 000	8/1/2013	5/22/2014	2,110 49	1,606 02	504 47
Bessemer Trust INV4N2 Weir Group PLC ADR		100 000	8/2/2013	5/22/2014	2,110 49	1,647 77	462 72
Bessemer Trust INV4N2 Weir Group PLC ADR		100 000	8/2/2013	5/23/2014	2,122 27	1,647 77	474 50
Bessemer Trust INV4N2 Weir Group PLC ADR		100 000	8/6/2013	5/23/2014	2,122 27	1,654 20	468 07
Bessemer Trust INV4N2 Tele2 Ab ADR		250 000	7/10/2013	5/27/2014	1,508 15	1,723 96	-215 81
Bessemer Trust INV4N2 Tele2 Ab ADR		250 000	7/11/2013	5/27/2014	1,508 15	1,723 93	-215 78
Bessemer Trust INV4N2 Weir Group PLC ADR		100 000	8/7/2013	5/27/2014	2,108 95	1,718 91	390 04
Bessemer Trust INV4N2 Weir Group PLC ADR		50 000	8/8/2013	5/27/2014	1,054 48	854 13	200 35
Bessemer Trust INV4N2 Tele2 Ab ADR		250 000	10/22/2013	5/28/2014	1,503 86	1,632 23	-128 37
Bessemer Trust INV4N2 Tele2 Ab ADR		150 000	10/22/2013	5/29/2014	889 25	979 34	-90 09
Bessemer Trust INV4N2 Tele2 Ab ADR		100 000	10/22/2013	6/2/2014	587 00	652 89	-65 89
Bessemer Trust INV4N2 Tele2 Ab ADR		250 000	10/24/2013	6/4/2014	1,463 57	1,661 58	-198 01
Bessemer Trust INV4N2 Tele2 Ab ADR		50 000	10/29/2013	6/4/2014	292 71	301 63	-8 92
Bessemer Trust INV4N2 Tele2 Ab ADR		250 000	10/29/2013	6/5/2014	1,461 24	1,508 15	-46 91
Bessemer Trust INV4N2 Tele2 Ab ADR		100 000	10/29/2013	6/9/2014	582 35	603 26	-20 91
Bessemer Trust INV4N2 Tele2 Ab ADR		100 000	10/29/2013	6/12/2014	595 99	603 26	-7 27
Bessemer Trust INV4N2 Tele2 Ab ADR		350 000	11/1/2013	6/12/2014	2,085 95	708 96	1,376 99
Bessemer Trust INV4N2 Tele2 Ab ADR		250 000	11/1/2013	6/13/2014	1,493 82	506 40	987 42
Bessemer Trust INV4N2 Tele2 Ab ADR		150 000	11/1/2013	6/16/2014	889 40	303 84	585 56
Bessemer Trust INV4N2 Tele2 Ab ADR		125 000	11/1/2013	6/17/2014	736 86	253 20	483 66
Bessemer Trust INV4N2 Lonlilard Inc		25 000	9/26/2013	6/30/2014	1,527 09	1,121 55	405 54
Bessemer Trust INV4N2 Lonlilard Inc		50 000	9/30/2013	6/30/2014	3,054 18	2,230 09	824 09
Bessemer Trust INV4N2 Swatch Group AG		150 000	9/20/2013	9/11/2014	4,011 33	4,684 38	-673 05

Capital Gains - Last year 1/1/2014 through 12/31/2014

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
Bessemer Trust INV4N2 Weir Group PLC Adr		50 000	9/19/2013	9/11/2014	1,072 13	938 38	133 75
Bessemer Trust INV4N2 Swatch Group AG		125 000	9/24/2013	9/12/2014	3,344 26	4,097 03	-752 77
Bessemer Trust INV4N2 Swatch Group AG		100 000	9/24/2013	9/15/2014	2,613 67	3,277 62	-663 95
Bessemer Trust INV4N2 Weir Group PLC Adr		100 000	9/20/2013	9/15/2014	2,169 27	1,886 39	282 88
Bessemer Trust INV4N2 Weir Group PLC Adr		50 000	9/23/2013	9/15/2014	1,084 64	940 40	144 24
Bessemer Trust INV4N2 Weir Group PLC Adr		100 000	9/23/2013	9/22/2014	2,140 77	1,880 80	259 97
Bessemer Trust INV4N2 Weir Group PLC Adr		50 000	9/24/2013	9/22/2014	1,070 39	960 66	109 73
Bessemer Trust INV4N2 Weir Group PLC Adr		150 000	9/26/2013	9/24/2014	3,260 42	2,886 42	374 00
Bessemer Trust INV4N2 Weir Group PLC Adr		50 000	1/9/2014	9/25/2014	1,057 86	865 62	192 24
Bessemer Trust INV4N2 Weir Group PLC Adr		50 000	1/9/2014	9/26/2014	1,032 33	865 62	166 71
Bessemer Trust INV4N2 Weir Group PLC Adr		50 000	1/10/2014	9/26/2014	1,032 33	863 29	169 04
Bessemer Trust INV4N2 Weir Group PLC Adr		100 000	1/10/2014	9/29/2014	2,044 16	1,726 58	317 58
Bessemer Trust INV4N2 Weir Group PLC Adr		50 000	1/10/2014	9/30/2014	1,030 75	863 29	167 46
Bessemer Trust INV4N2 Weir Group PLC Adr		50 000	1/13/2014	9/30/2014	1,030 75	859 56	171 19
Bessemer Trust INV4N2 Weir Group PLC Adr		125 000	1/13/2014	10/1/2014	2,570 63	2,148 89	421 74
Bessemer Trust INV4N2 Weir Group PLC Adr		25 000	1/13/2014	10/2/2014	512 58	429 78	82 80
Bessemer Trust INV4N2 Weir Group PLC Adr		50 000	1/14/2014	10/2/2014	1,025 17	859 26	165 91
Bessemer Trust INV4N2 NXP Semiconductors NV		150 000	3/18/2014	10/16/2014	8,524 43	8,545 09	-20 66
Bessemer Trust INV4N2 Whiting Petroleum		50 000	6/18/2014	12/11/2014	1,660 16	3,893 82	-2,233 66
Bessemer Trust INV4N2 Whiting Petroleum		50 000	6/19/2014	12/11/2014	1,660 16	3,972 39	-2,312 23
Bessemer Trust INV4N2 Whiting Petroleum		25 000	6/19/2014	12/12/2014	833 73	1,986 20	-1,152 47
Bessemer Trust INV4N2 Whiting Petroleum		125 000	8/6/2014	12/12/2014	4,168 65	10,695 40	-6,526 75
TOTAL SHORT TERM					238,961.22	221,108.03	17,853.19
LONG TERM							
Bessemer Trust INV4N2 CVS Health Corp		100 000	11/25/2011	1/9/2014	6,969 86	3,782 98	3,186 88
Bessemer Trust INV4N2 Zimmer Hldgs Inc		90 000	5/4/2012	1/9/2014	8,410 02	5,798 27	2,611 75
Bessemer Trust INV4N2 Zimmer Hldgs Inc		10 000	5/30/2012	1/9/2014	934 45	614 80	319 65
Bessemer Trust INV4N2 Accenture Plc Cl A		65 000	1/26/2012	1/9/2014	5,246 77	3,645 45	1,601 32
Bessemer Trust INV4N2 Total Sa Adr		75 000	11/25/2011	1/9/2014	4,451 39	3,669 90	781 49
Bessemer Trust INV4N2 Ace Limited		10 000	6/18/2010	1/9/2014	1,011 76	523 96	487 80
Bessemer Trust INV4N2 Ace Limited		40 000	8/19/2010	1/9/2014	4,047 06	2,134 51	1,912 55
Bessemer Trust INV4N2 Zimmer Hldgs Inc		40 000	5/30/2012	1/10/2014	3,789 84	2,459 21	1,330 63
Bessemer Trust INV4N2 Accenture Plc Cl A		4 000	11/21/2011	1/10/2014	325 75	218 40	107 35
Bessemer Trust INV4N2 Accenture Plc Cl A		28 000	1/24/2012	1/10/2014	2,280 26	1,581 37	698 89

Capital Gains - Last year

1/1/2014 through 12/31/2014

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
Bessemer Trust INV4N2 Accenture Plc Cl A		51 000	1/25/2012	1/10/2014	4,153 32	2,903 89	1,249 43
Bessemer Trust INV4N2 Accenture Plc Cl A		71 000	3/20/2012	1/10/2014	5,782 08	4,469 63	1,312 45
Bessemer Trust INV4N2 Total Sa Adr		10 000	11/25/2011	1/10/2014	595 32	489 32	106 00
Bessemer Trust INV4N2 Total Sa Adr		40 000	2/8/2012	1/10/2014	2,381 29	2,168 53	212 76
Bessemer Trust INV4N2 International Bus Machines		20 000	11/25/2011	2/11/2014	3,487 25	3,618 03	-130 78
Bessemer Trust INV4N2 International Bus Machines		30 000	2/8/2012	2/11/2014	5,230 88	5,805 98	-575 10
Bessemer Trust INV4N2 Macy's		40 000	11/25/2011	2/11/2014	2,100 98	1,212 70	888 28
Bessemer Trust INV4N2 Macy's		100 000	2/8/2012	2/11/2014	5,252 45	3,608 75	1,643 70
Bessemer Trust INV4N2 Macy's		50 000	2/17/2012	2/11/2014	2,626 22	1,775 96	850 26
Bessemer Trust INV4N2 Thermo Fisher Scientific		40 000	10/23/2012	2/11/2014	4,573 30	2,355 65	2,217 65
Bessemer Trust INV4N2 Thermo Fisher Scientific		20 000	8/29/2012	2/11/2014	2,286 65	1,144 08	1,142 57
Bessemer Trust INV4N2 International Bus Machines		25 000	2/21/2013	2/27/2014	4,607 55	5,005 75	-398 20
Bessemer Trust INV4N2 Nikon Corp Plc Unspn-Adr		50 000	12/17/2012	3/19/2014	860 34	1,370 12	-509 78
Bessemer Trust INV4N2 Nikon Corp Plc Unspn-Adr		100 000	12/18/2012	3/19/2014	1,720 67	2,838 86	-1,118 19
Bessemer Trust INV4N2 Nikon Corp Plc Unspn-Adr		75 000	2/22/2013	3/19/2014	1,290 51	1,710 62	-420 11
Bessemer Trust INV4N2 GTE Corp 6 84 04/15/18		200 000	2/11/2004	3/19/2014	23,937 00	20,830 23	3,106 77
Bessemer Trust INV4N2 Verizon Comm 5 5 02/15/20		250 000	3/31/2008	3/19/2014	28,672 75	24,605 85	4,066 90
Bessemer Trust INV4N2 Verizon Comm 5 5 02/15/20		600 000	1/29/2013	3/19/2014	68,814 60	69,853 96	-1,039 36
Bessemer Trust INV4N2 Sinopec/China Pete&Chm		45 500	11/28/2011	3/21/2014	3,866 77	3,663 36	203 41
Bessemer Trust INV4N2 Sinopec/China Pete&Chm		4 500	2/21/2012	3/21/2014	382 43	412 83	-30 40
Bessemer Trust INV4N2 Total Sa Adr		35 000	2/8/2012	3/21/2014	2,303 17	1,897 47	405 70
Bessemer Trust INV4N2 Total Sa Adr		90 000	2/21/2013	3/21/2014	5,922 42	4,514 43	1,407 99
Bessemer Trust INV4N2 Sinopec/China Pete&Chm		41 000	2/21/2012	3/24/2014	3,510 63	3,761 37	-250 74
Bessemer Trust INV4N2 Sinopec/China Pete&Chm		34 000	2/21/2013	3/24/2014	2,911 26	2,930 28	-19 02
Bessemer Trust INV4N2 Total Sa Adr		10 000	2/21/2013	3/24/2014	650 67	501 60	149 07
Bessemer Trust INV4N2 China Construction Adr		100 000	11/28/2011	3/26/2014	1,269 11	1,375 35	-106 24
Bessemer Trust INV4N2 China Construction Adr		75 000	11/29/2011	3/26/2014	951 83	997 10	-45 27
Bessemer Trust INV4N2 China Construction Adr		200 000	12/9/2011	3/26/2014	2,538 22	2,892 48	-354 26
Bessemer Trust INV4N2 China Construction Adr		75 000	2/9/2012	3/26/2014	951 83	1,239 51	-287 68
Bessemer Trust INV4N2 China Construction Adr		150 000	2/20/2013	3/26/2014	1,903 67	2,534 67	-631 00
Bessemer Trust INV4N2 China Construction Adr		50 000	2/21/2013	3/26/2014	634 56	847 00	-212 44
Bessemer Trust INV4N2 China Construction Adr		150 000	2/21/2013	3/27/2014	1,967 12	2,541 00	-573 88
Bessemer Trust INV4N2 Allianz Aktienges Adr		25 000	2/23/2012	3/28/2014	416 27	295 24	121 03
Bessemer Trust INV4N2 Allianz Aktienges Adr		175 000	2/21/2013	3/28/2014	2,913 88	2,395 75	518 13
Bessemer Trust INV4N2 Allianz Aktienges Adr		90 000	11/23/2011	3/28/2014	1,498 57	820 43	678 14

Capital Gains - Last year

1/1/2014 through 12/31/2014

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
Bessemer Trust INV4N2 Allianz Aktienges Adr		33 000	11/23/2011	3/31/2014	560 95	300 83	260 12
Bessemer Trust INV4N2 Allianz Aktienges Adr		14 000	11/25/2011	3/31/2014	237 98	125 23	112 75
Bessemer Trust INV4N2 PNC Funding Corp 5 125 0		1,000 000	3/19/2010	4/21/2014	113,578 00	101,200 81	12,377 19
Bessemer Trust INV4N2 Wells Fargo & Co 4 6 04/01		750 000	1/26/2012	4/21/2014	83,190 00	79,473 83	3,716 17
Bessemer Trust INV4N2 Avago Technologies		10 000	12/5/2012	5/20/2014	677 60	348 43	329 17
Bessemer Trust INV4N2 Avago Technologies		50 000	2/21/2013	5/20/2014	3,388 02	1,752 00	1,636 02
Bessemer Trust INV4N2 Avago Technologies		65 000	4/2/2013	5/20/2014	4,404 43	2,302 36	2,102 07
Bessemer Trust INV4N2 Avago Technologies		10 000	4/2/2013	5/21/2014	679 60	354 21	325 39
Bessemer Trust INV4N2 Avago Technologies		15 000	4/15/2013	5/21/2014	1,019 41	529 35	490 06
Bessemer Trust INV4N2 ENI S P A Adr		5 000	2/21/2013	5/28/2014	250 50	235 90	14 60
Bessemer Trust INV4N2 ENI S P A Adr		75 000	4/2/2013	5/28/2014	3,757 55	3,398 58	358 97
Bessemer Trust INV4N2 ENI S P A Adr		20 000	4/11/2013	5/28/2014	1,002 01	921 50	80 51
Bessemer Trust INV4N2 OW Small & Mid Cap Fd		4,244 480	3/10/2010	6/13/2014	75,000 00	61,022 77	13,977 23
Bessemer Trust INV4N2 Target Corp		80 000	1/26/2012	6/30/2014	4,642 06	4,017 73	624 33
Bessemer Trust INV4N2 Target Corp		75 000	3/22/2013	6/30/2014	4,351 94	4,976 35	-624 41
Bessemer Trust INV4N2 Target Corp		45 000	3/25/2013	6/30/2014	2,611 16	3,069 61	-458 45
Bessemer Trust INV4N2 Target Corp		5 000	3/25/2013	7/1/2014	288 55	341 07	-52 52
Bessemer Trust INV4N2 Target Corp		75 000	4/2/2013	7/1/2014	4,328 31	5,215 53	-887 22
Bessemer Trust INV4N2 Target Corp		40 000	4/15/2013	7/1/2014	2,308 43	2,761 87	-453 44
Bessemer Trust INV4N2 Munich Re Group Adr		25 000	11/29/2011	7/1/2014	543 88	288 53	255 35
Bessemer Trust INV4N2 Munich Re Group Adr		25 000	11/30/2011	7/1/2014	543 88	282 83	261 05
Bessemer Trust INV4N2 Munich Re Group Adr		200 000	1/26/2012	7/1/2014	4,351 00	2,582 62	1,768 38
Bessemer Trust INV4N2 Munich Re Group Adr		50 000	1/27/2012	7/1/2014	1,087 75	646 53	441 22
Bessemer Trust INV4N2 Munich Re Group Adr		50 000	1/30/2012	7/1/2014	1,087 75	647 49	440 26
Bessemer Trust INV4N2 Munich Re Group Adr		100 000	1/31/2012	7/1/2014	2,175 50	1,330 36	845 14
Bessemer Trust INV4N2 Munich Re Group Adr		150 000	2/21/2013	7/1/2014	3,263 25	2,665 50	597 75
Bessemer Trust INV4N2 ENI S P A Adr		80 000	4/11/2013	7/1/2014	4,305 95	3,685 99	619 96
Bessemer Trust INV4N2 ENI S P A Adr		25 000	4/12/2013	7/1/2014	1,345 61	1,165 77	179 84
Bessemer Trust INV4N2 ENI S P A Adr		95 000	4/15/2013	7/1/2014	5,113 32	4,502 70	610 62
Bessemer Trust INV4N2 Munich Re Group Adr		100 000	2/21/2013	7/2/2014	2,174 76	1,777 00	397 76
Bessemer Trust INV4N2 Munich Re Group Adr		250 000	4/2/2013	7/2/2014	5,436 91	4,697 50	739 41
Bessemer Trust INV4N2 Munich Re Group Adr		150 000	4/15/2013	7/2/2014	3,262 14	2,980 50	281 64
Bessemer Trust INV4N2 ENI S P A Adr		15 000	4/15/2013	7/2/2014	811 25	710 95	100 30
Bessemer Trust INV4N2 Centurylink Inc		40 000	11/25/2011	8/1/2014	1,608 27	1,490 18	118 09
Bessemer Trust INV4N2 Centurylink Inc		75 000	2/17/2012	8/1/2014	3,015 51	2,832 77	182 74

Capital Gains - Last year

1/1/2014 through 12/31/2014

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
Bessemer Trust INV4N2 Centurylink Inc		75 000	2/21/2013	8/1/2014	3,015 51	2,466 75	548 76
Bessemer Trust INV4N2 Centurylink Inc		75 000	4/2/2013	8/1/2014	3,015 51	2,639 25	376 26
Bessemer Trust INV4N2 Centurylink Inc		10 000	4/15/2013	8/1/2014	402 07	368 20	33 87
Bessemer Trust INV4N2 Wachovia 5 25 08/01/2014		150 000	3/13/2006	8/1/2014	15,000 00	14,978 75	21 25
Bessemer Trust INV4N2 Centurylink Inc		45 000	4/15/2013	8/4/2014	1,793 17	1,656 90	136 27
Bessemer Trust INV4N2 Munich Re Group Adr		140 000	4/15/2013	8/5/2014	2,972 04	2,781 80	190 24
Bessemer Trust INV4N2 Munich Re Group Adr		51 000	11/22/2011	8/5/2014	1,082 67	603 99	478 68
Bessemer Trust INV4N2 Munich Re Group Adr		9 000	11/23/2011	8/5/2014	191 06	103 87	87 19
Bessemer Trust INV4N2 Munich Re Group Adr		150 000	11/23/2011	8/6/2014	3,122 24	1,731 15	1,391 09
Bessemer Trust INV4N2 Munich Re Group Adr		102 000	11/23/2011	8/7/2014	2,112 39	1,177 18	935 21
Bessemer Trust INV4N2 Munich Re Group Adr		28 000	11/25/2011	8/7/2014	579 87	316 75	263 12
Bessemer Trust INV4N2 Munich Re Group Adr		20 000	1/23/2012	8/7/2014	414 19	258 26	155 93
Bessemer Trust INV4N2 Munich Re Group Adr		150 000	1/23/2012	8/8/2014	3,087 62	1,936 98	1,150 64
Bessemer Trust INV4N2 Munich Re Group Adr		17 000	1/23/2012	8/11/2014	343 50	219 52	123 98
Bessemer Trust INV4N2 Munich Re Group Adr		51 000	1/24/2012	8/11/2014	1,030 51	659 48	371 03
Bessemer Trust INV4N2 Munich Re Group Adr		51 000	1/25/2012	8/11/2014	1,030 51	660 44	370 07
Bessemer Trust INV4N2 Munich Re Group Adr		28 000	1/27/2012	8/11/2014	565 77	371 57	194 20
Bessemer Trust INV4N2 Munich Re Group Adr		51 000	1/30/2012	8/11/2014	1,030 51	666 55	363 96
Bessemer Trust INV4N2 OW Small & Mid Cap Fd		9,337 240	3/10/2010	9/3/2014	162,841 46	134,845 67	27,995 79
Bessemer Trust INV4N2 OW Small & Mid Cap Fd		2,130 650	4/26/2010	9/3/2014	37,158 54	30,770 22	6,388 32
Bessemer Trust INV4N2 Walgreen Co		25 000	4/2/2013	9/10/2014	1,609 07	1,185 97	423 10
Bessemer Trust INV4N2 Walgreen Co		75 000	4/15/2013	9/10/2014	4,827 20	3,619 50	1,207 70
Bessemer Trust INV4N2 L Brands Inc		25 000	8/5/2013	9/11/2014	1,602 78	1,393 10	209 68
Bessemer Trust INV4N2 L Brands Inc		25 000	8/6/2013	9/11/2014	1,602 78	1,424 67	178 11
Bessemer Trust INV4N2 Walgreen Co		55 000	4/15/2013	9/11/2014	3,486 20	2,654 30	831 90
Bessemer Trust INV4N2 Weir Group PLC Adr		50 000	8/8/2013	9/11/2014	1,072 13	854 13	218 00
Bessemer Trust INV4N2 Sumitomo Metal Min Co Ltd		150 000	8/19/2013	9/11/2014	2,467 57	2,177 26	290 31
Bessemer Trust INV4N2 Imperial Tobacco Lt Adr		60 000	11/28/2011	9/11/2014	5,155 77	4,239 39	916 38
Bessemer Trust INV4N2 Imperial Tobacco Lt Adr		15 000	2/9/2012	9/11/2014	1,288 94	1,140 55	148 39
Bessemer Trust INV4N2 L Brands Inc		25 000	8/6/2013	9/12/2014	1,597 17	1,424 67	172 50
Bessemer Trust INV4N2 L Brands Inc		50 000	8/7/2013	9/12/2014	3,194 34	2,918 15	276 19
Bessemer Trust INV4N2 Sumitomo Metal Min Co Ltd		100 000	8/19/2013	9/12/2014	1,627 37	1,451 51	175 86
Bessemer Trust INV4N2 Sumitomo Metal Min Co Ltd		50 000	8/20/2013	9/12/2014	813 68	732 41	81 27
Bessemer Trust INV4N2 Sumitomo Metal Min Co Ltd		100 000	8/20/2013	9/15/2014	1,546 03	1,464 82	81 21
Bessemer Trust INV4N2 Sumitomo Metal Min Co Ltd		50 000	8/21/2013	9/15/2014	773 01	712 61	60 40

Capital Gains - Last year

1/1/2014 through 12/31/2014

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
Bessemer Trust INV4N2 Sumitomo Metal Min Co Ltd		100 000	8/21/2013	9/16/2014	1,557 89	1,425 22	132 67
Bessemer Trust INV4N2 L Brands Inc		25 000	8/7/2013	10/16/2014	1,673 75	1,459 08	214 67
Bessemer Trust INV4N2 L Brands Inc		50 000	8/8/2013	10/16/2014	3,347 49	2,890 59	456 90
Bessemer Trust INV4N2 L Brands Inc		75 000	8/9/2013	10/16/2014	4,935 73	4,255 34	680 39
Bessemer Trust INV4N2 Marathon Oil Corp		75 000	2/21/2013	10/16/2014	2,586 96	2,592 00	-5 04
Bessemer Trust INV4N2 Marathon Oil Corp		100 000	4/2/2013	10/16/2014	3,449 28	3,392 80	56 48
Bessemer Trust INV4N2 Marathon Oil Corp		25 000	4/15/2013	10/16/2014	862 32	843 50	18 82
Bessemer Trust INV4N2 Marathon Oil Corp		100 000	4/15/2013	10/16/2014	3,361 14	3,374 00	-12 86
Bessemer Trust INV4N2 Avago Technologies		60 000	4/15/2013	10/16/2014	4,356 07	2,117 40	2,238 67
Bessemer Trust INV4N2 Avago Technologies		40 000	5/14/2013	10/16/2014	2,904 04	1,354 35	1,549 69
Bessemer Trust INV4N2 Marathon Oil Corp		5 000	4/15/2013	10/17/2014	164 37	168 70	-4 33
Bessemer Trust INV4N2 Marathon Oil Corp		73 000	11/21/2011	10/17/2014	2,399 85	1,888 47	511 38
Bessemer Trust INV4N2 Sanofi Adr		25 000	11/25/2011	11/3/2014	1,128 72	823 78	304 94
Bessemer Trust INV4N2 Sanofi Adr		50 000	2/9/2012	11/3/2014	2,257 44	1,834 32	423 12
Bessemer Trust INV4N2 Sanofi Adr		100 000	2/10/2012	11/3/2014	4,514 88	3,744 36	770 52
Bessemer Trust INV4N2 Sanofi Adr		25 000	2/21/2013	11/3/2014	1,128 72	1,205 41	-76 69
Bessemer Trust INV4N2 Volkswagon AG Adr		85 000	7/11/2012	11/4/2014	3,553 19	2,784 39	768 80
Bessemer Trust INV4N2 Volkswagon AG Adr		50 000	2/21/2013	11/4/2014	2,090 11	2,366 50	-276 39
Bessemer Trust INV4N2 Volkswagon AG Adr		75 000	3/6/2013	11/4/2014	3,135 16	3,199 55	-64 39
Bessemer Trust INV4N2 Volkswagon AG Adr		75 000	4/2/2013	11/4/2014	3,135 16	2,993 25	141 91
Bessemer Trust INV4N2 Volkswagon AG Adr		90 000	4/15/2013	11/4/2014	3,762 20	3,604 50	157 70
Bessemer Trust INV4N2 Volkswagon AG Adr		125 000	7/6/2012	11/4/2014	5,225 27	4,094 69	1,130 58
Bessemer Trust INV4N2 Sanofi Adr		75 000	2/21/2013	11/4/2014	3,398 72	3,616 23	-217 51
Bessemer Trust INV4N2 Sanofi Adr		100 000	4/2/2013	11/4/2014	4,531 63	5,019 02	-487 39
Bessemer Trust INV4N2 Sanofi Adr		120 000	4/15/2013	11/4/2014	5,437 96	6,251 88	-813 92
Bessemer Trust INV4N2 Sanofi Adr		122 000	11/21/2011	11/4/2014	5,528 59	4,020 04	1,508 55
Bessemer Trust INV4N2 Sanofi Adr		51 000	2/6/2012	11/4/2014	2,311 13	1,871 00	440 13
Bessemer Trust INV4N2 Sanofi Adr		51 000	2/7/2012	11/4/2014	2,311 13	1,909 63	401 50
Bessemer Trust INV4N2 Sanofi Adr		51 000	2/8/2012	11/4/2014	2,311 13	1,894 09	417 04
Bessemer Trust INV4N2 Sanofi Adr		8 000	3/20/2012	11/4/2014	362 53	310 17	52 36
Bessemer Trust INV4N2 J Sainsbury Spn Adr		100 000	5/28/2013	11/4/2014	1,572 65	2,307 51	-734 86
Bessemer Trust INV4N2 J Sainsbury Spn Adr		100 000	5/29/2013	11/4/2014	1,572 65	2,316 40	-743 75
Bessemer Trust INV4N2 J Sainsbury Spn Adr		100 000	6/3/2013	11/5/2014	1,577 91	2,305 95	-728 04
Bessemer Trust INV4N2 J Sainsbury Spn Adr		100 000	6/5/2013	11/5/2014	1,577 91	2,286 26	-708 35
Bessemer Trust INV4N2 J Sainsbury Spn Adr		50 000	6/6/2013	11/5/2014	788 96	1,143 65	-354 69

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Capital Gains - Last year

1/1/2014 through 12/31/2014

6/15/2015

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
Bessemer Trust INV4N2 J Sainsbury Spn Adr		50 000	6/7/2013	11/5/2014	788 96	1,145 83	-356 87
Bessemer Trust INV4N2 J Sainsbury Spn Adr		50 000	6/7/2013	11/6/2014	780 60	1,145 83	-365 23
Bessemer Trust INV4N2 Bear Searns 5 7 11/15/14		250 000	2/6/2003	11/17/2014	25,000 00	25,163 66	-163 66
TOTAL LONG TERM					981,671.34	860,177.48	121,493.86
OVERALL TOTAL					1,220,632.56	1,081,285.51	139,347.05

Gross Foundation, The
Form 990-PF, Part II, Balance Sheets (Summary)
Year Ended December 31, 2014

e-file Attachment

<i>this year</i>	Description	Book Value	Fair Market Value
Line 10a - Investments - U S and state government obligations		<u>403,053.09</u>	<u>408,971.36</u>
FI- US Govt		403,053.09	408,971.36
Line 10b - Investments - Corporate stocks		<u>1,172,923.60</u>	<u>1,385,093.07</u>
StkNon Consu di		72,870.16	67,692.80
StkNon Consu st		106,055.99	98,248.95
StkNon Energy		14,517.46	13,933.72
StkNon Financia		142,555.19	137,934.41
StkNon Healthca		25,393.72	24,846.15
StkNon Industri		29,626.30	28,039.15
StkNon Infotech		31,005.75	30,049.60
StkNon Material		12,798.51	13,587.30
StkNon Telecom		51,173.49	61,668.26
StkNon Utility		15,255.98	15,707.83
StkUS Consu dis		135,706.39	167,775.75
StkUS Consu stp		18,108.61	33,454.73
StkUS Energy		29,123.19	33,242.28
StkUS Financial		96,154.41	130,157.57
StkUS Healthcar		126,153.51	185,292.55
StkUS Industria		124,094.71	144,236.80
StkUS Info tech		112,808.23	160,582.72
StkUS Telecom		0.00	0.00
StkUS Utilities		29,496.36	38,642.50
Footing correction		(148.02)	0.00
Balancing items for tax return		173.66	0.00

Gross Foundation, The
Form 990-PF, Part II, Balance Sheets (Summary)
Year Ended December 31, 2014

e-file Attachment

Description		Book Value	Fair Market Value
Line 10c - Investments - Corporate bonds		<u>1,168,165.18</u>	<u>1,166,597.75</u>
FI- Corp bonds		912,785.86	904,898.75
FI- Corp bonds, footing correction (to balance sheet)		0.00	0.00
FI- Int'l bonds		255,379.32	261,699.00
Line 13 - Investments - Other		<u>5,448,469.97</u>	<u>5,870,305.39</u>
Cash & short tm		263,525.69	263,600.00
Footing correction		(74.31)	0.00
Mutual Fund		5,185,018.59	5,606,705.39
total		8,192,611.84	8,830,967.57

6/19/2015

Portfolio Value - 990-PF - As of 12/31/2014

As of 12/31/2014

Page 1

Security	Shares	Quote/Price	est	Cost Basis	Gain/Loss	Balance
Cash						
Fed Govt Oblig Fund	263,600 000	1 000	*	263,600 00	0 00	263,600 00
TOTAL Cash				263,525.69	74.31	263,600.00
FI- Corp bonds						
AT&T Inc 5 5 02/01/18	600 000	110 107		63,995 71	2,068 49	66,064 20
Bank Amer 5 1 02/15/18	500 000	108 027		50,000 00	4,013 50	54,013 50
Bank Amer 5 25 12/01/15	300 000	103 860		30,068 27	1,089 73	31,158 00
Berkshire Hathaway Inc 1 9 01/31/17	400 000	101 291		40,638 17	-121 77	40,516 40
Caterpillar 5 7 08/15/16	850 000	107 928		89,967 82	1,770 98	91,738 80
Chevron Corp 0 889 06/24/2016	600 000	100 175		60,000 00	105 00	60,105 00
Citicorp 6 88 12/18/15	250 000	105 402		25,079 58	1,270 92	26,350 50
Citigroup Inc 4 45 01/10/2017	550 000	105 829		57,841 38	364 57	58,205 95
Credit Suisse 5 125 08/15/15	250 000	102 613		24,995 65	657 60	25,653 25
Duke Energy 6 25 06/15/18	200 000	114 673		20,119 61	2,814 99	22,934 60
Esc Lehman Brth Hldg 0% 1/28/2018	200 000	000		14,096 53	-14,096 53	0 00
Esc Lehman Brth Hldg 0% 10/21/2023	200 000	000		13,966 83	-13,966 83	0 00
Goldman Sachs 5 125 01/15/15	200 000	100 180		20,020 92	15 08	20,036 00
HSBC Fin 5 06/30/15	250 000	102 056		24,972 82	541 18	25,514 00
JP Morgan Chase 5 25 05/01/15	400 000	101 414		40,097 63	467 97	40,565 60
McDonalds 5 35 03/01/18	850 000	111 279		91,531 14	3,056 01	94,587 15
Medtronic Inc 3 0 03/15/2015	100 000	100 532		10,052 37	0 83	10,053 20
Merck & Co Inc FRN 5/18/2018	800 000	99 880		80,214 46	-310 46	79,904 00
Merrill Lynch 5 01/15/15	200 000	100 169		19,983 61	50 19	20,033 80
Merrill Lynch 5 3 09/30/15	200 000	103 265		19,927 92	725 08	20,653 00
Merrill Lynch 6 5 07/15/18	150 000	114 132		15,346 45	1,773 35	17,119 80
Pepsico Inc 1 25 08/13/2017	1,000 000	99 692		99,868 99	-176 99	99,692 00
TOTAL FI- Corp bonds				912,785.86	-7,887.11	904,898.75
FI- Int'l bonds						
Deutsche Bank AG 3 25 01/11/2016	750 000	102 228		75,383 01	1,287 99	76,671 00
Shell International Fin 1 125 08/21/2017	500 000	99 753		49,949 03	-72 53	49,876 50
Shell International Fin 4 375 03/25/20	500 000	109 919		49,537 64	5,421 86	54,959 50
Toronto-Dominion Bank FRN 04/30/2018	800 000	100 240		80,509 64	-317 64	80,192 00

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Line 13(1)

Line 10c(1)

Portfolio Value - 990-PF - As of 12/31/2014
As of 12/31/2014

Security	Shares	Quote/Price	est	Cost Basis	Gain/Loss	Balance
FI- Int'l bonds						
TOTAL FI- Int'l bonds				255,379.32	6,319.68	261,699.00
FI- US Govt						
US Treasury Bonds 7 25% 08/15/2022	1,360,000	137.492		181,698.33	5,290.79	186,989.12
US Treasury Note 0 25% 12/15/2015	2,220,000	99.992		221,354.76	627.48	221,982.24
TOTAL FI- US Govt				403,053.09	5,918.27	408,971.36
Mutual Fund						
OW Fixed Income Fd	5,894,170	11.190		67,132.29	-1,176.53	65,955.76
OW Large Cap Core Fd	4,958,900	14.220		68,974.56	1,541.00	70,515.56
OW Large Cap Strategies Fd	176,374,100	12.910		1,887,858.85	389,130.78	2,276,989.63
OW Small & Mid Cap Fd	66,027,660	16.220		975,377.70	95,590.95	1,070,968.65
OW Strategic Opptys Fd	279,614,730	7.590		2,185,675.19	-63,399.39	2,122,275.80
TOTAL Mutual Fund				5,185,018.59	421,686.80	5,606,705.39
StkNon Consu di						
Bridgestone Corp	1,000,000	17.511		17,869.74	-358.74	17,511.00
Daihatsu Motor Co Ltd Adr	335,000	26.340		13,095.16	-4,271.26	8,823.90
Pandora A/S	650,000	20.496		10,536.48	2,785.92	13,322.40
Sky PLC ADR	500,000	56.071		31,368.78	-3,333.28	28,035.50
TOTAL StkNon Consu di				72,870.16	-5,177.36	67,692.80
StkNon Consu st						
Imperial Tobacco Lt Adr	245,000	88.441		17,493.28	4,174.77	21,668.05
J Sainsbury Spn Adr	1,100,000	15.387		24,185.34	-7,259.64	16,925.70
Svenska CI Aktiblg	725,000	21.576		19,798.07	-4,155.47	15,642.60
Unilever Nv Adr	650,000	39.499		24,878.85	795.50	25,674.35
Wilmar International ADR	750,000	24.451		19,700.45	-1,362.20	18,338.25
TOTAL StkNon Consu st				106,055.99	-7,807.04	98,248.95
StkNon Energy						
Sinopec/China Pete&Chm Adr	172,000	81.010		14,517.46	-583.74	13,933.72
TOTAL StkNon Energy				14,517.46	-583.74	13,933.72
StkNon Financia						

Portfolio Value - 990-PF - As of 12/31/2014
As of 12/31/2014

Security	Shares	Quote/Price	est	Cost Basis	Gain/Loss	Balance
BNP Paribas	560 000	29 804		14,706 45	1,983 79	16,690 24
DBS Group Hldgs LTD ADR	525 000	62 184		27,532 38	5,114 22	32,646 60
HSBC Holdings PLC ADR	525 000	47 230		26,816 54	-2,020 79	24,795 75
Orix Corp	1,450 000	12 676		22,732 10	-4,351 90	18,380 20
RSA Ins grp inc spon ADR	2,865 000	6 783		26,488 04	-7,054 74	19,433 30
Skandinaviska Enskild ADR	750 000	12 717		8,784 10	753 65	9,537 75
Wharf Holdings ADR	1,139 000	14 443		15,495 62	954 96	16,450 58
TOTAL StkNon Financia				142,555.19	-4,620.78	137,934.41
StkNon Healthca						
Astrazenica PLC	350 000	70 989		25,393 72	-547 57	24,846 15
TOTAL StkNon Healthca				25,393.72	-547.57	24,846.15
StkNon Industri						
Itochu Corp ADR	1,301 000	21 552		29,626 95	-1,587 80	28,039 15
TOTAL StkNon Industri				29,626.93	-1,587.78	28,039.15
StkNon Infotech						
Hitachi LTD ADR	400 000	75 124		31,005 75	-956 15	30,049 60
TOTAL StkNon Infotech				31,005.75	-956.15	30,049.60
StkNon Material						
Sumitomo Metal Min Co Ltd	900 000	15 097		12,798 51	788 79	13,587 30
TOTAL StkNon Material				12,798.51	788.79	13,587.30
StkNon Telecom						
China Telecom ADR	500 000	58 710		26,438 67	2,916 33	29,355 00
Kddi Corp ADR	1,290 000	15 924		12,942 19	7,599 77	20,541 96
Tim Participacoes SA ADR	530 000	22 210		11,495 30	276 00	11,771 30
TOTAL StkNon Telecom				51,173.49	10,494.77	61,668.26
StkNon Utility						
Tokyo Gas Ltd ADR	722 000	21 756		15,255 98	451 85	15,707 83
TOTAL StkNon Utility				15,255.98	451.85	15,707.83

Line 106(4)

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Portfolio Value - 990-PF - As of 12/31/2014

As of 12/31/2014

Security	Shares	Quote/Price	est	Cost Basis	Gain/Loss	Balance
StkUS Consu dis						
Dollar General Corp	585 000	70 700		29,202 82	12,156 68	41,359 50
L Brands Inc	200 000	86 550		10,877 06	6,432 94	17,310 00
Macy's	350 000	65 750		13,091 54	9,920 96	23,012 50
Nike Inc CL B	325 000	96 150		27,425 54	3,823 21	31,248 75
Viacom Inc CL B	390 000	75 250		30,290 57	-943 07	29,347 50
Yum Brands Inc	350 000	72 850		24,818 86	678 64	25,497 50
TOTAL StkUS Consu dis				135,706.39	32,069.36	167,775.75
StkUS Consu stp						
CVS Health Corp	233 000	96 310		10,303 30	12,136 93	22,440 23
Lorillard Inc	175 000	62 940		7,805 31	3,209 19	11,014 50
TOTAL StkUS Consu stp				18,108.61	15,346.12	33,454.73
StkUS Energy						
Conocophillips	338 000	69 060		19,088 87	4,253 41	23,342 28
Valero Energy	200,000	49 500		10,034 32	-134 32	9,900 00
TOTAL StkUS Energy				29,123.19	4,119.09	33,242.28
StkUS Financial						
Ace Limited	209 000	114 880		11,975 12	12,034 80	24,009 92
American Intl Group Inc	325 000	56 010		13,337 73	4,865 52	18,203 25
Citigroup Inc	540 000	54 110		18,855 19	10,364 21	29,219 40
Keycorp New	2,550 000	13 900		34,156 86	1,288 14	35,445 00
Morgan Stanley Grp Inc	600 000	38 800		17,829 51	5,450 49	23,280 00
TOTAL StkUS Financial				96,154.41	34,003.16	130,157.57
StkUS Healthcare						
Aetna Inc	525 000	88 830		25,153 26	21,482 49	46,635 75
Mylan Inc	700 000	56 370		30,413 28	9,045 72	39,459 00
Pfizer Inc	1,350 000	31 150		39,936 50	2,116 00	42,052 50
Thermo Fisher Scientific	180 000	125 290		10,465 44	12,086 76	22,552 20
Zimmer Hldgs Inc	305 000	113 420		20,185 03	14,408 07	34,593 10
TOTAL StkUS Healthcare				126,153.51	59,139.04	185,292.55

Line 106(11)

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Portfolio Value - 990-PF - As of 12/31/2014
As of 12/31/2014

Security	Shares	Quote/Price	est	Cost Basis	Gain/Loss	Balance
StkUS Industria						
Cummins Inc	70 000	144 170		9,073 41	1,018 49	10,091 90
Illinois Tool Works Inc	170 000	94 700		11,919 46	4,179 54	16,099 00
Kirby Corp	150 000	80 740		17,500 99	-5,389 99	12,111 00
Nielsen Holdings N V EUR	290 000	44 730		9,987 35	2,984 35	12,971 70
Raytheon Co	375 000	108 170		36,195 40	4,368 35	40,563 75
Union Pacific Corp	290 000	119 130		22,823 55	11,724 15	34,547 70
United Rentals Inc	175 000	102 010		16,594 55	1,257 20	17,851 75
TOTAL StkUS Industria				124,094.71	20,142.09	144,236.80
StkUS Info tech						
Apple Inc	455 000	110 380		31,380 51	18,842 39	50,222 90
Avago Technologies	210 000	100 590		7,472 45	13,651 45	21,123 90
Corning Inc	354 000	22 930		2,165 00	5,952 22	8,117 22
NXP Semiconductors NV	325 000	76 400		19,579 26	5,250 74	24,830 00
Qualcomm Inc	390 000	74 330		25,382 79	3,605 91	28,988 70
Teradata Corp	625 000	43 680		26,828 22	471 78	27,300 00
TOTAL StkUS Info tech				112,808.23	47,774.49	160,582.72
StkUS Utilities						
American Water Works Co	725 000	53 300		29,496 36	9,146 14	38,642 50
TOTAL StkUS Utilities				29,496.36	9,146.14	38,642.50
TOTAL Investments				8,192,438.18	638,529.41	8,830,967.59

Line 106 (16)

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