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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation

THE DJR TRUST-FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

C/O BESSEMER TRUST CO, 630 FIFTH AVENUE

City or town, state or province, country, and ZIP or foreign postal code

NEW YORK, NY 10111

G Check all that apply:

☐

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

☐ Section 4947(a)(1) nonexempt charitable trust☐

Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 1,879,130.

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).)		(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	31,775.		N/A	
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	4.	4.		STATEMENT 1
4	Dividends and interest from securities	27,847.	27,847.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	34,406.			
b	Gross sales price for all assets on line 6a	189,929.			
7	Capital gain net income (from Part IV, line 2)		34,406.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	1,000.	0.		STATEMENT 3
12	Total. Add lines 1 through 11	95,032.	62,257.		
13	Compensation of officers, directors, trustees, etc	5,623.	5,061.		562.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	2,875.	0.		2,875.
c	Other professional fees				
17	Interest				
18	Taxes	2,487.	498.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	395.	0.		395.
24	Total operating and administrative expenses. Add lines 13 through 23	11,380.	5,559.		3,832.
25	Contributions, gifts, grants paid	102,100.			102,100.
26	Total expenses and disbursements. Add lines 24 and 25	113,480.	5,559.		105,932.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-18,448.			
b	Net investment income (if negative, enter -0-)		56,698.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2015) 14

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		0.	0.
	2 Savings and temporary cash investments	59,478.	43,175.	43,175.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	1,389,931.	1,417,130.	1,482,025.
	c Investments - corporate bonds STMT 8	384,590.	355,087.	353,930.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment; basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,833,999.	1,815,392.	1,879,130.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,833,999.	1,815,392.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	1,833,999.	1,815,392.		
31 Total liabilities and net assets/fund balances	1,833,999.	1,815,392.		

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	1,833,999.
2 Enter amount from Part I, line 27a	2	-18,448.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,815,551.
5 Decreases not included in line 2 (itemize) ▶ COMMON TRUST FUND ADJUSTMENT	5	159.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,815,392.

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				
b SEE ATTACHED STATEMENT				
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 189,929.		155,523.	34,406.

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			34,406.

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	34,406.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{	3	N/A

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

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

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

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

Yes ☐ No ☒

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	165,801.	1,965,447.	.084358
2013	115,656.	1,960,543.	.058992
2012	96,579.	1,817,777.	.053130
2011	89,483.	1,930,424.	.046354
2010	78,469.	1,845,038.	.042530

2 Total of line 1, column (d)	2	.285364
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	.057073
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	1,937,415.
5 Multiply line 4 by line 3	5	110,574.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	567.
7 Add lines 5 and 6	7	111,141.
8 Enter qualifying distributions from Part XII, line 4	8	105,932.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter. _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,134.
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	0.
3 Add lines 1 and 2		3	1,134.
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	1,134.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	1,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	134.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

Form 990-PF (2015)

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address ► N/A		
14 The books are in care of ► BESSEMER TRUST Telephone no. ► 516-508-9623		
Located at ► 630 FIFTH AVENUE, NEW YORK, NY ZIP+4 ► 10111-0333		
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		
16 At any time during calendar year 2015, 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?	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114. 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
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 2015?		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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 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. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2015 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 2015.) N/A		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2015?		X

Form 990-PF (2015)

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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ 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

6b

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

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

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

(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
DAN I. RATHER	CO-TRUSTEE			
C/O BESSEMER TRUST, 630 FIFTH AVE	5.00	0.	0.	0.
NEW YORK, NY 10111				
JEAN G. RATHER	CO-TRUSTEE			
C/O BESSEMER TRUST, 630 FIFTH AVE	5.00	0.	0.	0.
NEW YORK, NY 10111				
BESSEMER TRUST COMPANY, NA	CO-TRUSTEE			
C/O BESSEMER TRUST, 630 FIFTH AVE	10.00	5,623.	0.	0.
NEW YORK, NY 10111				

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

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

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

0

Form 990-PF (2015)

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	1,911,196.
b	Average of monthly cash balances	1b	55,723.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,966,919.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,966,919.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	29,504.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,937,415.
6	Minimum investment return. Enter 5% of line 5	6	96,871.

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	96,871.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,134.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,134.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	95,737.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	95,737.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	95,737.

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	105,932.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	105,932.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	105,932.

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.

Form 990-PF (2015)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				95,737.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014	2,825.			
f Total of lines 3a through e	2,825.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 105,932.				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				95,737.
e Remaining amount distributed out of corpus	10,195.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	13,020.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				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)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	13,020.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014	2,825.			
e Excess from 2015	10,195.			

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				
BEAVERKILL VALLEY FIRE COMPANY 1524 BEAVERKILL ROAD LEW BEACH, NY 12758	NONE	PUBLIC CHARITY	GENERAL	500.
CATSKILL MOUNTAINKEEPER 4054 NEW YORK 52 YOUNGSVILLE, NY 12791	NONE	PUBLIC CHARITY	GENERAL	5,000.
COASTAL CONSERVATION ASSOCIATION TEXAS 6919 PORTWEST DRIVE STE 100 HOUSTON, TX 77024	NONE	PUBLIC CHARITY	GENERAL	5,000.
COMMUNITY PRESBYTERIAN CHURCH 20098 NORTH US HIGHWAY 441 P.O. BOX 616 MCINTOSCH, FL 32664	NONE	PUBLIC CHARITY	GENERAL	250.
CREATIVE ACTION 701 TILLERY STREET, BOX 9 AUSTIN, TX 78702	NONE	PUBLIC CHARITY	GENERAL	2,500.
Total SEE CONTINUATION SHEET(S) ▶ 3a				102,100.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

Schedule B

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

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ 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.

OMB No 1545-0047

2015

Name of the organization

THE DJR TRUST-FOUNDATION

Employer identification number

13-7148229

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 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 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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)

Name of organization

Employer identification number

THE DJR TRUST-FOUNDATION

13-7148229

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	JEAN RATHER 2011 GRANTOR CLAT C/O BESSEMER TRUST, 630 FIFTH AVE NEW YORK, NY 10111	\$ 31,775.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

THE DJR TRUST-FOUNDATION**13-7148229****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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

THE DJR TRUST-FOUNDATION**13-7148229**

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 info once) ► \$ _____

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

THE DJR TRUST-FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
c	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
d	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
e	BTN CTF LARGE CAP CORE FD	P	VARIOUS	VARIOUS
f	CAPITAL GAINS DIVIDENDS	P	VARIOUS	VARIOUS
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 11,899.		10,399.	1,500.
b 19,031.		19,538.	-507.
c 90,967.		96,083.	-5,116.
d 29,531.		29,503.	28.
e 6,810.			6,810.
f 31,691.			31,691.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			1,500.
b			-507.
c			-5,116.
d			28.
e			6,810.
f			31,691.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	34,406.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FAITH PRESBYTERIAN CHURCH 5916 NORTHWEST 39TH AVENUE GAINSVILLE, FL 32606	NONE	PUBLIC CHARITY	GENERAL	100.
FRIENDS SEMINARY 222 EAST 16TH STREET NEW YORK, NY 10003	NONE	PUBLIC CHARITY	GENERAL	1,000.
JAZZ FOR JENNINGS P.O. BOX 1197 BRIDGEHAMPTON, NY 11932	NONE	PUBLIC CHARITY	GENERAL	2,500.
JOHN HOPKINS UNIVERSITY 1717 MASS. AVE. NW WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	GENERAL	5,000.
KLRU-TV P.O. BOX 7158 AUSTIN, TX 78713-7158	NONE	PUBLIC CHARITY	GENERAL	1,000.
LIVINGSTON MANOR VOLUNTEER AMBULANCE CORP. P.O. BOX 1 LIVINGSTON MANOR, NY 12758	NONE	PUBLIC CHARITY	GENERAL	250.
MAYOR ADLERS HOUSING HEROES FUND 4315 GUADALUPE ST. SUITE 300 AUSTIN, TX 78751	NONE	PUBLIC CHARITY	GENERAL	2,500.
MILITARY ORDER OF THE PURPLE HEART SERVICE FOUNDATION, INC. 7008 LITTLE RIVER TURNPIKE P.O. BOX 49 ANNANDALE, VA 22003	NONE	PUBLIC CHARITY	GENERAL	2,500.
MOBILE LOAVES & FISHES 903 S. CAPITAL OF TEXAS HWY AUSTIN, TX 78746	NONE	PUBLIC CHARITY	GENERAL	5,000.
NABC FOUNDATION 1111 MAIN STREET SUITE 1000 KANSAS CITY, MT 64105	NONE	PUBLIC CHARITY	GENERAL	3,000.
Total from continuation sheets				88,850.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NEW ENERGY ECONOMY 343 ALAMEDA STREET SANTA FE, NM 87501	NONE	PUBLIC CHARITY	GENERAL	5,000.
NEW YORK COMMON PANTRY 8 EAST 109TH STREET NEW YORK, NY 10029	NONE	PUBLIC CHARITY	GENERAL	5,000.
OPEN SPACE INSTITUTE 1350 BROADWAY SUITE 201 NEW YORK, NY 10018	NONE	PUBLIC CHARITY	GENERAL	250.
PEOPLE'S COMMUNITY CLINIC 2909 NORTH IH-35 AUSTIN, TX 78722	NONE	PUBLIC CHARITY	GENERAL	1,000.
PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS, TX 75231	NONE	PUBLIC CHARITY	GENERAL	2,500.
REPORTERS COMMITTEE FOR FREEDOM OF THE PRESS 1156 15TH STREET NW SUITE 1250 WASHINGTON, DC 20005-1779	NONE	PUBLIC CHARITY	GENERAL	500.
ST. JAMES EPISCOPAL CHURCH 1205 W. FRANKLIN ST. RICHMOND, VA 23220	NONE	PUBLIC CHARITY	GENERAL	12,000.
SUSTAINABLE FOOD CENTER 1106 CLAYTON LN, STE 480W AUSTIN, TX 78723	NONE	PUBLIC CHARITY	GENERAL	5,000.
TEXAS TRIBUNE 823 CONGRESS AVENUE SUITE 1400 AUSTIN, TX 78701	NONE	PUBLIC CHARITY	GENERAL	1,000.
THE ANN RICHARDS SCHOOL FOR YOUNGE WOMEN LEADERS 2206 PRATHER LANE AUSTIN, TX 78704	NONE	PUBLIC CHARITY	GENERAL	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE MARCH 10TH UNDERCOVER FUND 26 THOMAS STREET NEW YORK, NY 10007	NONE	PUBLIC CHARITY	GENERAL	1,000.
THE NATION INSTITUTE 116 E. 16TH STREET 8TH FLOOR NEW YORK, NY 10003	NONE	PUBLIC CHARITY	GENERAL	1,000.
THE SALVATION ARMY OF CLEARWATER 1625 N. BELCHER ROAD CLEARWATER, FL 33765	NONE	PUBLIC CHARITY	GENERAL	1,000.
THEODORE ROOSEVELT CONSERVATION PARTNERSHIP 1660 L STREET NW SUITE 208 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	GENERAL	2,000.
TROUT UNLIMITED 1300 N. 17TH, SUITE 500 ARLINGTON, VA 22209	NONE	PUBLIC CHARITY	GENERAL	7,500.
WHARTON COUNTY HISTORICAL MUSEUM P.O. BOX 349 WHARTON, TX 77488	NONE	PUBLIC CHARITY	GENERAL	5,000.
WIMBERLEY VALLEY WATERSHED ASSOC P.O. BOX 2534 WIMBERLEY, TX 78676	NONE	PUBLIC CHARITY	GENERAL	8,000.
WOUNDED WARRIOR PROJECT 370 7TH AVENUE SUITE 1802 NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL	1,000.
ZACH THEATRE 1510 TOOMEY ROAD AUSTIN, TX 78704	NONE	PUBLIC CHARITY	GENERAL	6,250.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BESSEMER TRUST	4.	4.	
TOTAL TO PART I, LINE 3	4.	4.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BESSEMER TRUST	27,847.	0.	27,847.	27,847.	
TO PART I, LINE 4	27,847.	0.	27,847.	27,847.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
2014 REFUND	1,000.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,000.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FINANCIAL SERVICES FEES	2,875.	0.		2,875.
TO FORM 990-PF, PG 1, LN 16B	2,875.	0.		2,875.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES PAID	498.	498.		0.	
TAX PAYMENTS	1,989.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	2,487.	498.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
NYS CHAR500 ANNUAL FILING FEE	250.	0.		250.	
NY LAW JOURNAL	145.	0.		145.	
TO FORM 990-PF, PG 1, LN 23	395.	0.		395.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
BTN CTF LARGE CAP CORE FD	201,996.	172,564.		
OW REAL RETURN FUND	0.	0.		
OW LARGE CAP STRATEGIES FD	227,996.	299,299.		
OW GLOBAL SML & MID CAP FD	184,507.	214,610.		
OW GLOBAL OPPORTUNITIES FD	307,775.	325,593.		
LARGE CAP - US	297,525.	290,676.		
NON US	197,331.	179,283.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,417,130.	1,482,025.		

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
OW FIXED INCOME FUND	355,087.	353,930.
TOTAL TO FORM 990-PF, PART II, LINE 10C	355,087.	353,930.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	9
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NAME OF MANAGER

DAN I. RATHER
JEAN G. RATHER

Bessemer Trust

Account Summary

Report dated December 31, 2015
Amortized tax cost
Trade date basis

Page 1 of 4

THE DJR TRUST-FOUNDATION	Cost	Market value	Percent of account	Unrealized gain/(loss) amount	Unrealized gain/(loss) percent	Estimated annual income	Current yield
CASH AND SHORT TERM	\$5,900	\$5,900	0.6%	\$0	0.0%	\$6	0.10%
LARGE CAP CORE - GLOBAL	\$201,996	\$172,564	17.8%	(\$29,431)	(14.6%)	\$3,806	2.21%
LARGE CAP STRATEGIES	\$187,385	\$260,050	26.8%	\$72,664	38.8%	\$2,106	0.81%
SMALL & MID CAP	\$173,574	\$204,541	21.1%	\$30,966	17.8%	\$1,704	0.83%
STRATEGIC OPPORTUNITIES	\$307,775	\$325,593	33.6%	\$17,817	5.8%	\$5,254	1.61%
Total	\$876,630	\$968,648	100.0%	\$92,016	10.5%	\$12,876	1.33%

Market prices are updated nightly and therefore will not reflect pricing changes made intraday
As a result there may be instances where market price information may differ from other
Bessemer reporting systems that utilize finalized market prices

Report run on Feb 10, 2016 by Kalwachwadmin
Version 10 1 1 5

Bessemer Trust

Account Analysis

Report dated December 31, 2015

Page 2 of 4

Amortized tax cost

Trade date basis

Group and industry	Cost	Market value	Percent of asset class	Percent of account	Estimated annual income	Current yield
THE DJR TRUST-FOUNDATION CASH AND SHORT TERM						
CASH	\$0	\$0	0.0%	0.0%	\$0	
CASH EQUIVALENTS	\$5,900	\$5,900	100.0%	0.6%	\$6	0.10%
Total CASH AND SHORT TERM	\$5,900	\$5,900	100.0%	0.6%	\$6	0.10%
LARGE CAP CORE - GLOBAL						
LARGE CAP CORE FUNDS	\$201,996	\$172,564	100.0%	17.8%	\$3,806	2.21%
Total LARGE CAP CORE - GLOBAL	\$201,996	\$172,564	100.0%	17.8%	\$3,806	2.21%
LARGE CAP STRATEGIES						
LARGE CAP STRATEGIES FUNDS	\$187,385	\$260,050	100.0%	26.8%	\$2,106	0.81%
Total LARGE CAP STRATEGIES	\$187,385	\$260,050	100.0%	26.8%	\$2,106	0.81%
SMALL & MID CAP						
SMALL & MID CAP FUNDS	\$173,574	\$204,541	100.0%	21.1%	\$1,704	0.83%
Total SMALL & MID CAP	\$173,574	\$204,541	100.0%	21.1%	\$1,704	0.83%
STRATEGIC OPPORTUNITIES						
STRATEGIC OPPORTUNITIES FUNDS	\$307,775	\$325,593	100.0%	33.6%	\$5,254	1.61%
Total STRATEGIC OPPORTUNITIES	\$307,775	\$325,593	100.0%	33.6%	\$5,254	1.61%
Total	\$876,630	\$968,648	100.0%	100.0%	\$12,876	1.33%

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Report run on Feb 10, 2016 by Kalwachwadmin
Version 10 1 1 5

Bessemer Trust

Account Details

Report dated December 31, 2015
Amortized tax cost
Trade date basis

Page 3 of 4

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
THE DJR TRUST-FOUNDATION CASH											
AND SHORT TERM											
CASH											
999994	PRINCIPAL CASH		0 000	\$0 00	\$0	\$0 000	\$0	0 0%	\$0	\$0	
999995	INCOME CASH		0 000	\$0 00	\$0	\$0 000	\$0	0 0%	\$0	\$0	
999996	NET CASH		0 000	\$0 00	\$0	\$0 000	\$0	0 0%	\$0	\$0	
Total CASH					\$0		\$0	0.0%	\$0	\$0	
CASH EQUIVALENTS											
999990	BESSEMER SWEEP PROGRAM		5 170	\$0 97	\$5	\$0 967	\$5	0 1%	\$0	\$0	0 00%
Total CASH EQUIVALENTS			5,895 600	\$1 00	\$5,895	\$1 000	\$5,895	99 9%	\$0	\$6	0 10%
Total CASH AND SHORT TERM					\$5,900		\$5,900	100.0%	\$0	\$6	0 10%
LARGE CAP CORE - GLOBAL											
LARGE CAP CORE FUNDS											
812362	BTN CTF LARGE CAP CORE FD		2,282 008	\$88 52	\$201,996	\$75 619	\$172,564	100 0%	(\$29,431)	\$3,806	2 21%
Total LARGE CAP CORE FUNDS					\$201,996		\$172,564	100.0%	(\$29,431)	\$3,806	2.21%
Total LARGE CAP CORE - GLOBAL					\$201,996		\$172,564	100.0%	(\$29,431)	\$3,806	2.21%
LARGE CAP STRATEGIES											
LARGE CAP STRATEGIES FUNDS											
943344	OW LARGE CAP STRATEGIES FD	680414109	20,854 055	\$8 99	\$187,385	\$12 470	\$260,050	100 0%	\$72,664	\$2,106	0 81%
Total LARGE CAP STRATEGIES FUNDS					\$187,385		\$260,050	100.0%	\$72,664	\$2,106	0.81%
Total LARGE CAP STRATEGIES					\$187,385		\$260,050	100.0%	\$72,664	\$2,106	0.81%
SMALL & MID CAP											
SMALL & MID CAP FUNDS											
905637	OW SMALL & MID CAP FUND	680414604	13,746 081	\$12 63	\$173,574	\$14 880	\$204,541	100 0%	\$30,966	\$1,704	0 83%
Total SMALL & MID CAP FUNDS					\$173,574		\$204,541	100.0%	\$30,966	\$1,704	0.83%
Total SMALL & MID CAP					\$173,574		\$204,541	100.0%	\$30,966	\$1,704	0.83%

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Bessemer reporting systems that utilize finalized market prices

Report run on Feb 10, 2016 by Kalwachwadmin
Version 10 1 1 5

Bessemer Trust

Account Details

Report dated December 31, 2015
Amortized tax cost
Trade date basis

Page 4 of 4

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
THE DJR TRUST-FOUNDATION											
STRATEGIC OPPORTUNITIES											
STRATEGIC OPPORTUNITIES FUNDS											
943328	OW STRATEGIC OPPTYS FUND	680414802	44,909,457	\$6.85	\$307,775	\$7.250	\$325,593	100.0%	\$17,817	\$5,254	1.61%
Total STRATEGIC OPPORTUNITIES FUNDS					\$307,775		\$325,593	100.0%	\$17,817	\$5,254	1.61%
Total STRATEGIC OPPORTUNITIES					\$307,775		\$325,593	100.0%	\$17,817	\$5,254	1.61%
Total					\$876,630		\$968,648		\$92,016	\$12,876	1.33%

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As a result there may be instances where market price information may differ from other
Bessemer reporting systems that utilize finalized market prices

Report run on Feb 10, 2016 by Kalwachwadmin
Version 10 1 1 5

Bessemer Trust

Account Summary

Report dated December 31, 2015
Amortized tax cost
Trade date basis

Page 1 of 4

THE DJR TRUST-FOUNDATION - ETF

	Cost	Market value	Percent of account	Unrealized gain/(loss) amount	Unrealized gain/(loss) percent	Estimated annual income	Current yield
CASH AND SHORT TERM	\$3,745	\$3,745	0.5%	\$0	0.0%	\$4	0.11%
FIXED INCOME	\$355,087	\$353,930	42.8%	(\$1,157)	(0.3%)	\$3,045	0.86%
LARGE CAP - U S	\$297,525	\$290,676	35.1%	(\$6,849)	(2.3%)	\$6,112	2.10%
NON U S	\$197,331	\$179,283	21.7%	(\$18,048)	(9.1%)	\$5,294	2.95%
Total	\$853,688	\$827,634	100.0%	(\$26,054)	(3.1%)	\$14,455	1.75%

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Bessemer reporting systems that utilize finalized market prices

Report run on Feb 10, 2016 by Kalwachwadmin
Version 10.1.15

Bessemer Trust

Account Analysis

Report dated December 31, 2015
Amortized tax cost
Trade date basis

Page 2 of 4

Group and industry	Cost	Market value	Percent of asset class	Percent of account	Estimated annual income	Current yield
THE DJR TRUST-FOUNDATION - ETF CASH AND SHORT TERM						
CASH	\$0	\$0	0.0%	0.0%	\$0	
CASH EQUIVALENTS	\$3,745	\$3,745	100.0%	0.5%	\$4	0.11%
Total CASH AND SHORT TERM	\$3,745	\$3,745	100.0%	0.5%	\$4	0.11%
FIXED INCOME						
BOND FUNDS	\$355,087	\$353,930	100.0%	42.8%	\$3,045	0.86%
Total FIXED INCOME	\$355,087	\$353,930	100.0%	42.8%	\$3,045	0.86%
LARGE CAP - U.S.						
EXTERNAL LARGE CAP FUNDS	\$297,525	\$290,676	100.0%	35.1%	\$6,112	2.10%
Total LARGE CAP - U.S.	\$297,525	\$290,676	100.0%	35.1%	\$6,112	2.10%
NON U.S.						
EXTERNAL INTERNATIONAL FUNDS	\$197,331	\$179,283	100.0%	21.7%	\$5,294	2.95%
Total NON U.S.	\$197,331	\$179,283	100.0%	21.7%	\$5,294	2.95%
Total	\$853,688	\$827,634		100.0%	\$14,455	1.75%

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Report run on Feb 10, 2016 by Kalwachwadmin
Version 10 1 1 5

Bessemer Trust

Account Details

Report dated December 31, 2015

Page 3 of 4

Amortized tax cost
Trade date basis

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
THE DJR TRUST-FOUNDATION - ETF											
CASH AND SHORT TERM											
CASH											
999994	PRINCIPAL CASH		0 000	\$0 00	\$0	\$0 000	\$0	0 0%	\$0	\$0	
999995	INCOME CASH		0 000	\$0 00	\$0	\$0 000	\$0	0 0%	\$0	\$0	
999996	NET CASH		0 000	\$0 00	\$0	\$0 000	\$0	0 0%	\$0	\$0	
Total CASH					\$0		\$0	0.0%	\$0	\$0	
CASH EQUIVALENTS											
999990	BESSEMER SWEEP PROGRAM		82 650	\$0 99	\$82	\$0 992	\$82	2 2%	\$0	\$0	0 00%
Total CASH EQUIVALENTS			3,663 230	\$1 00	\$3,663	\$1 000	\$3,663	97 8%	\$0	\$4	0 11%
Total CASH AND SHORT TERM					\$3,745		\$3,745	100.0%	\$0	\$4	0.11%
FIXED INCOME											
BOND FUNDS											
704095	ISHARES BARCLAYS 1-3 YRS	464288646	1,690 000	\$105 08	\$177,585	\$104 600	\$176,774	49 9%	(\$811)	\$2,092	1 18%
842924	ISHARES LEHMAN 1-3YR TRS	464287457	2,100 000	\$84 52	\$177,502	\$84 360	\$177,156	50 1%	(\$346)	\$953	0 54%
Total BOND FUNDS					\$355,087		\$353,930	100.0%	(\$1,157)	\$3,045	0.86%
Total FIXED INCOME					\$355,087		\$353,930	100.0%	(\$1,157)	\$3,045	0.86%
LARGE CAP - U.S.											
EXTERNAL LARGE CAP FUNDS											
706306	VANGUARD S&P 500 ETF	922908363	1,555 000	\$191 33	\$297,525	\$186 930	\$290,676	100 0%	(\$6,849)	\$6,112	2 10%
Total EXTERNAL LARGE CAP FUNDS					\$297,525		\$290,676	100.0%	(\$6,849)	\$6,112	2.10%
Total LARGE CAP - U.S.					\$297,525		\$290,676	100.0%	(\$6,849)	\$6,112	2.10%
NON U.S.											
EXTERNAL INTERNATIONAL FUNDS											
962614	VNGRD FTSE ALL-WORLD EX-US	922042775	4,130 000	\$47 78	\$197,331	\$43 410	\$179,283	100 0%	(\$18,048)	\$5,294	2 95%
Total EXTERNAL INTERNATIONAL FUNDS					\$197,331		\$179,283	100.0%	(\$18,048)	\$5,294	2.95%

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Report run on Feb 10, 2016 by Kalwachwadmin
Version 10 1 1 5

Bessemer Trust

Account Details

Report dated December 31, 2015
Amortized tax cost
Trade date basis

Page 4 of 4

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
THE DJR TRUST-FOUNDATION - ETF											
NON U.S.											
Total NON U.S.					\$197,331		\$179,283	100.0%	(\$18,048)	\$5,294	2.95%
Total					\$853,688		\$827,634		(\$26,054)	\$14,455	1.75%

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Report run on Feb 10, 2016 by Kaiwachwadmin
Version 10 1 1 5

Bessemer Trust

Account Summary

Report dated December 31, 2015
Amortized tax cost
Trade date basis

Page 1 of 3

THE DJR TRUST-FOUNDATION # 2

	Cost	Market value	Percent of account	Unrealized gain/(loss) amount	Unrealized gain/(loss) percent	Estimated annual income	Current yield
CASH AND SHORT TERM	\$33,530	\$33,530	40.5%	\$0	0.0%	\$36	0.11%
LARGE CAP STRATEGIES	\$40,611	\$39,249	47.4%	(\$1,361)	(3.4%)	\$317	0.81%
SMALL & MID CAP	\$10,933	\$10,069	12.2%	(\$864)	(7.9%)	\$83	0.82%
Total	\$85,074	\$82,848	100.0%	(\$2,225)	(2.6%)	\$436	0.53%

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Report run on Feb 10, 2016 by Kaiwachwadmin
Version 10 1 1 5

Bessemer Trust

Account Analysis

Report dated December 31, 2015
Amortized tax cost
Trade date basis

Page 2 of 3

Group and industry	Cost	Market value	Percent of asset class	Percent of account	Estimated annual income	Current yield
THE DJR TRUST-FOUNDATION # 2 CASH AND SHORT TERM						
CASH	\$0	\$0	0.0%	0.0%	\$0	
CASH EQUIVALENTS	\$33,530	\$33,530	100.0%	40.5%	\$36	0.11%
Total CASH AND SHORT TERM	\$33,530	\$33,530	100.0%	40.5%	\$36	0.11%
LARGE CAP STRATEGIES						
LARGE CAP STRATEGIES FUNDS	\$40,611	\$39,249	100.0%	47.4%	\$317	0.81%
Total LARGE CAP STRATEGIES	\$40,611	\$39,249	100.0%	47.4%	\$317	0.81%
SMALL & MID CAP						
SMALL & MID CAP FUNDS	\$10,933	\$10,069	100.0%	12.2%	\$83	0.82%
Total SMALL & MID CAP	\$10,933	\$10,069	100.0%	12.2%	\$83	0.82%
Total	\$85,074	\$82,848		100.0%	\$436	0.53%

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Version 10 1 1 5

Bessemer Trust

Account Details

Report dated December 31, 2015
Amortized tax cost
Trade date basis

Page 3 of 3

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
THE DJR TRUST-FOUNDATION # 2 CASH											
AND SHORT TERM											
CASH											
999994	PRINCIPAL CASH		0 000	\$0 00	\$0	\$0 000	\$0	0 0%	\$0	\$0	
999995	INCOME CASH		0 000	\$0 00	\$0	\$0 000	\$0	0 0%	\$0	\$0	
999996	NET CASH		0 000	\$0 00	\$0	\$0 000	\$0	0 0%	\$0	\$0	
Total CASH					\$0		\$0	0 0%	\$0	\$0	
CASH EQUIVALENTS											
999990	BESSEMER SWEEP PROGRAM		407 960	\$1 00	\$407	\$0 998	\$407	1 2%	\$0	\$0	0 00%
Total CASH EQUIVALENTS			33,123 560	\$1 00	\$33,123	\$1 000	\$33,123	98.8%	\$0	\$36	0 11%
Total CASH AND SHORT TERM					\$33,530		\$33,530	100.0%	\$0	\$36	0 11%
LARGE CAP STRATEGIES											
LARGE CAP STRATEGIES FUNDS											
943344	OW LARGE CAP STRATEGIES FD	680414109	3,147 511	\$12 90	\$40,611	\$12 470	\$39,249	100 0%	(\$1,361)	\$317	0 81%
Total LARGE CAP STRATEGIES FUNDS					\$40,611		\$39,249	100.0%	(\$1,361)	\$317	0 81%
Total LARGE CAP STRATEGIES					\$40,611		\$39,249	100.0%	(\$1,361)	\$317	0 81%
SMALL & MID CAP											
SMALL & MID CAP FUNDS											
905637	OW SMALL & MID CAP FUND	680414604	676 702	\$16 16	\$10,933	\$14 880	\$10,069	100 0%	(\$864)	\$83	0 82%
Total SMALL & MID CAP FUNDS					\$10,933		\$10,069	100.0%	(\$864)	\$83	0 82%
Total SMALL & MID CAP					\$10,933		\$10,069	100.0%	(\$864)	\$83	0 82%
Total					\$85,074		\$82,848		(\$2,225)	\$436	0 53%

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Version 10 1 1 5