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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 separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2014**Open to Public Inspection**

For calendar year 2014 or tax year beginning

01/02, 2014, and ending

12/31, 2014

Name of foundation SUNRISE FOUNDATION		A Employer identification number 36-7634806						
Number and street (or P O box number if mail is not delivered to street address) C/O KATHLEEN KINNE, 200 BELLEVUE PARKWAY		B Telephone number (see instructions) (302) 793-3277						
City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19809		C If exemption application is pending, check here ☐						
G Check all that apply. <table border="0"> <tr> <td>☒ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☒ 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 ☐
☒ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
H Check type of organization ☒ Section 501(c)(3) exempt private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐						
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐						
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 416,744,479.								
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)
1 Contributions, gifts, grants, etc., received (attach schedule)		425,583,885.			
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		6,721,145.	6,721,145.		ATCH 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,040,200.			
b Gross sales price for all assets on line 6a		128,186,522.			
7 Capital gain net income (from Part IV, line 2)			2,040,200.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH 2		27.	50,362.		
12 Total. Add lines 1 through 11		434,345,257.	8,811,707.		
13 Compensation of officers, directors, trustees, etc.		183,333.	91,667.		91,666.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule) ATCH 3		11,128.			11,128.
b Accounting fees (attach schedule) ATCH 4		2,950.			2,950.
c Other professional fees (attach schedule) ATCH 5		676,601.	675,936.		665.
17 Interest		137,413.	137,413.		
18 Taxes (attach schedule) (see instructions) ATCH 6		276,494.	124,494.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 7		1,133.	283.		850.
24 Total operating and administrative expenses. Add lines 13 through 23.		1,289,052.	1,029,793.		107,259.
25 Contributions, gifts, grants paid		22,875,000.			22,875,000.
26 Total expenses and disbursements. Add lines 24 and 25		24,164,052.	1,029,793.	0	22,982,259.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		410,181,205.			
b Net investment income (if negative, enter -0-)			7,781,914.		
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			31,139,957.	31,139,957.
	2	Savings and temporary cash investments				
	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				
	10a	Investments - U.S. and state government obligations (attach schedule) [8]			31,021,979.	31,021,979.
	b	Investments - corporate stock (attach schedule) ATCH 9			123,109,933.	123,109,933.
	c	Investments - corporate bonds (attach schedule) ATCH 10			33,335,676.	33,335,676.
	11	Investments - land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) ATCH 11			197,518,331.	197,518,331.	
14	Land, buildings, and equipment basis					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶ ATCH 12)			618,603.	618,603.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		0	416,744,479.	416,744,479.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons .				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here, ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted			416,744,479.	
	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 . .				
	30	Total net assets or fund balances (see instructions)		0	416,744,479.	
31	Total liabilities and net assets/fund balances (see instructions)		0	416,744,479.		

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	
2	Enter amount from Part I, line 27a	2	410,181,205.
3	Other increases not included in line 2 (itemize) ▶ ATCH 13	3	6,563,274.
4	Add lines 1, 2, and 3	4	416,744,479.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	416,744,479.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	2,040,200.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

NOT AVAILABLE FOR INITIAL YEAR RETURNS

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☐ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013			
2012			
2011			
2010			
2009			
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	155,638.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		
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	155,638.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	155,638.
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	152,000.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	70,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	222,000.
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	328.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	66,034.
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ☒ 66,034. Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ DE, _____		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses ☐ ATCH. 14	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) ATCH 15	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of GOLDMAN SACHS TRUST CO Telephone no 302-793-3277			
	Located at 200 BELLEVUE PARKWAY, SUITE 250 WILMINGTON, DE ZIP+4 19809			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 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 the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country X			

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes	☐ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here 15		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	☐ Yes	☒ No
If "Yes," list the years 15		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 15		
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	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No

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

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

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

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

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b** N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 16		183,333.	0	0

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 17		675,936.

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 N/A	
2	
3	
4	

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

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

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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	274,782,135.
b	Average of monthly cash balances	1b	50,653,191.
c	Fair market value of all other assets (see instructions).	1c	48,578,864.
d	Total (add lines 1a, b, and c)	1d	374,014,190.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	374,014,190.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	5,610,213.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	368,403,977.
6	Minimum investment return. Enter 5% of line 5	6	18,420,199.

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	18,420,199.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	155,638.
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b	2c	155,638.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	18,264,561.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	18,264,561.
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	18,264,561.

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	22,982,259.
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	22,982,259.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	22,982,259.

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				18,264,561.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only				
b Total for prior years 20 <u>12</u> , 20 <u>11</u> , 20 <u>10</u>				
3 Excess distributions carryover, if any, to 2014.				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e				
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>22,982,259.</u>				
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)				
d Applied to 2014 distributable amount				18,264,561.
e Remaining amount distributed out of corpus	4,717,698.			
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	4,717,698.			
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				
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	4,717,698.			
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014	4,717,698.			

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

N/A

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

N/A

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

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

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

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 ATCH 18				
Total				3a 22,875,000.
b Approved for future payment				
Total				3b

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

OMB No 1545-0047

2014▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.**Name of the organization****Employer identification number**

SUNRISE FOUNDATION

36-7634806

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 foundationCheck 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 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 33 1/3 % 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 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 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization **SUNRISE FOUNDATION**Employer identification number
36-7634806**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	STRYDER TRUST 11444 WEST OLYMPIC BLVD, 11TH FLOOR LOS ANGELES, CA 90064	\$ 284,840,952.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	STRYDER TRUST 11444 WEST OLYMPIC BLVD, 11TH FLOOR LOS ANGELES, CA 90064	\$ 140,742,933.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number

36-7634806

Part II

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u> 2 </u>	ARISTOTLE LCG; CAMBIAR SCG; RBC GAM-US DELAWARE LCG; GSAM CORE FI; GS: EQ & FI GS-INDEX ORIENTED; GSAM ENH DIV S&P 500 GSAM ENH DIV EAFE	\$ 140,742,933.	VAR
(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 SUNRISE FOUNDATION

Employer identification number

36-7634806

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
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
25287422.		GSAM: ENH DIV (S&P 500) FUND PROPERTY TYPE: SECURITIES 23864385.				VAR 1,423,037.	VAR
1,608,157.		ARISTOTLE: LARGE CAP GROWTH PROPERTY TYPE: SECURITIES 1,424,148.				VAR 184,009.	VAR
4,274,791.		CAMBIAR: SMALL CAP GROWTH PROPERTY TYPE: SECURITIES 4,298,819.				VAR -24,028.	VAR
3,457,250.		DELAWARE: LARGE CAP GROWTH PROPERTY TYPE: SECURITIES 3,394,873.				VAR 62,377.	VAR
59797759.		GSAM: CORE FIXED INCOME PROPERTY TYPE: SECURITIES 59927745.				VAR -129,986.	VAR
9,216,097.		GSAM: ENH DIV (EAFE) FUND PROPERTY TYPE: SECURITIES 9,330,472.				VAR -114,375.	VAR
3,274,466.		GS: INDEX ORIENTED STRATEGY PROPERTY TYPE: SECURITIES 3,314,814.				VAR -40,348.	VAR
2,036,442.		RBC GAM-US PROPERTY TYPE: SECURITIES 1,841,066.				VAR 195,376.	VAR
18994185.		GS: TACTICAL TILT IMPLEM. FUND PROPERTY TYPE: SECURITIES 18750000.				VAR 244,185.	VAR
239,953.		GS: EQUITY & FI- CAP GAIN DIST PROPERTY TYPE: SECURITIES				VAR 239,953.	VAR
TOTAL GAIN (LOSS)						<u>2,040,200.</u>	

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDEND INCOME	5,775,809.	5,775,809.
INTEREST INCOME	945,336.	945,336.
TOTAL	<u>6,721,145.</u>	<u>6,721,145.</u>

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MISCELLANEOUS INCOME	27.	27.
SUBPART F INCOME		50,335.
TOTALS	27.	50,362.

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
REED SMITH LLP	10,114.			10,114.
OKGM, PC	1,014.			1,014.
TOTALS	<u>11,128.</u>			<u>11,128.</u>

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
HOLTHHOUSE, CARLIN & VAN TRIGT LLP	2,950.			2,950.
TOTALS	<u>2,950.</u>			<u>2,950.</u>

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT MANAGEMENT FEES	675,936.	675,936.	
CONSULTANT FEES	665.		665.
TOTALS	<u>676,601.</u>	<u>675,936.</u>	<u>665.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FEDERAL EXCISE TAXES	152,000.	
FOREIGN TAXES WITHHELD	124,494.	124,494.
TOTALS	<u>276,494.</u>	<u>124,494.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
EXEMPTION APP. FILING FEES	850.		850.
MISC EXPENSE	283.	283.	
TOTALS	1,133.	283.	850.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

<u>ATTACHMENT 8</u>		
<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
US TREASURY BONDS	31,021,979.	31,021,979.
US OBLIGATIONS TOTAL	<u>31,021,979.</u>	<u>31,021,979.</u>

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
<u>ARISTOTLE: LARGE CAP GROWTH</u>		
ABBVIE INC. CMN	418,816	418,816
ADOBE SYSTEMS INC CMN	421,660	421,660
.AES CORP. CMN	276,777	276,777
BANCO SANTANDER, S.A. SPON ADR	368,136	368,136
BANK OF AMERICA CORP CMN	420,415	420,415
COTY, INC. CMN CLASS A	314,032	314,032
DEERE & COMPANY CMN	265,410	265,410
DIAGEO PLC SPON ADR (NEW) SPONSORED ADR CMN	330,861	330,861
DOW CHEMICAL CO CMN	355,758	355,758
EBAY INC. CMN	437,736	437,736
ECOLAB INC CMN	365,820	365,820
EMC CORPORATION MASS CMN	377,698	377,698
FIRST REPUBLIC BANK CMN SERIES	297,084	297,084
GENERAL DYNAMICS CORP. CMN	426,622	426,622
GENERAL ELECTRIC CO CMN	338,618	338,618
GENERAL MILLS INC CMN	298,648	298,648
GS FINANCIAL SQUARE MONEY MARKET FUND - FST SHARES	731,102	731,102
HALLIBURTON COMPANY CMN	361,836	361,836
HOSPIRA, INC. CMN	382,690	382,690
ILLINOIS TOOL WORKS CMN	359,860	359,860
ITC HOLDINGS CORP. CMN	424,515	424,515
JPMORGAN CHASE & CO CMN	406,770	406,770
LENNAR CORPORATION CMN CLASS A	425,695	425,695
M&T BANK CORPORATION CMN	314,050	314,050
MARTIN MARIETTA MATERIALS, INC CMN	312,206	312,206
MEDTRONIC, INC. CMN	436,810	436,810
MICROSOFT CORPORATION CMN	422,695	422,695
MITSUBISHI UFJ FINL GROUP, INC SPONSORED ADR CMN	254,380	254,380
MONDELEZ INTERNATIONAL, INC. CMN	336,733	336,733
ORACLE CORPORATION CMN	373,251	373,251
OSHKOSH CORPORATION CMN	316,225	316,225
PHILLIPS 66 CMN	408,690	408,690
PIONEER NATURAL RESOURCES CO CMN	312,585	312,585

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TE CONNECTIVITY LTD CMN	468,050	468,050
TEXAS INSTRUMENTS INC. CMN	363,562	363,562
THE HERSHEY COMPANY CMN	259,825	259,825
THE HOME DEPOT, INC. CMN	493,359	493,359
TIME WARNER INC. CMN	521,062	521,062
UNILEVER N.V. NY SHS (NEW) ADR CMN	355,264	355,264
WALGREENS BOOTS ALLIANCE, INC. CMN	472,440	472,440
ARISTOTLE TOTAL	15,227,746	15,227,746

CAMBIAR: SMALL CAP GROWTH

ACTUANT CORP CMN CLASS A	155,050	155,050
ADTRAN INC CMN	127,661	127,661
AIRCASTE LIMITED CMN	169,785	169,785
ATLAS AIR WORLDWIDE HOLDINGS CMN	134,392	134,392
AVG TECHNOLOGIES N.V. CMN	132,969	132,969
BANKUNITED INC CMN	162,811	162,811
BBCN BANCORP INC CMN	135,028	135,028
BEACON ROOFING SUPPLY, INC. CMN	169,052	169,052
BRINK'S COMPANY (THE) CMN	143,067	143,067
BUCKLE INC COM CMN	174,471	174,471
CARDTRONICS, INC CMN	167,553	167,553
CATHAY GENERAL BANCORP CMN	170,736	170,736
DARLING INGREDIENTS INC CMN	161,224	161,224
DELEK US HLDGS INC CMN	167,936	167,936
DIEBOLD INCORPORATED CMN	163,501	163,501
ENERSYS CMN	169,421	169,421
EVERTEC INC CMN	167,768	167,768
EXELIS INC. CMN	167,149	167,149
EXPRESS, INC. CMN	128,449	128,449
FINISH LINE INC CL-A CMN CLASS A	131,250	131,250
FORUM ENERGY TECHNOLOGIES INC CMN	152,448	152,448
GENERAC HOLDINGS INC. CMN	165,156	165,156
GENESCO INC. CMN	159,140	159,140
GREEN DOT CORPORATION CMN CLASS A	155,048	155,048

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GROUP 1 AUTOMOTIVE, INC. CMN	167,858	167,858
GS FINANCIAL SQUARE MONEY MARKET FUND - FST SHARES	846,100	846,100
HAEMONETICS CORP CMN	176,211	176,211
HOME LOAN SERVICING SOLUTIONS, CMN	160,025	160,025
INTEGRA LIFESCIENCES HOLDING CORPORATION	145,065	145,065
JDS UNIPHASE CORPORATION CMN	173,640	173,640
KAISER ALUMINUM CORPORATION CMN	160,575	160,575
LA QUINTA HOLDINGS INC. CMN	164,259	164,259
MAGELLAN HEALTH , INC. CMN	159,260	159,260
MENTOR GRAPHICS CORP CMN	165,496	165,496
MICROSEMI CORP CL A CMN	178,028	178,028
OFFICE DEPOT INC CMN	174,724	174,724
ORBITZ WORLDWIDE, INC. CMN	134,141	134,141
PROASSURANCE CORP CMN	156,490	156,490
QUALITY SYSTEMS INC CMN	136,225	136,225
REGAL BELOIT CORP CMN	170,403	170,403
SCHOLASTIC CORPORATION CMN	133,516	133,516
SOTHEYBY'S CMN CLASS A	182,997	182,997
TCF FINANCIAL CORP MINN	174,329	174,329
TELEPHONE AND DATA SYS INC CMN	168,670	168,670
TETRA TECH INC (NEW) CMN	166,421	166,421
THE SCOTTS MIRACLE GRO CO CLASS A	166,581	166,581
THIRD POINT REINSURANCE LTD CMN	124,744	124,744
TIVO INC CMN	159,710	159,710
UMPQUA HLDGS CORP CMN	166,766	166,766
WELLCARE HEALTH PLANS INC CMN	179,137	179,137
TOTAL CAMBIAR	8,622,436	8,622,436
DELAWARE		
ADOBE SYSTEMS INC CMN	300,033	300,033
ALLERGAN, INC. CMN	914,562	914,562
BAIDU, INC. SPONSORED ADR CMN	463,691	463,691
CELGENE CORPORATION CMN	875,305	875,305
CROWN CASTLE INTL CORP CMN	744,109	744,109

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DISCOVERY COMMUNICATIONS, INC. CMN	408,821	408,821
EBAY INC. CMN	769,854	769,854
ELECTRONIC ARTS CMN	339,918	339,918
EOG RESOURCES INC CMN	707,834	707,834
EQUINIX, INC. REIT	638,925	638,925
GOOGLE INC. CMN CLASS A	355,012	355,012
GOOGLE INC. CMN CLASS C	356,373	356,373
GS FINANCIAL SQUARE MONEY MARKET FUND - FST SHARES	223,149	223,149
INTERCONTINENTAL EXCHANGE INC CMN	463,140	463,140
INTUIT INC CMN	431,173	431,173
KINDER MORGAN INC CMN CLASS P	302,432	302,432
L BRANDS, INC. CMN	531,244	531,244
LIBERTY INTRACTIVE CORP QVC GRP INTERACTIVE CMN CLASS A	627,352	627,352
MASTERCARD INCORPORATED CMN CLASS A	664,207	664,207
MICROSOFT CORPORATION CMN	751,979	751,979
NIKE CLASS-B CMN CLASS B	342,102	342,102
NOVO-NORDISK A/S ADR ADR CMN	354,557	354,557
PERRIGO CO PLC CMN	279,492	279,492
PRICELINE GROUP INC/THE CMN	612,293	612,293
QUALCOMM INC CMN	749,915	749,915
SALLY BEAUTY HOLDINGS, INC. CMN	258,124	258,124
THE WILLIAMS COMPANIES, INC. CMN	462,028	462,028
VISA INC. CMN CLASS A	765,100	765,100
WALGREENS BOOTS ALLIANCE, INC. CMN	819,836	819,836
YELP INC. CMN	124,565	124,565
TOTAL DELAWARE	15,637,125	15,637,125

RBC GAM-US: SMALL CAP CORE

ACCO BRANDS CORPORATION CMN	136,240	136,240
AMERISAFE, INC CMN	151,734	151,734
ANALOGIC CORP (NEW) CMN	62,696	62,696
ASTRONICS CORP CMN	207,247	207,247
AZZ INC CMN	218,506	218,506
BANCFIRST CORP CMN	37,020	37,020

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING	ENDING
	BOOK VALUE	FMV
BIO REFERENCE LABORATORIES INC CMN	120,777	120,777
BIOSCRIP, INC. CMN	102,404	102,404
CHEMICAL FINL CORP CMN	53,681	53,681
COLUMBUS MCKINNON CORP CMN	207,636	207,636
COMMUNITY BANK SYSTEMS INC CMN	75,802	75,802
CORE-MARK HOLDING COMPANY, INC CMN	77,165	77,165
DESTINATION MATERNITY CORPORAT CMN	35,696	35,696
DESTINATION XL GROUP, INC. CMN	127,114	127,114
DREW INDUSTRIES INC NEW CMN	142,281	142,281
DUCOMMUN INC DEL CMN	76,851	76,851
ENERSYS CMN	236,943	236,943
FOX FACTORY HOLDING CORP. CMN	104,310	104,310
FUTUREFUEL CORP. CMN	70,009	70,009
FXCM INC. CMN CLASS A	82,635	82,635
GEOSPACE TECHNOLOGIES CORP CMN	26,580	26,580
GLATFELTER CMN	90,646	90,646
GP STRATEGIES CORP CMN	146,069	146,069
GRAHAM CORP (DEL) CMN	25,778	25,778
GRAMERCY PROPERTY TRUST INC CMN	114,547	114,547
GRAND CANYON EDUCATION, INC. CMN	158,131	158,131
GREENBRIER COMPANIES INC CMN	190,527	190,527
GS FINANCIAL SQUARE MONEY MARKET FUND - FST SHARES	353,564	353,564
GULFPORT ENERGY CORP (NEW) CMN	128,517	128,517
HANGER INC CMN	31,580	31,580
HELEN OF TROY LTD (NEW) CMN	169,286	169,286
HILLENBRAND, INC. CMN	104,225	104,225
INSTEEL INDUSTRIES INC CMN	98,329	98,329
INTERACTIVE INTELLIGENCE INC CMN	168,848	168,848
INTERDIGITAL INC CMN	131,933	131,933
INTERFACE INC. CMN CLASS	92,677	92,677
INVENSENSE INC CMN	27,252	27,252
KEYW HOLDING CORP CMN	48,952	48,952
KOPPERS HOLDINGS INC. CMN	71,887	71,887
LACLEDE GROUP, INC. (THE) CMN	132,681	132,681

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING	
	BOOK VALUE	FMV
LANDEC CORP CMN	50,572	50,572
LASALLE HOTEL PROPERTIES CMN	146,663	146,663
LIBBEY INC. CMN	192,318	192,318
MALIBU BOATS INC CMN	67,927	67,927
MASIMO CORPORATION CMN	89,793	89,793
MISTRAS GROUP, INC. CMN	33,544	33,544
NIC INC CMN	95,347	95,347
OLD DOMINION FGHT LINES INC CMN	146,662	146,662
OMNOVA SOLUTIONS INC CMN	102,499	102,499
PATRICK INDS INC CMN	140,296	140,296
PERFORMANCE SPORTS GROUP LTD CMN	93,566	93,566
PRIMORIS SERVICES CORPORATION CMN	113,690	113,690
PROASSURANCE CORP CMN	126,691	126,691
RING ENERGY, INC. CMN	130,799	130,799
RSP PERMIAN INC CMN	111,194	111,194
SAFEGUARD SCIENTIFICS INC CMN	98,466	98,466
SMITH & WESSON HOLDING CORP CMN	108,100	108,100
SODASTREAM INTERNATIONAL LTD. CMN	22,695	22,695
STEVEN MADDEN LTD CMN	112,901	112,901
SUN HYDRAULICS INC CMN	91,283	91,283
SYNAPTICS, INC. CMN	261,592	261,592
SYNCHRONOSS TECHNOLOGIES INC. CMN	235,421	235,421
TAKE TWO INTERACTIVE SOFTWARE INC	177,458	177,458
TESSCO TECHNOLOGIES INC CMN	116,406	116,406
TYLER TECHNOLOGIES INC CMN	292,095	292,095
U.S. PHYSICAL THERAPY, INC. CMN	116,859	116,859
UNIVERSAL ELECTRS INC CMN	442,724	442,724
UNIVERSAL STAINLESS & ALLOY CMN	78,845	78,845
VERA BRADLEY, INC. CMN	50,033	50,033
WABTEC CORP CMN	132,073	132,073
WEST PHARMACEUTICAL SERVICES INC	243,679	243,679
ZAGG INCORPORATED CMN	86,735	86,735
TOTAL	8,947,678	8,947,678

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GSAM: ENHANCED DIVIDEND (EAFE)		
ABB LTD RG SHS CHF 2.5 VAL 384.662	96,408	96,408
ABERDEEN ASSET MGMT PLC ORD 10P SHS	29,748	29,748
ABERTIS INFRAESTRUCTURAS SA EUR3.00	76,951	76,951
ADIDAS AG CMN	68,809	68,809
ADVANTEST CORP CMN	34,040	34,040
AEON FINANCIAL SERVICE ORD CMN	66,138	66,138
AIA GROUP LIMITED CMN	25,594	25,594
AIRBUS GROUP SE CMN	7,555	7,555
ALFRESA HOLDINGS CMN	23,146	23,146
ALLIANZ SE NPV	44,537	44,537
ALS LIMITED ORDINARY FULLY PAID ORDINARY FULLY PAID	158,831	158,831
AMADA LTD CMN	12,979	12,979
AMADEUS IT HOLDING SA CMN	44,393	44,393
ANGLO AMERICAN PLC CMN	87,734	87,734
ANHEUSER-BUSCH INBEV S.A. CMN	194,873	194,873
AOZORA BANK, LTD. CMN	81,135	81,135
ARKEMA FRANCE CMN	7,263	7,263
ARM HOLDINGS PLC GBP0.0005	43,450	43,450
ASAHI GLASS CO LTD CMN	29,487	29,487
ASTELLAS PHARMA INC. CMN	7,036	7,036
ASTRAZENECA PLC ORD CMN	135,767	135,767
AUCKLAND INTERNATIONAL AIRPORT CMN	128,812	128,812
AUSTRALIA & NEW ZEALAND BK CMN ORDINARY FULLY PAID	131,864	131,864
AUSTRALIAN DOLLAR	28,555	28,555
AXA CMN	18,798	18,798
BAE SYSTEMS PLC CMN	195,069	195,069
BANCO BILBAO VIZCAYA ARGENTARIA, SOCIEDAD ANONIMA	200,990	200,990
BANCO SANTANDER S.A. CMN	480,718	480,718
BARCLAYS PLC ORD 25P CMN	152,594	152,594
BASF SE CMN	297,864	297,864
BAYER AG CMN	183,615	183,615
BEZEQ, THE ISRAEL TELECOMMUNICATION CORP LTD ILS1.00	22,667	22,667
BHP BILLITON LIMITED CMN ORDINARY FULLY PAID	210,489	210,489

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING	
	BOOK VALUE	FMV
BHP BILLITON PLC ORD 0.50	107,531	107,531
BMW PREF NPV PFD TAXBL	135,761	135,761
BMW-BAYERISCHE MOTOREN WERKE AG EUR1.0	103,943	103,943
BNP PARIBAS EUR4.00	151,861	151,861
BOUYGUES S.A. (ORD) EUR10.00	248,072	248,072
BP P.L.C. SPONSORED ADR CMN	332,521	332,521
BRIDGESTONE CORP CMN	56,057	56,057
BRITISH AMERICAN TOBACCO ORD GBP0.25	275,088	275,088
CANON INC CMN	253,150	253,150
CAP GEMINI EUR8.00	23,389	23,389
CAPITA PLC CMN	8,690	8,690
CASINO GUICHARD-PERRACHON GUICHARD PERRACHON ET CIE ETABLISSEMENTS	100,743	100,743
CASIO COMPUTER CO., LTD. CMN	10,869	10,869
CHUGOKU ELECTRIC POWER COMPANY ORD CMN	142,378	142,378
COBHAM PLC CMN	42,009	42,009
COCA COLA AMATIL LTD ORD(AUD) CMN ORDINARY FULLY PAID	159,134	159,134
COCHLEAR LIMITED CMN ORDINARY FULLY PAID	5,392	5,392
COLOPLAST A/S CMN	97,839	97,839
COMPAGNIE DE ST-GOBAIN EUR 4.00	44,714	44,714
COMPUTERSHARE LIMITED CMN ORDINARY FULLY PAID	44,808	44,808
CORIO N.V. CMN	91,189	91,189
CREDIT AGRICOLE SA CMN	17,823	17,823
CREDIT SUISSE GROUP RG SHS(NOM CHF 1) VAL 1213.853	7,872	7,872
CRH PLC ORD SHS CMN	22,034	22,034
DAIHATSU MOTOR ORD CMN	19,762	19,762
DAIKIN INDUSTRIES CMN	13,033	13,033
DAIMLER AG CMN	390,868	390,868
DAITO TRUST CONSTRUCTION CO., CMN	45,724	45,724
DAIWA HOUSE INDUSTRY CMN	45,917	45,917
DAIWA SECURITIES CMN	229,290	229,290
DANISH KRONER	4,551	4,551
DANONE EUR 0.5	57,513	57,513
DELEK GROUP LTD ISRAEL CMN	7,311	7,311
DELTA LLOYD NV CMN	181,672	181,672

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING	
	BOOK VALUE	FMV
DENA CMN	8,446	8,446
DENSO CORP. CMN	66,023	66,023
DEUTSCHE BANK REG SHS CMN	127,932	127,932
DEUTSCHE BOERSE AG CMN -	131,838	131,838
DEUTSCHE LUFTHANSA AG REGD NPV	28,379	28,379
DEUTSCHE POST AG CMN	154,841	154,841
DEUTSCHE TELEKOM AG CMN	6,332	6,332
DIAGEO PLC ORD GBP0.28935	65,400	65,400
EASYJET PLC CMN	17,338	17,338
EDENRED CMN	18,081	18,081
EISAI CO., LTD. CMN	62,371	62,371
ELECTRIC POWER DEVELOPMENT ORD CMN	20,426	20,426
ELECTROLUX-B SHS (AKTIEBOLAGET SEK25	13,021	13,021
ELISA OYJ CMN CLASS A	94,761	94,761
ENGIE CMN CLASS .	293,128	293,128
ENI ORDINARY SHARES CMN	219,518	219,518
ERICSSON (LM) TELEFON- AKTIEBOLAGET SEK 2.50 SER 'B'	104,284	104,284
EURO	14,307	14,307
FANUC CORP. CMN	49,925	49,925
FAST RETAILING CO LTD CMN	36,746	36,746
FERROVIAL S.A. CMN	64,467	64,467
FLETCHER BUILDING LIMITED (NZ) CMN	6,057	6,057
FRIENDS LIFE GROUP LTD CMN	286,942	286,942
FUJI HEAVY INDS LTD. CMN	121,986	121,986
G4S PLC CMN	120,337	120,337
GIVAUDAN RG SHS (NOM CHF 10)	200,228	200,228
GUENSIDIGE FORSIKRING ASA CMN	55,806	55,806
GLAXOSMITHKLINE PLC SPONSORED ADR CMN	473,773	473,773
GLENCORE PLC CMN	13,472	13,472
GS FINANCIAL SQUARE MONEY MARKET FUND - FST SHARES	6,849	6,849
HANG SENG BANK (ORD) CMN	58,309	58,309
HENNES & MAURITZ AB SEK0.25	140,940	140,940
HERMES INTERNATIONAL EUR 1.52449	7,847	7,847
HINO MOTORS LTD CMN	44,138	44,138

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING	
	BOOK VALUE	FMV
HITACHI CONSTRUCTION MACHINE CMN	19,284	19,284
HITACHI LTD. CMN	52,607	52,607
HKT TRUST AND HKT LTD CMN	35,163	35,163
HOKURIKU ELEC POWER CMN	30,839	30,839
HONDA MOTOR CO., LTD. CMN	94,145	94,145
HONG KONG DOLLAR	4,643	4,643
HONG KONG EXCHANGES & CLEAR CMN	35,424	35,424
HOYA CORP CMN	75,353	75,353
HSBC HOLDINGS PLC CMN	540,632	540,632
HUGO BOSS AG CMN	53,034	53,034
HUTCHISON PORT HOLDINGS TRUST CMN	35,190	35,190
ICAP PLC CMN	153,287	153,287
IHI CORPORATION CMN	10,296	10,296
IIDA GROUP HOLDINGS CO., LTD CMN	7,399	7,399
IMPERIAL TOBACCO GROUP PLC GBP0.10	240,838	240,838
INDIVIOR PLC CMN	466	466
INSURANCE AUSTRALIA GROUP LIMI CMN ORDINARY FULLY PAID	233,489	233,489
INTESA SANPAOLO COMMON STOCK 0.52 EUR	27,892	27,892
INTU PROPERTIES PLC CMN GBP0.50	39,182	39,182
ISRAEL SHEKEL	3,308	3,308
ISUZU MOTORS LTD CMN	43,265	43,265
ITOCHU CORPORATION CMN	117,504	117,504
JAPAN AIRLINES LTD CMN	45,056	45,056
JAPAN EXCHANGE GROUP CMN	33,128	33,128
JAPAN TOBACCO INC. CMN	138,840	138,840
JAPANESE YEN	4,421	4,421
JERONIMO MARTINS ESTAB CMN EUR5.00	12,081	12,081
JFE HOLDINGS, INC. CMN	11,247	11,247
JSR CMN	15,590	15,590
KAO CORP LTD CMN	83,352	83,352
KAWASAKI HEAVY INDUSTRIES LTD ORD CMN	18,456	18,456
KDDI CORPORATION CMN	50,977	50,977
KEPPEL CORPORATION LIMITED CMN	207,283	207,283
KERING EUR4.00	90,122	90,122

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
KINTETSU CORP CMN	19,875	19,875
KIRIN HOLDINGS COMPANY, LTD CMN	58,706	58,706
KOBE STEEL CMN	41,852	41,852
KOMATSU LTD. CMN	44,789	44,789
KONINKLIJKE DSM N.V. CMN EUR1.5	31,922	31,922
KONINKLIJKE PHILIPS ELECTRONICS NV EURO.20	82,311	82,311
KUBOTA CORP CMN	14,693	14,693
KUEHNE & NAGEL INTL AG NOM CHF 5	71,054	71,054
KURARAY CMN	10,348	10,348
L'OREAL CMN	69,607	69,607
LAGARDERE EUR6.10	294,766	294,766
LAWSON INC CMN	103,404	103,404
LEGAL & GENERAL GROUP ORD GBP0.025	34,458	34,458
LI & FUNG (ORD) CMN	28,084	28,084
LIXIL GROUP CMN	38,358	38,358
LMVH MOET-HENNESSY LOUIS VUITTON SE FF10	73,285	73,285
MAKITA CORP CMN	4,572	4,572
MAN SE NPV	23,751	23,751
MARKS AND SPENCER GROUP P.L.C. CMN SERIES NEW ORD	160,330	160,330
MARUBENI CORPORATION CMN	131,214	131,214
MARUI GROUP CO LTD CMN	26,471	26,471
METSO OYJ CMN	17,445	17,445
MITSUBISHI CHEMICAL HOLDINGS CMN	26,025	26,025
MITSUBISHI CORP. CMN	83,242	83,242
MITSUBISHI ELEC CORP CMN	48,260	48,260
MITSUBISHI ESTATE CMN	42,645	42,645
MITSUBISHI GAS CHEMICAL CMN	15,194	15,194
MITSUBISHI UFJ FINANCIAL GROUP CMN	151,363	151,363
MITSUMI & CO LTD CMN	81,177	81,177
MITSUMI FUDOSAN CO., LTD. CMN	27,159	27,159
MIZUHO FINANCIAL GROUP CMN	137,197	137,197
MS&AD INSURANCE GROUP HOLDINGS CMN	12,017	12,017
MTR CORP LTD CMN	80,139	80,139
MURATA MFG. CO., LTD. CMN	66,333	66,333

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
NATIONAL AUSTRALIA BK -ORD CMN ORDINARY FULLY PAID	216,472	216,472
NATIXIS EUR1.6 CMN	36,719	36,719
NESTLE S.A. CMN	519,908	519,908
NEW WORLD DEVELOPMENT LTD CMN	47,158	47,158
NEW ZEALAND DOLLAR	5,388	5,388
NICE SYSTEMS LTD 1 ADR REPRESENTS 1 ORD SH	15,398	15,398
NIDEC CORPORATION CMN	13,101	13,101
NIPPON ELEC GLASS CO LTD	9,095	9,095
NIPPON EXPRESS CO LTD CMN	10,246	10,246
NITTO DENKO CMN	33,907	33,907
NOKIA OYJ SERIES A EURO.06	22,755	22,755
NOKIAN RENKAA (NOKIAN TYRES) CMN	54,720	54,720
NORDEA BANK AB SEK3.50	77,727	77,727
NORWEGIAN KRONE	4,368	4,368
NOVARTIS AG SHS RG SHS (NOM CHF .5) VAL 1200.526	469,842	469,842
NOVO NORDISK A/S CMN	147,635	147,635
NSK LTD CMN	36,095	36,095
NTT DOCOMO, INC. CMN	103,263	103,263
NTT URBAN DEVELOPMENT CMN	10,204	10,204
OJI HOLDINGS CORPORATION CMN	7,226	7,226
OMRON CORPORATION CMN	50,021	50,021
ORANGE EUR 4.00	23,318	23,318
ORICA LIMITED CMN ORDINARY FULLY PAID	93,248	93,248
ORION OYJ CMN CLASS ..	120,789	120,789
ORKLA ASA CMN	63,545	63,545
PANASONIC CMN.	30,957	30,957
PANDORA A/S CMN	9,265	9,265
PARTNERS GROUP AG CMN	49,222	49,222
PEARSON PLC (ORD) CMN	93,548	93,548
PERSIMMON PLC-ORD GBP0.10	122,157	122,157
POWER ASSETS HOLDINGS LTD CMN	97,031	97,031
PROSIEBENSAT.1 MEDIA AG CMN	79,015	79,015
PROXIMUS CMN	284,755	284,755
PRUDENTIAL PUBLIC LIMITED COMP CMN	26,940	26,940

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
RAIFFEISEN BANK INTERNATIONAL CMN	85,659	85,659
RANDSTAD HOLDING N.V. NLG0.20 CMN	21,666	21,666
RECKITT BENCKISER GROUP PLC CMN	16,233	16,233
RELX NV CMN	64,068	64,068
RESONA HOLDINGS, INC. CMN	31,144	31,144
REXEL S.A CMN	139,443	139,443
RICOH CO.,LTD. CMN	20,509	20,509
RIO TINTO LIMITED CMN-AU ORDINARY FULLY PAID	44,702	44,702
RIO TINTO PLC ORD 10P (REG)	136,286	136,286
ROCHE HOLDING AG GENUSSSCHEINE (PTG CERTS) NPV	322,855	322,855
ROYAL DUTCH SHELL PLC CMN CLASS A	1,845	1,845
ROYAL DUTCH SHELL PLC CMN CLASS A SERIES EUR	264,985	264,985
ROYAL DUTCH SHELL PLC CMN CLASS B	191,717	191,717
RTL GROUP S.A. CMN	22,412	22,412
SANDS CHINA LTD. CMN	49,192	49,192
SANDVIK AB CMN	110,924	110,924
SANKYO CO., LTD.	48,477	48,477
SANOFI CMN	246,247	246,247
SANRIO CO LTD	20,025	20,025
SAP SE NPV	128,361	128,361
SBI HOLDINGS, INC. CMN	24,340	24,340
SCENTRE GROUP CMN STAPLED SECURITIES	103,104	103,104
SEADRILL LTD. CMN	144,969	144,969
SEGA SAMMY HOLDINGS INC CMN	16,878	16,878
SEGO PUBLIC LIMITED COMPANY CMN	5,625	5,625
SEIKO EPSON CMN	12,741	12,741
SEKISUI CHEMICAL CO., LTD. CMN	12,140	12,140
SEKISUI HOUSE, LTD. CMN	193,327	193,327
SES CMN CLASS FDR	41,453	41,453
SEVEN & I HOLDINGS CO., LTD. CMN	18,183	18,183
SGS SA RG SHS(NOM CHF 20) VAL 249.745	39,090	39,090
SHIN-ETSU CHEMICAL CMN	32,816	32,816
SHOWA SHELL SEKIYU K.K CMN	30,806	30,806
SIEMENS AG REG SHS NPV	139,745	139,745

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING	
	BOOK VALUE	FMV
SINGAPORE DOLLAR	4,961	4,961
SINGAPORE EXCHANGE LTD CMN	5,901	5,901
SINO LAND CMN	54,889	54,889
SJM HOLDINGS LIMITED CMN	19,125	19,125
SKANDINAVISKA ENSKILDA BANKEN SER 'A' SEK10	152,753	152,753
SKF AB B SHARES CMN CLASS B	46,924	46,924
SKY PLC CMN	5,840	5,840
SNAM RETE GAS ORD CMN	135,733	135,733
SOCIETE GENERALE EUR1.25	72,435	72,435
SOFTBANK CORP. CMN	66,175	66,175
SOMPO JAPAN NIPPONKOA HOLDINGS CMN	7,637	7,637
SONIC HEALTHCARE LIMITED CMN ORDINARY FULLY PAID	19,741	19,741
SSE PLC GBP0.50	153,208	153,208
ST MICROELECTRONICS EUR1.04 (SICOVAM)	126,414	126,414
STANDARD CHARTERED PLC CMN	124,822	124,822
STANDARD LIFE PLC CMN	101,744	101,744
STORA ENSO R AB (FINLAND)	120,875	120,875
SUMITOMO CHEMICAL COMPANY CMN	31,973	31,973
SUMITOMO CORPORATION CMN	60,105	60,105
SUMITOMO MITSUI FIN GROUP, INC CMN	156,967	156,967
SUMITOMO MITSUI TRUST HOLDINGS CMN	81,162	81,162
SUMITOMO RUBBER INDUSTRIES LTD CMN	13,517	13,517
SUNCORP GROUP LTD CMN ORDINARY FULLY PAID	91,536	91,536
SUNTORY BEVERAGE & FOOD LIMITE CMN	6,959	6,959
SVENSKA HANDELSBANKEN AB SEK4	74,809	74,809
SWEDBANK AB CMN CLASS A	254,575	254,575
SWEDISH KRONA	4,396	4,396
SWISS FRANC	4,713	4,713
SYNGENTA AG CMN	83,382	83,382
TAKEDA PHARMACEUTICAL CO LTD CMN	225,124	225,124
TDC A/S CMN	100,610	100,610
TELEFONICA SA ORD EUR1	283,972	283,972
TELIASONERA AB CMN	48,814	48,814
TEVA PHARMACEUTICAL IND LTD ADS	85,575	85,575

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING	
	BOOK VALUE	FMV
THE BRITISH LAND COMPANY PUBLI CMN	17,346	17,346
TOKIO MARINE HOLDINGS, INC. CMN	6,564	6,564
TOKYO ELECTRON LTD CMN	76,938	76,938
TOKYO GAS CO., LTD. CMN	10,882	10,882
TOKYU CORP CMN	37,497	37,497
TOKYU FUDOSAN HOLDINGS CMN	30,875	30,875
TOLL HOLDINGS LIMITED CMN ORDINARY FULLY PAID	37,509	37,509
TONENGENERAL SEKIYU CMN	145,958	145,958
TOSHIBA CORP CMN	17,101	17,101
TOTAL SA CMN CL B EUR10	42,545	42,545
TOTO CMN	35,244	35,244
TOYOTA MOTOR CORPORATION CMN	189,187	189,187
TREND MICRO INC. CMN	80,818	80,818
TUI AG CMN CLASS . STAMP EXEMPT	181,276	181,276
UK POUND STERLING	5,100	5,100
UNIBAIL-RODAMCO SICOVAM 12471	26,268	26,268
UNICREDIT, SOCIETA PER AZIONI CMN CLASS	17,164	17,164
UNILEVER N.V. CMN DUTCH CERTIFICATE	413,476	413,476
UNILEVER PLC CMN	73,613	73,613
UPM-KYMMENE CORP. CMN	70,546	70,546
USS CO LTD CMN	71,428	71,428
VEOLIA ENVIRONNEMENT CMN	40,953	40,953
VINCI GTM CMN	28,468	28,468
VIVENDI SA ORD CMN EUR5.5	33,444	33,444
VODAFONE GROUP PLC ADR CMN	396,304	396,304
VOLVO AB 'B' SEK5 CMN CLASS B	46,196	46,196
WEST JAPAN RAILWAY CO CMN	14,298	14,298
WILLIAM HILL PLC ORD CMN	9,104	9,104
WOODSIDE PETROLEUM LTD. CMN ORDINARY FULLY PAID	284,823	284,823
WORLEY PARSONS LIMITED ORD CMN ORDINARY FULLY PAID	22,986	22,986
WYNN MACAU LIMITED CMN	73,254	73,254
YASKAWA ELECTRIC CORPORATION CMN	18,129	18,129
YOKOHAMA RUBBER CMN	18,440	18,440
YUE YUEN INDUSTRIAL HLDG CMN	7,208	7,208

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING	
	BOOK VALUE	FMV
ZURICH INSURANCE GROUP AG REG SHS (NOM CHF 10) VAL 1107.539	378,814	378,814
TOTAL	26,210,627	26,210,627

GSAM: ENH DIV (S&P 500)

3M COMPANY CMN	282,630	282,630
ABBOTT LABORATORIES CMN	189,084	189,084
ABBVIE INC. CMN	467,242	467,242
ACCENTURE PLC CMN	143,789	143,789
AETNA INC CMN	57,740	57,740
AIR PRODUCTS & CHEMICALS INC CMN	165,865	165,865
ALEXION PHARMACEUTICALS INC CMN	90,665	90,665
ALLERGAN PLC CMN	146,724	146,724
ALLERGAN, INC. CMN	17,007	17,007
ALTRIA GROUP, INC. CMN	365,091	365,091
AMAZON.COM INC CMN	328,971	328,971
AMEREN CORPORATION CMN	198,359	198,359
AMERICAN AIRLINES GROUP INC CMN	19,307	19,307
AMERICAN EXPRESS CO. CMN	76,293	76,293
AMERICAN INTL GROUP, INC. CMN	130,503	130,503
AMERICAN TOWER CORPORATION CMN	218,459	218,459
AMERIPRISE FINANCIAL, INC. CMN	55,545	55,545
AMGEN INC. CMN	313,801	313,801
ANALOG DEVICES, INC. CMN	209,310	209,310
ANTHEM, INC. CMN	40,214	40,214
APPLE, INC. CMN	1,784,845	1,784,845
ARTHUR J GALLAGHER & CO CMN	159,130	159,130
ARTISAN PARTNERS ASSET MGMT IN CMN	108,134	108,134
AT&T INC CMN	698,336	698,336
AUTOMATIC DATA PROCESSING INC CMN	463,537	463,537
AVAGO TECHNOLOGIES LTD CMN	114,673	114,673
BANK OF AMERICA CORP CMN	316,116	316,116
BAXTER INTERNATIONAL INC CMN	289,496	289,496
BERKSHIRE HATHAWAY INC. CLASS B	87,087	87,087

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING	
	BOOK VALUE	FMV
BEST BUY CO INC CMN SERIES	40,149	40,149
BIOGEN INC. CMN	224,037	224,037
BLACKROCK, INC. CMN	257,443	257,443
BOEING COMPANY CMN	210,568	210,568
BOSTON PROPERTIES INC COMMON STOCK	54,050	54,050
BRISTOL-MYERS SQUIBB COMPANY CMN	380,744	380,744
BROADRIDGE FINANCIAL SOLUTIONS IN CMN	48,489	48,489
CA, INC. CMN	116,624	116,624
CALIFORNIA RESOURCES CORP CMN	5,752	5,752
CAPITAL ONE FINANCIAL CORP CMN	56,134	56,134
CARDINAL HEALTH INC CMN	84,767	84,767
CARNIVAL CORPORATION CMN	69,355	69,355
CATERPILLAR INC (DELAWARE) CMN	287,404	287,404
CELGENE CORPORATION CMN	239,380	239,380
CHARLES SCHWAB CORPORATION CMN	29,888	29,888
CHEVRON CORPORATION CMN	559,778	559,778
CINCINNATI FINANCIAL CRP CMN	81,891	81,891
CINEMARK HOLDINGS, INC. CMN	12,453	12,453
CISCO SYSTEMS, INC. CMN	513,743	513,743
CME GROUP INC. CMN CLASS A	226,944	226,944
COACH INC CMN	104,417	104,417
COCA-COLA COMPANY (THE) CMN	237,699	237,699
COMCAST CORPORATION CMN CLASS A NON VOTING	45,476	45,476
COMCAST CORPORATION CMN CLASS A VOTING	440,876	440,876
CONOCOPHILLIPS CMN	689,909	689,909
CORNING INCORPORATED CMN	25,911	25,911
COVANTA HOLDING CORP CMN	109,830	109,830
COVIDIEN PUBLIC LIMITED COMPAN CMN	193,309	193,309
CROWN CASTLE INTL CORP CMN	156,613	156,613
CUMMINS INC COMMON STOCK	70,643	70,643
CVR ENERGY, INC. CMN	89,420	89,420
CVS HEALTH CORP CMN	120,388	120,388
DARDEN RESTAURANTS INC CMN	91,463	91,463
DELTA AIR LINES, INC. CMN	94,937	94,937

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING	
	BOOK VALUE	FMV
DIAMOND OFFSHORE DRILLING, INC CMN	428,773	428,773
DISCOVER FINANCIAL SERVICES CMN	15,063	15,063
DOMTAR CORPORATION CMN CLASS	38,611	38,611
DOW CHEMICAL CO CMN	436,944	436,944
DTE ENERGY COMPANY CMN	13,819	13,819
DUKE ENERGY CORPORATION CMN	106,096	106,096
E.I. DU PONT DE NEMOURS AND CO CMN	154,535	154,535
EATON CORP PLC CMN	178,735	178,735
ELI LILLY & CO CMN	286,309	286,309
EMC CORPORATION MASS CMN	64,833	64,833
EMERSON ELECTRIC CO. CMN	84,570	84,570
ENSCO PLC CMN CLASS A	313,277	313,277
EXXON MOBIL CORPORATION CMN	663,791	663,791
FACEBOOK, INC. CMN CLASS A	471,241	471,241
FIFTH THIRD BANCORP CMN	51,549	51,549
FIRST NIAGARA FINANCIAL GROUP, CMN	68,789	68,789
FORD MOTOR COMPANY CMN	306,280	306,280
FREEMPORT-MCMORAN INC CMN	217,949	217,949
FRONTIER COMMUNICATIONS CORPORATION CMN	29,615	29,615
GANNETT CO. INC. CMN	31,930	31,930
GAP INC CMN	77,061	77,061
GARMIN LTD. CMN	57,056	57,056
GENERAL DYNAMICS CORP. CMN	44,038	44,038
GENERAL ELECTRIC CO CMN	1,135,887	1,135,887
GENERAL GROWTH PROPERTIES INC CMN	148,526	148,526
GENERAL MILLS INC CMN	257,051	257,051
GENERAL MOTORS COMPANY CMN	386,454	386,454
GENUINE PARTS CO. CMN	31,971	31,971
GILEAD SCIENCES CMN	327,082	327,082
GOOGLE INC. CMN CLASS A	286,556	286,556
GOOGLE INC. CMN CLASS C	284,256	284,256
GREIF INC CMN CLASS A	16,058	16,058
GS FINANCIAL SQUARE MONEY MARKET FUND - FST SHARES	295,967	295,967
H & R BLOCK INC. CMN	27,618	27,618

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
HEALTH CARE REIT INC (DEL) CMN	216,416	216,416
HEWLETT-PACKARD CO. CMN	155,704	155,704
HONEYWELL INTL INC CMN	156,874	156,874
HOST HOTELS & RESORTS INC CMN	69,884	69,884
HUNTINGTON BANCSHARES INCORPOR CMN	12,940	12,940
ILLINOIS TOOL WORKS CMN	129,739	129,739
ILLUMINA, INC. CMN	36,916	36,916
INCYTE CORPORATION CMN	24,857	24,857
INTEL CORPORATION CMN	483,383	483,383
INTERCONTINENTAL EXCHANGE INC CMN	19,736	19,736
INTERNATIONAL PAPER CO. CMN	105,553	105,553
INTL BUSINESS MACHINES CORP CMN	200,550	200,550
INVECO LTD. CMN	165,589	165,589
JOHNSON & JOHNSON CMN	748,721	748,721
JOHNSON CONTROLS INC CMN	63,809	63,809
JPMORGAN CHASE & CO CMN	967,487	967,487
KAR AUCTION SERVICES, INC. CMN	59,945	59,945
KEURIG GREEN MTN INC CMN	31,775	31,775
KIMBERLY CLARK CORP CMN	338,532	338,532
KINDER MORGAN INC CMN CLASS P	368,097	368,097
KLA-TENCOR CORPORATION CMN	30,941	30,941
KRAFT FOODS GROUP, INC. CMN	607,175	607,175
L BRANDS, INC. CMN	95,205	95,205
LAMAR ADVERTISING COMPANY CMN CLASS A	387,817	387,817
LAS VEGAS SANDS CORP. CMN	119,228	119,228
LEGGETT & PLATT INC CMN	62,211	62,211
LEIDOS HLDGS INC CMN	40,909	40,909
LINKEDIN CORP CMN CLASS A	18,377	18,377
LOCKHEED MARTIN CORPORATION CMN	500,682	500,682
LOWES COMPANIES INC CMN	224,976	224,976
LYONDELBASELL INDUSTRIES N.V. CMN CLASS A	161,162	161,162
MACY'S INC. CMN	107,173	107,173
MASCO CORPORATION CMN	16,632	16,632
MASTERCARD INCORPORATED CMN CLASS A	160,258	160,258

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MATEL, INC. CMN	181,957	181,957
MAXIM INTEGRATED PRODUCTS INC CMN	217,991	217,991
MC DONALDS CORP CMN	274,541	274,541
MCGRAW-HILL COMPANIES INC CMN	39,151	39,151
MEDTRONIC, INC. CMN	171,114	171,114
MERCK & CO., INC. CMN	850,714	850,714
MERCURY GENERAL CORPORATION CMN	307,151	307,151
METLIFE, INC. CMN	199,051	199,051
MICRON TECHNOLOGY, INC. CMN	14,704	14,704
MICROSOFT CORPORATION CMN	1,114,800	1,114,800
MONSANTO COMPANY CMN	34,646	34,646
MOODYS CORP CMN	11,497	11,497
MORGAN STANLEY CMN	139,680	139,680
NAVIENT CORPORATION CMN	75,635	75,635
NETFLIX COM INC CMN	51,242	51,242
NEW YORK COMMUNITY BANCORP, IN CMN	365,440	365,440
NIKE CLASS-B CMN CLASS B	103,842	103,842
NOBLE CORPORATION PLC CMN	154,432	154,432
NORFOLK SOUTHERN CORPORATION CMN	78,919	78,919
OCCIDENTAL PETROLEUM CORP CMN	245,861	245,861
OLD REPUBLIC INTL CORP CMN	252,806	252,806
ONEOK INC CMN	167,294	167,294
ORACLE CORPORATION CMN	291,855	291,855
P G & E CORPORATION CMN	227,867	227,867
PACKAGING CORP OF AMERICA COMMON STOCK	46,830	46,830
PACWEST BANCORP CMN	136,380	136,380
PANDORA MEDIA, INC. CMN	12,838	12,838
PAYCHEX, INC. CMN	470,011	470,011
PENTAIR PLC. CMN	12,620	12,620
PEOPLES UNITED FINANCIAL INC CMN	287,054	287,054
PEPCO HOLDINGS INC CMN	111,490	111,490
PEPSICO INC CMN	615,586	615,586
PFIZER INC. CMN	621,131	621,131
PHILIP MORRIS INTL INC CMN	384,444	384,444

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PHILLIPS 66 CMN	52,341	52,341
PNC FINANCIAL SERVICES GROUP CMN	169,688	169,688
PPL CORPORATION CMN	445,043	445,043
PRICE T ROWE GROUP INC CMN	102,173	102,173
PRICELINE GROUP INC/THE CMN	193,836	193,836
PRINCIPAL FINANCIAL GROUP, INC CMN	167,766	167,766
PROCTER & GAMBLE COMPANY (THE) CMN	925,474	925,474
PROGRESSIVE CORPORATION (THE) CMN	130,902	130,902
PROLOGIS INC CMN	78,315	78,315
PRUDENTIAL FINANCIAL INC CMN	193,584	193,584
PUBLIC-SVC ENTERPRISE GROUP HOLDING CO	69,155	69,155
QUALCOMM INC CMN	356,784	356,784
R R DONNELLEY & SONS CO CMN	131,247	131,247
RAYTHEON CO CMN	216,340	216,340
REGAL ENTERTAINMENT GROUP CMN CLASS A	36,312	36,312
REGENERON PHARMACEUTICAL INC CMN	77,948	77,948
REPUBLIC SERVICES INC CMN	104,248	104,248
ROYAL CARIBBEAN CRUISES LTD ISIN: LR0008862868	41,215	41,215
ROYAL GOLD, INC. CMN	18,183	18,183
SAFEWAY INC. CMN	48,817	48,817
SALESFORCE.COM, INC CMN	74,731	74,731
SEAGATE TECHNOLOGY PLC CMN	102,410	102,410
SEAWORLD ENTERTAINMENT, INC. CMN	54,953	54,953
SIMON PROPERTY GROUP INC CMN	147,509	147,509
SIX FLAGS ENTERTAINMENT CORP CMN	136,786	136,786
SOUTHWEST AIRLINES CO CMN	85,486	85,486
SPECTRA ENERGY CORP CMN	90,750	90,750
SPLUNK INC CMN	15,327	15,327
ST JUDE MEDICAL INC CMN	74,785	74,785
STANLEY BLACK & DECKER INC CMN	85,511	85,511
STAPLES, INC. CMN	43,126	43,126
STARBUCKS CORP. CMN	130,460	130,460
SYMANTEC CORP CMN	46,949	46,949
SYSICO CORPORATION CMN	152,410	152,410

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TARGA RESOURCES CORP. CMN	11,666	11,666
TARGET CORPORATION CMN	185,980	185,980
TD AMERITRADE HOLDING CORP CMN	28,624	28,624
TE CONNECTIVITY LTD CMN	42,378	42,378
TEXAS INSTRUMENTS INC. CMN	384,948	384,948
THE HOME DEPOT, INC. CMN	501,757	501,757
THE SOUTHERN CO. CMN	617,313	617,313
THE WILLIAMS COMPANIES, INC. CMN	303,345	303,345
THOMSON REUTERS CORPORATION CMN	55,669	55,669
TIME WARNER CABLE INC. CMN	199,199	199,199
TIME WARNER INC. CMN	181,090	181,090
TRANSOCEAN LTD. CMN	238,107	238,107
TUPPERWARE BRANDS CORPORATION CMN	35,910	35,910
U.S. BANCORP CMN	275,993	275,993
UNION PACIFIC CORP. CMN	331,181	331,181
UNITED PARCEL SERVICE, INC. CLASS B COMMON STOCK	180,095	180,095
UNITED TECHNOLOGIES CORP CMN	93,150	93,150
UNITEDHEALTH GROUP INCORPORATE CMN	350,782	350,782
VERIZON COMMUNICATIONS INC. CMN	366,755	366,755
VERTEX PHARMACEUTICALS INC CMN	60,588	60,588
VF CORP CMN	149,051	149,051
VISA INC. CMN CLASS A	251,712	251,712
WADDELL & REED FIN., INC. CLASS A COMMON	113,091	113,091
WAL MART STORES INC CMN	366,708	366,708
WALGREENS BOOTS ALLIANCE, INC. CMN	197,358	197,358
WALT DISNEY COMPANY (THE) CMN	437,984	437,984
WASTE MANAGEMENT INC CMN	80,059	80,059
WELLS FARGO & CO (NEW) CMN	902,337	902,337
WESTERN DIGITAL CORPORATION CMN	58,671	58,671
WEYERHAEUSER COMPANY CMN	12,920	12,920
WINDSTREAM HOLDINGS INC. CMN	412,247	412,247
WYNN RESORTS, LIMITED CMN	81,818	81,818
XILINX INCORPORATED CMN	35,498	35,498
YAHOO INC CMN	58,592	58,592

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING	
	BOOK VALUE	FMV
YUM BRANDS, INC. CMN	54,638	54,638
TOTAL	48,464,321	48,464,321
TOTAL OF ALL FUNDS	123,109,933	123,109,933

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GSAM: CORE FIXED INCOME		
#F0725025 4.5 10/01/2033 ORIG 12/01/2003 MEGA POOL FACTOR 0.08888205 11/01/2015	2,133,804	2,133,804
ABBEY NATIONAL TREASURY SERVIC 4.0% 04/27/2016 SR LIEN	181,344	181,344
ABBVIE INC. 1.75% 11/06/2017 USD SER B SR LIEN	250,543	250,543
ACTAVIS INC 1.875% 10/01/2017 USD SR LIEN	224,127	224,127
AIR LEASE CORPORATION STEP 04/01/2017 USD SER B SR LIEN 5.625% 08/26/13-04/01/17	80,813	80,813
ALTRIA GROUP, INC. 4.125% 09/11/2015 SR LIEN	102,273	102,273
AMERICAN EXPRESS CREDIT CORP FRN 07/29/2016 USD USLIB 3MO +51.00BP SR LIEN CPN	426,590	426,590
AMERICAN INTERNATIONAL GROUP, MTN 5.85% 01/16/2018 USD SR LIEN	139,763	139,763
AMERICAN TOWER CORPORATION 4.625% 04/01/2015 SER B SR LIEN	302,679	302,679
AMPHENOL CORPORATION 1.55% 09/15/2017 USD SR LIEN	99,722	99,722
ANADARKO PETROLEUM CORPORATION 6.375% 09/15/2017 USD SR LIEN	305,745	305,745
ANHEUSER-BUSCH INBEV WORLDWIDE 1.375% 07/15/2017 USD SR LIEN	349,689	349,689
AT&T INC. 2.95% 05/15/2016 USD SR LIEN	333,206	333,206
AU & NEW ZEALAND BNKNG GP LTD 0.9% 02/12/2016 SR LIEN	426,194	426,194
AVON PRODUCTS, INC. STEP 03/15/2016 USD SR LIEN 3.125% 03/15/15-09/15/15	123,750	123,750
BANK OF AMERICA CORPORATION 6.0% 09/01/2017 USD SR LIEN	1,405,879	1,405,879
BANK OF AMERICA CORPORATION FRN 01/15/2019 USD USLIB 3MO +104.00BP SR LIEN CPN	152,132	152,132
BARCLAYS BANK PLC FRN 02/17/2017 USD USLIB 3MO +58.00BP SR LIEN CPN	375,308	375,308
BEAM INC. 1.875% 05/15/2017 USD SR LIEN	100,406	100,406
BP CAPITAL MARKETS P.L.C. 1.846% 05/05/2017 USD SR LIEN	226,847	226,847
BPCE SA FRN MTN 04/25/2016 USD USLIB 3MO +125.00BP SR LIEN CPN 10/26/15-01/24/16 1.5699%	353,861	353,861
CANADIAN NATURAL RESOURCES LIM FRN 03/30/2016 USD SER FRN USLIB 3MO +37.50BP SR LIEN CPN	174,689	174,689
CAPITAL ONE BANK (USA), NATION 1.15% 11/21/2016 USD SER BKNT SR LIEN	298,920	298,920
CHURCH & DWIGHT CO., INC. 2.45% 12/15/2019 USD SR LIEN	174,907	174,907
CITIGROUP INC. 4.45% 01/10/2017 USD SR LIEN	1,004,226	1,004,226
COMCAST CORPORATION 5.7% 05/15/2018 USD SR LIEN	140,756	140,756
COMMONWLTB BANK OF AUSTRALIA MTN 1.9% 09/18/2017 USD SER C SR LIEN	328,331	328,331
COMMONWEALTH EDISON COMPANY 2.15% 01/15/2019 USD SR LIEN	50,374	50,374
COMPASS BANK 1.85% 09/29/2017 USD SER BKNT SR LIEN	248,935	248,935
CONAGRA FOODS, INC. 1.3% 01/25/2016 SR LIEN	249,958	249,958
CREDIT SUISSE AG-NEW YORK BRAN FRN MTN 05/26/2017 USD USLIB 3MO +49.00BP SR LIEN CPN	424,482	424,482
CVS CAREMARK CORPORATION 2.25% 12/05/2018 USD SR LIEN	201,790	201,790
DEVON ENERGY CORPORATION 2.25% 12/15/2018 USD SR LIEN	323,830	323,830
DIRECTV HOLDINGS LLC 2.4% 03/15/2017 USD SER B SR LIEN	127,359	127,359
DIRECTV HOLDINGS LLC 3.5% 03/01/2016 SR LIEN	230,868	230,868
DOMINION RESOURCES, INC. 2.5% 12/01/2019 USD SER B SR LIEN	325,949	325,949
EASTMAN CHEMICAL COMPANY 2.4% 06/01/2017 USD SR LIEN	126,951	126,951

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING		ENDING FMV
	BOOK VALUE		
ECOLAB INC. 3.0% 12/08/2016 USD SR LIEN	129,065		129,065
EL PASO LLC 7.0% 06/15/2017 USD SR LIEN	468,563		468,563
ENBRIDGE INC. FRN 06/02/2017 USD USLIB 3MO +45.00BP SR LIEN CPN 09/02/15-12/01/15 0.779%	74,675		74,675
ENERGY TRANSFER PARTNERS L.P. 6.125% 02/15/2017 SR LIEN	216,594		216,594
ENTERPRISE PRODS OPERATING HYBRID 08/01/2066 SER A SUB LIEN CPN 07/18/06-07/31/16 8.375%	214,750		214,750
FIFTH THIRD BANK FRN 11/18/2016 USD SER BKNT USLIB 3MO +51.00BP SR LIEN CPN	225,477		225,477
FN MEGA-POOL #725228 6.0% 03/01/2034 02/01/2004 MEGA POOL FACTOR 0.04137219 11/01/2015	469,285		469,285
FORD MOTOR CREDIT COMPANY 8.0% 12/15/2016 SR LIEN	671,490		671,490
FREEMONT-MCMORAN COPPER & GOLD 2.375% 03/15/2018 USD PVT SR LIEN	173,075		173,075
GENERAL ELECTRIC CAPITAL CORP 1.0% 12/11/2015 SR LIEN	552,376		552,376
GILEAD SCIENCES INC. 2.05% 04/01/2019 USD SR LIEN	300,042		300,042
GS FINANCIAL SQUARE MONEY MARKET FUND - FST SHARES	628,900		628,900
HALLIBURTON COMPANY 1.0% 08/01/2016 USD SR LIEN	224,775		224,775
HEALTH CARE PPTY INVESTORS 6.0% 01/30/2017 SR LIEN	218,226		218,226
HEALTH CARE REIT, INC. 4.7% 09/15/2017 USD SR LIEN	161,168		161,168
HEWLETT-PACKARD COMPANY 2.65% 06/01/2016 USD SR LIEN	305,688		305,688
HEWLETT-PACKARD COMPANY FRN 01/14/2019 USD USLIB 3MO +94.00BP SR LIEN CPN	172,006		172,006
HSBC USA INC. 1.5% 11/13/2017 USD SR LIEN	449,109		449,109
HUMANA INC. 7.2% 06/15/2018 USD SR LIEN	262,843		262,843
INTESA SANPAOLO SPA MTN 3.125% 01/15/2016 SR LIEN	330,138		330,138
JPMORGAN CHASE & CO. 3.15% 07/05/2016 USD SR LIEN	256,985		256,985
JPMORGAN CHASE & CO. FRN 01/28/2019 USD SER 1 USLIB 3MO +63.00BP SR LIEN CPN	124,999		124,999
KINDER MORGAN ENRGY PRNRS 5.95% 02/15/2018 SR LIEN	82,800		82,800
KRAFT FOODS GROUP, INC. 2.25% 06/05/2017 USD SER B SR LIEN	254,125		254,125
KRAFT FOODS INC. 4.125% 02/09/2016 SR LIEN	233,359		233,359
LIFE TECHNOLOGIES CORPORATION 4.4% 03/01/2015 SR LIEN	125,666		125,666
LLOYDS TSB BANK PLC 4.875% 01/21/2016 SR LIEN	260,063		260,063
MCKESSON CORPORATION 1.4% 03/15/2018 USD SR LIEN	172,837		172,837
MCKESSON CORPORATION 2.284% 03/15/2019 USD SR LIEN	124,739		124,739
MEDCO HEALTH SOLUTIONS, INC. 2.75% 09/15/2015 SR LIEN	151,970		151,970
METLIFE, INC. STEP 12/15/2017 USD SER C SR LIEN 1.756% 10/04/12-12/15/17	100,330		100,330
MIDAMERICAN ENERGY COMPANY 5.95% 07/15/2017 USD SR LIEN	333,441		333,441
MORGAN STANLEY FRN 01/24/2019 USD USLIB 3MO +85.00BP SR LIEN CPN	125,246		125,246
MORGAN STANLEY MTN 5.45% 01/09/2017 USD SER F SR LIEN	966,339		966,339
MUFG CAPITAL FINANCE 1 LIMITED HYBRID PERPETUAL USD <PRFSEC> CPN 03/17/06-07/24/16 6.346%	159,774		159,774
NBCUNIVERSAL MEDIA, LLC 2.875% 04/01/2016 SER B SR LIEN	333,239		333,239
ONEOK PARTNERS, L.P. 3.25% 02/01/2016 SR LIEN	127,503		127,503
PHILLIPS 66 2.95% 05/01/2017 USD SER B SR LIEN	103,278		103,278

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING		ENDING
	BOOK VALUE	FMV	
PNC BANK, NATIONAL ASSOCIATN 0.8% 01/28/2016 SER BKNT SR LIEN	300,462	300,462	
RABOBANK NEDERLAND UTREC 3.375% 01/19/2017 USD SR LIEN	339,037	339,037	
REGIONS FINANCIAL CORPORATION 2.0% 05/15/2018 USD SR LIEN	222,793	222,793	
REYNOLDS AMERICAN INC 1.05% 10/30/2015 SR LIEN	325,354	325,354	
RIO TINTO FINANCE (USA) PLC 2.0% 03/22/2017 USD SR LIEN	101,201	101,201	
ROYAL BK OF SCOTLAND PLC 4.375% 03/16/2016 SR LIEN	155,079	155,079	
RYDER SYSTEM, INC. MTN 2.45% 11/15/2018 USD SR LIEN	225,029	225,029	
SANTANDER HOLDINGS USA INC 3.0% 09/24/2015 SR LIEN	101,199	101,199	
SENIOR HOUSING PROPERTIES TRUS 3.25% 05/01/2019 USD SR LIEN	100,622	100,622	
SIMON PROPERTY GROUP, L.P. 2.15% 09/15/2017 USD SR LIEN	228,814	228,814	
SPECTRA ENERGY PARTNERS, LP 2.95% 06/15/2016 USD SR LIEN	102,569	102,569	
STARBUCKS CORPORATION 0.875% 12/05/2016 USD SR LIEN	299,154	299,154	
STATOIL ASA FRN 05/15/2018 USD USLIB 3MO +29.00BP SR LIEN CPN 08/17/15-11/15/15 0.6105%	224,708	224,708	
SUMITOMO MITSUI BANKING CORP 1.35% 07/18/2015 SR LIEN	326,521	326,521	
SVENSKA HANDELSBANKEN AB FRN 09/23/2016 USD USLIB 3MO +47.00BP SR LIEN CPN	326,216	326,216	
TELEFONICA EMISIONES, S.A. 6.42i% 06/20/2016 USD SR LIEN	133,719	133,719	
THE BEAR STEARNS COMPANIES INC 6.4% 10/02/2017 USD SR LIEN	895,928	895,928	
THE KROGER CO. FRN 10/17/2016 USD USLIB 3MO +53.00BP SR LIEN CPN	174,717	174,717	
THERMO FISHER SCIENTIFIC INC. 2.25% 08/15/2016 USD SR LIEN	431,626	431,626	
TIME WARNER CABLE INC. 5.85% 05/01/2017 USD SER B SR LIEN	305,634	305,634	
TIME WARNER CABLE INC. 8.75% 02/14/2019 USD SR LIEN	185,678	185,678	
TRANSATLANTIC HOLDINGS, INC. 5.75% 12/14/2015 SR LIEN	89,164	89,164	
TRANSCANADA PIPELINES LIMITED HYBRID 05/15/2067 USD SUB LIEN CPN 05/03/07-05/14/17 6.35%	97,000	97,000	
TRANSOCEAN INC. STEP 10/15/2017 USD SR LIEN 3.0% 04/15/15-04/15/16	167,968	167,968	
TYCO ELECTRONICS GROUP S.A. 6.55% 10/01/2017 USD SER B SR LIEN	225,126	225,126	
UNION BANK, NATIONAL ASSOCIATI 1.5% 09/26/2016 USD SR LIEN	301,221	301,221	
UNITEDHEALTH GROUP INC 1.875% 11/15/2016 USD SR LIEN	152,375	152,375	
VENTAS REALTY LP/ CAP CORP 1.55% 09/26/2016 USD SR LIEN	326,303	326,303	
VERIZON COMMUNICATIONS INC. 2.0% 11/01/2016 USD SR LIEN	913,194	913,194	
VERIZON COMMUNICATIONS INC. FRN 09/15/2016 USD SER FRN USLIB 3MO +153.00BP SR LIEN CPN	305,439	305,439	
VIACOM INC. 2.5% 12/15/2016 USD SR LIEN	153,258	153,258	
WALGREENS BOOTS ALLIANCE, INC 1.75% 11/17/2017 USD SR LIEN	225,558	225,558	
WEATHERFORD INTL, INC 5.5% 02/15/2016 SR LIEN	257,900	257,900	
WELLS FARGO & COMPANY MTN 1.25% 07/20/2016 USD SER L SR LIEN	652,158	652,158	
WESTERN GAS PARTNERS, LP 2.6% 08/15/2018 USD SR LIEN	275,957	275,957	
WESTPAC BANKING CORPORATION 0.95% 01/12/2016 SR LIEN	325,705	325,705	
WESTPAC BANKING CORPORATION 1.5% 12/01/2017 USD SR LIEN	549,362	549,362	
TOTAL GSAM:CUSTOM CORE	33,335,676	33,335,676	

ATTACHMENT 11FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
THE ADELPHI EUROPE FUND LTD	2,303,304.	2,303,304.
CORSAIR CAPITAL INVESTORS FUND	2,215,444.	2,215,444.
DYMON ASIA MACRO FUND LTD	6,345,065.	6,345,065.
HEDGE FUND OPPORTUNITIES LTD	40,012,769.	40,012,769.
NON-U.S. EQUITY MAN. PORTFOLIO	19,229,266.	19,229,266.
PRIVATE EQUITY MANAGERS	588,216.	588,216.
VINTAGE VI MGR HOLDINGS	5,261,902.	5,261,902.
GS TACTICAL TILT IMPLM. FUND	21,546,109.	21,546,109.
GS HIGH YIELD FUND INST SHARES	10,786,751.	10,786,751.
HARTFORD EMERGING MARKETS M.F.	3,989,756.	3,989,756.
FEDERATED HIGH YIELD BOND M.F.	10,846,476.	10,846,476.
TCW EMERGIN MARKETS LOCAL CUR.	3,989,883.	3,989,883.
VANGUARD FTSE DEVELOPED ETF	13,634,906.	13,634,906.
VANGUARD GLOBAL EX-US R.E. ETF	10,246,404.	10,246,404.
VANGUARD FTSE EMERG. MKTS ETF	8,136,066.	8,136,066.
VANGUARD REIT INDEX FUND CMN	12,364,650.	12,364,650.
SPDR S&P 500 ETF TRUST	26,021,364.	26,021,364.
TOTALS	<u>197,518,331.</u>	<u>197,518,331.</u>

ATTACHMENT 12

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ACCRUED INCOME	618,603.	618,603.
TOTALS	<u>618,603.</u>	<u>618,603.</u>

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAIN ON INVESTMENTS	6,293,679.
MKT FLUCTUATIONS ON DONATED SECURITIES	269,595.
TOTAL	<u>6,563,274.</u>

NAME AND ADDRESS

STRYDER TRUST
11444 WEST OLYMPIC BLVD, 11TH FLOOR
LOS ANGELES, CA 90064

FORM 990PF, PART VII-A -DISTRIBUTION TO A DONOR ADVISED FUND

- GRANT RECIPIENT: GOLDMAN SACHS PHILANTHROPY FUND
- AWARD DATE: 5/29/14 & 12/3/14
- PAYMENT AMOUNT: \$11,250,000
- PAYMENT DATE: 5/29/14 & 12/3/14
- PROJECT DESCRIPTION: THE DISTRIBUTION OF FUNDS TO FURTHER
RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY OR EDUCATIONAL PURPOSES.

- GRANT RECIPIENT: CALIFORNIA COMMUNITY FOUNDATION
- AWARD DATE: 9/15/14 & 10/14/14
- PAYMENT AMOUNT: \$11,500,000
- PAYMENT DATE: 9/15/14 & 10/14/14
- PROJECT DESCRIPTION: THE DISTRIBUTION OF FUNDS TO FURTHER
RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY OR EDUCATIONAL PURPOSES.

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

ATTACHMENT 16

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
THE GOLDMAN SACHS TRUST COMPANY, NA C/O KATHLEEN KINNE, 200 BELLEVUE PA WILMINGTON, DE 19809	INSTITUTIONAL TRUSTEE 10.00	183,333.	0	0
RICHARD KNEZEVICH, ESQ. ASPEN PLAZA BUILDING, 3RD FLOOR 533 EAST HOPKINS AVENUE ASPEN, CO 81611	TRUST PROTECTOR 1.00	0	0	0
GRAND TOTALS		183,333.	0	0

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

ATTACHMENT 17

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
GOLDMAN SACHS & CO 30 HUDSON STREET JERSEY CITY, NJ 07302	INVESTMENT MGMT	675,936.
	TOTAL COMPENSATION	<u>675,936.</u>

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

ATTACHMENT 18

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CALIFORNIA COMMUNITY FOUNDATION 221 S FIGUEROA ST SUITE 400 LOS ANGELES, CA 90012	NONE PC	GENERAL SUPPORT	11,500,000.
GOLDMAN SACHS PHILANTHROPY FUND* PO BOX 15203 ALBANY, NY 12212 *SEVERAL OFFICERS OF THE GOLDMAN SACHS TRUST COMPANY ARE ALSO OFFICERS OF THE GOLDMAN SACHS PHILANTHROPY FUND	PC	GENERAL SUPPORT	11,250,000
BIG LIFE FOUNDATION USA 5847 NE 75TH NO A-104 SEATTLE, WA 98115	NONE PC	GENERAL SUPPORT	100,000.
MUSEUM OF MODERN ART 11 W 53RD ST NEW YORK, NY 10019	NONE PC	GENERAL SUPPORT	25,000.
TOTAL CONTRIBUTIONS PAID			22,875,000.

ATTACHMENT 18