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Form 990-PF

Return of Private Foundation

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

OMB No 1545-0052

2015

Department of the Treasury
Internal Revenue ServiceDo 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.

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation OCEANIC HERITAGE FOUNDATION		A Employer identification number 43-1836518
Number and street (or P.O. box number if mail is not delivered to street address) C/O BBH & CO., 140 BROADWAY (PB-TAX)		B Telephone number 212-493-8219
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10005		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 9,024,107. (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____		

Part I 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		1,200,000.		N/A	
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		18,556.	18,556.		STATEMENT 1
4 Dividends and interest from securities		164,904.	164,904.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		698,481.			
b Gross sales price for all assets on line 6a 2,737,973.					
7 Capital gain net income (from Part IV, line 2)			698,481.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		2,081,941.	881,941.		
13 Compensation of officers, directors, trustees, etc		62,500.	15,625.		46,875.
14 Other employee salaries and wages					
15 Pension plans, employer benefits					
16a Legal fees		1,248.	0.		1,248.
b Accounting fees		11,000.	0.		11,000.
c Other professional fees		182,814.	74,314.		108,500.
17 Interest					
18 Taxes		8,595.	4,411.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		19,893.	120.		19,773.
24 Total operating and administrative expenses. Add lines 13 through 23		286,050.	94,470.		187,396.
25 Contributions, gifts, grants paid		1,515,000.			1,515,000.
26 Total expenses and disbursements. Add lines 24 and 25		1,801,050.	94,470.		1,702,396.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		280,891.			
b Net investment income (if negative, enter -0-)			787,471.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			Beginning of year	End of year	
					(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing					
	2	Savings and temporary cash investments			706,922.	188,809.	188,809.
	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 10		5,781,613.	5,764,733.	7,777,662.
	c	Investments - corporate bonds	STMT 11		299,205.	1,075,322.	1,057,636.
	11	Investments - land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶						
12	Investments - mortgage loans						
13	Investments - other						
14	Land, buildings, and equipment: basis ▶		37,134.				
	Less accumulated depreciation	STMT 12 ▶	37,134.				
15	Other assets (describe ▶)						
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			6,787,740.	7,028,864.	9,024,107.	
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 ▶ ☐						
	and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒						
	and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds			6,787,740.	7,028,864.	
	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			6,787,740.	7,028,864.		
31	Total liabilities and net assets/fund balances			6,787,740.	7,028,864.		

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	6,787,740.
2	Enter amount from Part I, line 27a	2	280,891.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	259.
4	Add lines 1, 2, and 3	4	7,068,890.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	40,026.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,028,864.

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 BBH #8938 SEE STATEMENT ATTACHED	P	VARIOUS	VARIOUS
b BBH #8938 SEE STATEMENT ATTACHED	P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,045,000.		1,049,026.	<4,026.>
b 1,669,516.		990,466.	679,050.
c 23,457.			23,457.
d			
e			

(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			<4,026.>
b			679,050.
c			23,457.
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	698,481.
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	2,692,996.	9,906,046.	.271854
2013	1,775,971.	8,750,342.	.202960
2012	1,683,619.	7,995,053.	.210583
2011	1,343,235.	7,599,443.	.176754
2010	1,374,016.	7,604,284.	.180690

2 Total of line 1, column (d)	2	1.042841
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	.208568
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	9,360,893.
5 Multiply line 4 by line 3	5	1,952,383.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,875.
7 Add lines 5 and 6	7	1,960,258.
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	1,702,396.

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)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	15,749.
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	15,749.
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	15,749.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	3,696.	
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	3,696.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ 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	12,053.	
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 ☐ 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
1b 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
1c 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?		
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 2015 or the taxable year beginning in 2015 (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		X

N/A

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? Website address ▶ N/A	X	
14 The books are in care of ▶ BBH & CO. Telephone no. ▶ 212 493 8000 Located at ▶ 140 BROADWAY (PB-TAX), NEW YORK, NY ZIP+4 ▶ 10005		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A		
16 At any time during calendar year 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? 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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	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?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years ▶	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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. ▶	2b	
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 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?	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 2015?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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

X

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

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No

7b

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

N/A

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

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
CHRYSSANTHY L. MENOUDAKOS	DIRECTOR, PRESIDENT			
C/O BBH & CO, 140 BROADWAY (PB-TAX)				
NEW YORK, NY 10005	5.00	0.	0.	0.
JOHN K. MENOUDAKOS	DIRECTOR, VICE-PRESIDENT			
C/O BBH & CO, 140 BROADWAY (PB-TAX)				
NEW YORK, NY 10005	15.00	62,500.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
BROWN BROTHERS HARRIMAN & CO 140 BROADWAY, NEW YORK, NY 10005	INVESTMENT ADVISORY & TAX SERVICES	85,197.
GEORGIA SIAMPALIOTIA - PO BOX 2130, LENOX HILL STATION, NEW YORK, NY 10021	CONSULTING	75,000.
ANNE-MARIE CLAVELLI - PO BOX 2130, LENOX HILL STATION, NEW YORK, NY 10021	CONSULTING	33,500.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a	Average monthly fair market value of securities	1a 8,996,375.
b	Average of monthly cash balances	1b 507,070.
c	Fair market value of all other assets	1c
d	Total (add lines 1a, b, and c)	1d 9,503,445.
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 9,503,445.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 142,552.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 9,360,893.
6	Minimum investment return. Enter 5% of line 5	6 468,045.

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	1 468,045.
2a	Tax on investment income for 2015 from Part VI, line 5	2a 15,749.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 15,749.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 452,296.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 452,296.
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	7 452,296.

Part XII**Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a 1,702,396.
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 1,702,396.
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 1,702,396.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				452,296.
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	995,770.			
b From 2011	966,673.			
c From 2012	1,285,856.			
d From 2013	1,344,920.			
e From 2014	2,205,086.			
f Total of lines 3a through e	6,798,305.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 1,702,396.				
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				452,296.
e Remaining amount distributed out of corpus	1,250,100.			
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:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	8,048,405.			
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	995,770.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	7,052,635.			
10 Analysis of line 9:				
a Excess from 2011	966,673.			
b Excess from 2012	1,285,856.			
c Excess from 2013	1,344,920.			
d Excess from 2014	2,205,086.			
e Excess from 2015	1,250,100.			

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

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
a Paid during the year				
SEE ATTACHED		PC		1,515,000.
Total			3a	1,515,000.
b Approved for future payment				
SEE ATTACHED		PC		400,000.
Total			3b	400,000.

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| | a Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| | b Other transactions. | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| | c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| | d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here Theresa J. J. J. J. 05/06/16 **EXECUTIVE VP & SECRETARY**

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr. 7)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name JONATHAN CURRY-EDWARDS	Preparer's signature 	Date 5/4/16	Check ☐ if self-employed	PTIN P01631523
	Firm's name ▶ BROWN BROTHERS HARRIMAN & CO				Firm's EIN ▶ 13-4973745
	Firm's address ▶ 140 BROADWAY, 4TH FL NEW YORK, NY 10005				Phone no. 212-493-8000

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

OCEANIC HERITAGE FOUNDATION

Employer identification number

43-1836518

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or 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
OCEANIC HERITAGE FOUNDATION	43-1836518

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	JOHN K. & CHRYSSANTHY L. MENOUDAKOS C/O BBH & CO, 140 BROADWAY (PB-TAX) NEW YORK, NY 10005	\$ 1,200,000.	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)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
OCEANIC HERITAGE FOUNDATION	43-1836518

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
OCEANIC HERITAGE FOUNDATION	43-1836518

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

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
BROWN BROTHERS HARRIMAN & CO CITIBANK	17,700. 856.	17,700. 856.	
TOTAL TO PART I, LINE 3	18,556.	18,556.	

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
BBH 2014 DIVIDENDS REPORTED IN 2015	27,203.	0.	27,203.	27,203.	
BROWN BROTHERS HARRIMAN & CO	161,158.	23,457.	137,701.	137,701.	
TO PART I, LINE 4	188,361.	23,457.	164,904.	164,904.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	1,248.	0.		1,248.
TO FM 990-PF, PG 1, LN 16A	1,248.	0.		1,248.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	11,000.	0.		11,000.
TO FORM 990-PF, PG 1, LN 16B	11,000.	0.		11,000.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	74,197.	74,197.		0.
ADR FEES	117.	117.		0.
CONSULTING FEES	108,500.	0.		108,500.
TO FORM 990-PF, PG 1, LN 16C	182,814.	74,314.		108,500.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	4,411.	4,411.		0.
FEDERAL TAX PAYMENTS	4,184.	0.		0.
TO FORM 990-PF, PG 1, LN 18	8,595.	4,411.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CSC CORPORATE FEE	316.	0.		316.
IT CONSULTING	10,500.	0.		10,500.
TELEPHONE	2,024.	0.		2,024.
STORAGE FEES	3,824.	0.		3,824.
TRANSPORTATION	2,347.	0.		2,347.
POSTAGE	342.	0.		342.
PO BOX RENTAL	180.	0.		180.
BANK FEES	360.	120.		240.
TO FORM 990-PF, PG 1, LN 23	19,893.	120.		19,773.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
CHECKS WRITTEN IN 2015 CLEARING IN 2016	259.
TOTAL TO FORM 990-PF, PART III, LINE 3	259.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	9
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DESCRIPTION	AMOUNT
PRIOR PERIOD ADJUSTMENT TO CASH	12,823.
2014 DIVIDENDS REPORTED IN 2015	27,203.
TOTAL TO FORM 990-PF, PART III, LINE 5	40,026.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS	5,764,733.	7,777,662.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,764,733.	7,777,662.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS	1,075,322.	1,057,636.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,075,322.	1,057,636.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 12
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER EQUIPMENT	2,497.	2,497.	0.
COMPUTER EQUIPMENT	34,637.	34,637.	0.
TOTAL TO FM 990-PF, PART II, LN 14	37,134.	37,134.	0.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT 13
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NAME OF MANAGER

CHRYSSANTHY L. MENOUDAKOS
JOHN K. MENOUDAKOS

OCEANIC HERITAGE FOUNDATION				
FORM 990-PF				
PART II - BALANCE SHEET				
2015 ASSET SUMMARY				
		CITIBANK	BROWN BROTHERS HARRIMAN	TOTAL
ASSETS: (COST BASIS)				
SAVINGS & TEMPORARY CASH INVESTMENTS		92,598	96,214	188,812
INVESTMENTS - CORPORATE STOCK		-	5,764,733	5,764,733
INVESTMENTS - CORPORATE BONDS		-	1,075,322	1,075,322
	CORPORATE BOND DETAIL PER STATEMENT OF ACCOUNT DETAIL			
	CORPORATE BONDS		620,881	
	GLOBAL BONDS		454,441	
			1,075,322	
TOTAL ASSETS		92,598	6,936,269	7,028,867
ASSETS: (FMV)				
SAVINGS & TEMPORARY CASH INVESTMENTS		92,598	96,214	188,812
INVESTMENTS - CORPORATE STOCK		-	7,777,662	7,777,662
INVESTMENTS - CORPORATE BONDS		-	1,057,636	1,057,636
	CORPORATE BOND DETAIL PER STATEMENT OF ACCOUNT DETAIL			
	CORPORATE BONDS		606,626	
	GLOBAL BONDS		451,010	
			1,057,636	
TOTAL ASSETS		92,598	8,931,512	9,024,110

STATEMENT OF ACCOUNT

Statement Period
Account Number
12/31/2015 through 12/31/2015
1091008938
OCEANIC HERITAGE FOUNDATION

Schedule Of Principal Investments

UNITS/SHARES	DESCRIPTION	UNIT PRICE	MKT VALUE	UNIT COST	COST	ACCR INC	UNREAL GAIN/LOSS	EST ANN INCOME	YTM	% GRP	% MKT
CASH											
PENDING CASH											
	PRINCIPAL CASH		0.00		0.00		0			0.00	0.00
	ACCURED INCOME		6,563.30		6,563.30		0			100.00	0.07
TOTAL PENDING CASH											
			6,563.30		6,563.30		0	0		100.00	0.07
TRANSACTIONAL CASH											
96,214.31	BBH U.S. GOVERNMENT MONEY MARKET FUND	1.00	96,214.31	1.00	96,214.31	0	0	10		100.00	1.08
TOTAL TRANSACTIONAL CASH											
			96,214.31		96,214.31		0	10		100.00	1.08
TOTAL CASH											
			102,777.61		102,777.61		0	10		100.00	1.15
FIXED INCOME											
STRATEGIC RESERVES											
22,512.087	BBH LIMITED DURATION FUND CL N	10.09	227,146.96	10.26	230,974.02	0	3,827-	4,755		100.00	2.54
TOTAL STRATEGIC RESERVES											
			227,146.96		230,974.02		3,827-	4,755		100.00	2.54
U S INV GRADE TAXABLE											
CORPORATE BONDS											
100,000	SIMON PROP GP LP NOTES 2.15% 08/15/2017 CALLABLE 06/15/2017 @ 100 DUR: 1.42 YRS CY 2.13%	100.928	100,928.00	99.58	99,584.00	633	1,344	2,150	1.60	16.63	1.13

STATEMENT OF ACCOUNT

Statement Period
Account Number
12/31/2015 through 12/31/2015
1091008938
OCEANIC HERITAGE FOUNDATION

Schedule Of Principal Investments

UNITS/SHARES	DESCRIPTION	UNIT PRICE	MKT VALUE	UNIT COST	COST	ACCR INC	UNREAL GAIN/LOSS	EST ANN INCOME	YTM	% GRP	% MKT
250,000	PFIZER INC NOTES 3% 06/15/2023 DUR: 6.63 YRS CY: 2.98%	100.736	251,840.00	103.64	259,093.98	333	7,254-	7,500	2.89	41.50	2.82
250,000	INTL BUSINESS MACHINES CORP NOTES 3.375% 08/01/2023 DUR: 6.56 YRS CY: 3.32%	101.543	253,857.50	104.88	262,203.22	3,516	8,346-	8,438	3.14	41.84	2.84
TOTAL CORPORATE BONDS											
			606,625.50		620,881.20		14,256-	18,088		99.97	6.79
PREFERRED STOCK											
1,200	* LEHMAN BRO HLD CP TR V PFD SER M 04/22/2053-2011	0.1221	146.52	23.59	28,307.25	0	28,161-	7,200		0.02	0.00
TOTAL PREFERRED STOCK											
			146.52		28,307.25		28,161-	7,200		0.02	0.00
TOTAL U.S. INV GRADE TAXABLE											
			606,772.02		649,188.45		42,417-	25,288		100.00	6.79
GLOBAL BONDS											
100,000	TOTAL CAPITAL INTL SA NOTES MAKE WHOLE 1.5% 02/17/2017 CY: 1.5%	100.178	100,178.00	99.71	99,713.00	558	465	1,500	1.34	22.21	1.12
100,000	SVENSKA HANDELSBANKEN AB NOTES 2.875% 04/04/2017 CY: 2.83%	101.719	101,719.00	99.91	99,908.00	695	1,811	2,875	1.49	22.55	1.14
250,000	STATOIL ASA MAKE WHOLE 2.25% 11/08/2019 DUR: 4.70 YRS CY: 2.26%	99.645	249,112.50	101.93	254,819.65	828	5,707-	5,625	2.35	55.23	2.79
TOTAL GLOBAL BONDS											
			451,009.50		454,440.65		3,431-	10,000		100.00	5.05
TOTAL FIXED INCOME											
			1,284,928.48		1,334,603.12		49,675-	40,043		100.00	14.38

STATEMENT OF ACCOUNT

Page 5

Statement Period
Account Number
12/31/2015 through 12/31/2015
1091008938
OCEANIC HERITAGE FOUNDATION

Schedule Of Principal Investments

UNITS/SHARES	DESCRIPTION	UNIT PRICE	MKT VALUE	UNIT COST	COST	ACCR INC	UNREAL GAIN/LOSS	EST ANN INCOME	YTM	% GRP	% MKT
EQUITY											
U S LARGE CAP EQUITY											
CONSUMER DISCRETIONARY											
2,900	BED BATH & BEYOND INC	48.25	139,925.00	69.56	201,715.41	0	61,790.-	1,450		2.09	1.57
6,925	COMCAST CORP CL A	56.43	390,777.75	19.77	136,912.28	0	253,865	6,925		5.85	4.37
1,500	* WALT DISNEY COMPANY	105.08	157,620.00	18.44	27,661.12	0	129,959	2,130		2.36	1.76
7,000	DISCOVERY COMMUNICATIONS -C	25.22	176,540.00	26.63	186,433.56	0	9,894.-	0		2.64	1.98
5,308	LIBERTY INTERACTIVE CORP Q-A	27.32	145,014.56	11.06	58,694.24	0	86,320	0		2.17	1.62
TOTAL CONSUMER DISCRETIONARY											
			1,009,877.31		611,416.61		398,460	10,505		15.11	11.30
CONSUMER STAPLES											
1,450	DIAGEO PLC- SPONSORED ADR	109.07	158,151.50	68.95	99,975.60	0	58,176	4,950		2.37	1.77
1,000	KIMBERLY-CLARK CORP	127.30	127,300.00	49.10	49,103.25	0	78,197	3,520		1.90	1.42
3,475	NESTLE S A SPONS ADR	74.42	258,609.50	51.64	179,465.13	0	79,144	6,637		3.87	2.89
2,600	UNILEVER N V-NY SHARES	43.32	112,632.00	38.25	99,439.31	0	13,193	3,045		1.68	1.26
2,112	WAL-MART STORES INC	61.30	129,465.60	55.11	116,386.89	0	13,079	4,140		1.94	1.45
TOTAL CONSUMER STAPLES											
			786,158.60		544,370.18		241,789	22,292		11.76	8.79
ENERGY											
2,650	EOG RESOURCES INC	70.79	187,593.50	45.40	120,299.70	0	67,294	1,776		2.81	2.10
1,825	OCCIDENTAL PETROLEUM CORP	67.61	123,388.25	86.38	157,634.83	0	34,247.-	5,475		1.85	1.38
1,900	SCHLUMBERGER LTD	69.75	132,525.00	93.17	177,023.00	0	44,498.-	3,800		1.98	1.48
5,300	SOUTHWESTN ENERGY CO	7.11	37,683.00	33.87	179,523.34	0	141,840.-	0		0.56	0.42

* Client Directed or Held for Sale

STATEMENT OF ACCOUNT

Statement Period
Account Number
12/31/2015 through 12/31/2015
1091008938
OCEANIC HERITAGE FOUNDATION

Schedule Of Principal Investments

UNITS/SHARES	DESCRIPTION	UNIT PRICE	MKT VALUE	UNIT COST	COST	ACCR INC	UNREAL GAIN/LOSS	EST ANN INCOME	YTM	% GRP	% MKT
	TOTAL ENERGY		481,189.75		634,480.87		153,291.-	11,051		7.20	5.38
	FINANCIALS										
3,600	AMERICAN EXPRESS CO	69.55	250,380.00	37.73	135,810.86	0	114,569	4,176		3.75	2.80
3,025	BERKSHIRE HATHAWAY INC-CL B	132.04	399,421.00	75.97	229,819.05	0	169,602	0		5.98	4.47
525	* CHUBB CORP	132.64	69,636.00	53.08	27,868.58	0	41,767	1,197		1.04	0.78
6,900	PROGRESSIVE CORP OHIO	31.80	219,420.00	20.12	138,804.79	0	80,615	4,733		3.28	2.45
7,475	U S BANCORP	42.67	318,958.25	25.08	187,471.31	0	131,487	7,625		4.77	3.57
5,900	WELLS FARGO & CO	54.36	320,724.00	31.53	186,010.36	0	134,714	8,850		4.80	3.59
	TOTAL FINANCIALS		1,578,539.25		905,784.95		672,754	26,581		23.62	17.66
	HEALTHCARE										
4,125	BAXALTA INC COM STK	39.03	160,998.75	25.40	104,781.94	0	56,217	1,155		2.41	1.80
760	* DENTSPLY INTL INC	60.85	46,246.00	29.22	22,207.96	0	24,038	220		0.69	0.52
2,775	NOVARTIS AG - ADR	86.04	238,761.00	53.32	147,962.49	0	90,799	6,269		3.57	2.67
475	HENRY SCHEIN INC COM STK	158.19	75,140.25	62.66	29,761.74	0	45,379	0		1.12	0.84
5,351	ZOETIS INC COM STK	47.92	256,419.92	30.11	161,121.93	0	95,298	2,033		3.84	2.87
	TOTAL HEALTHCARE		777,565.92		465,836.06		311,731	9,677		11.63	8.70
	INDUSTRIALS										
1,000	* BOEING CO	144.59	144,590.00	40.06	40,059.60	0	104,530	4,360		2.16	1.62
1,723	WASTE MANAGEMENT INC	53.37	91,956.51	32.29	55,636.32	0	36,320	2,653		1.38	1.03
	TOTAL INDUSTRIALS		236,546.51		95,695.92		140,850	7,013		3.54	2.65

* Client Directed or Held for Sale

STATEMENT OF ACCOUNT

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Statement Period
Account Number
12/31/2015 through 12/31/2015
1091008938
OCEANIC HERITAGE FOUNDATION

Schedule Of Principal Investments

UNITS/SHARES	DESCRIPTION	UNIT PRICE	MKT VALUE	UNIT COST	COST	ACCR INC	UNREAL GAIN/LOSS	EST ANNUAL INCOME	YTM	% GRP	% MKT
INFORMATION TECHNOLOGY											
20,000	* ALCATEL ALSTHOM SPONS ADR 1/5 SH	3.83	76,600.00	3.50	70,012.37	0	6,588	0		1.15	0.86
340	ALPHABET INC CL C	758.88	258,019.20	296.51	100,812.10	0	157,207	0		3.86	2.89
203	ALPHABET INC CL A	778.01	157,936.03	291.41	59,155.49	0	98,781	0		2.36	1.77
1,375	EBAY INC	27.48	37,785.00	9.70	13,342.80	0	24,442	0		0.57	0.42
500	INTL BUSINESS MACHINES CORP	137.62	68,810.00	96.69	48,345.00	0	20,465	2,600		1.03	0.77
5,234	MICROSOFT CORP	55.48	290,382.32	28.67	150,041.56	0	140,341	7,537		4.34	3.25
9,000	ORACLE CORP	36.53	328,770.00	38.87	349,840.53	0	21,071	5,400		4.92	3.68
2,775	PAYPAL HOLDINGS INC- COM STK	36.20	100,455.00	24.03	66,691.23	0	33,764	0		1.50	1.12
3,300	QUALCOMM INC	49.985	164,950.50	68.96	227,584.00	0	62,634	6,336		2.47	1.85
TOTAL INFORMATION TECHNOLOGY			1,483,708.05		1,085,825.08		397,883	21,873		22.20	16.61
MATERIALS											
2,103	CELANESE CORP SERIES A	67.33	141,594.99	45.25	95,167.67	0	46,427	2,524		2.12	1.58
1,000	E I DU PONT DE NEMOURS	66.60	66,600.00	37.64	37,635.98	0	28,964	1,520		1.00	0.75
1,200	PRAXAIR INC	102.40	122,880.00	125.18	150,216.00	0	27,336	3,432		1.84	1.37
TOTAL MATERIALS			331,074.99		283,019.65		48,055	7,476		4.96	3.70
TOTAL U.S. LARGE CAP EQUITY			6,684,660.38		4,626,429.32		2,058,231	116,468		100.00	74.79
U.S. SMALL/MID CAP EQUITY											
200	* CHEMOURS CO/THE COM STK	5.36	1,072.00	9.55	1,910.82	0	839	24		0.27	0.01
125	* HALYARD HEALTH INC COM	33.41	4,176.25	16.89	2,111.75	0	2,065	0		1.04	0.05
14,706.841	LONGLEAF PARTNERS SMALL CAP FD	26.98	396,790.57	28.90	425,000.00	0	28,209	441		98.69	4.44

* Client Directed or Held for Sale

STATEMENT OF ACCOUNT

Statement Period 12/31/2015 through 12/31/2015
Account Number 1091008938
OCEANIC HERITAGE FOUNDATION

Schedule Of Principal Investments

UNITS/SHARES	DESCRIPTION	UNIT PRICE	MKT VALUE	UNIT COST	COST	ACCR INC	UNREAL GAIN/LOSS	EST ANN INCOME	YTM	% GRP	% MKT
	TOTAL U.S. SMALL/MID CAP EQUITY		402,038.82		429,022.57		26,983.-	465		100.00	4.50
	NON-U.S. DEVELOPED EQUITY										
33,381.581	BBH INTERNATIONAL EQUITY FUND CL N	13.89	463,670.16	13.48	450,000.00	0	13,670	8,342	100.00	100.00	5.19
	TOTAL NON-U.S. DEVELOPED EQUITY		463,670.16		450,000.00		13,670	8,342	100.00	100.00	5.19
	TOTAL EQUITY		7,550,369.36		5,505,451.89		2,044,918	125,275	100.00	100.00	84.48
	Total Principal		8,938,075.45		6,942,832.62		1,995,243	165,328	100.00	100.00	100.00

2015 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction in Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	COMPUTER EQUIPMENT	120108	150DB	5.00	17	2,497.			2,497.	2,497.		0.
2	COMPUTER EQUIPMENT	123009	150DB	5.00	17	34,637.			34,637.	34,637.		0.
	* TOTAL 990-PF PG 1 DEPR					37,134.		0.	37,134.	37,134.	0.	0.

2015 Contribution Disbursements

Organization	Payment	Purpose
Achilles International 42 West 38th Street, Suite 400 New York, NY 10018	\$15,000	Achilles Freedom Team
Actors Fund of America 729 Seventh Avenue, 10th Floor New York, NY 10019	\$7,500	Education Training Courses
Alvin Ailey American Dance Theater 405 West 55th Street New York, NY 10019	\$15,000	Support for Ailey II
American Ballet Theatre 890 Broadway New York, NY 10003	\$15,000	ABT's Studio Company
American Farm School 1133 Broadway, Suite 1226 New York, NY 10010	\$25,000	Financial Aid
American Farm School 1133 Broadway, Suite 1226 New York, NY 10010	\$25,000	Financial Aid
American Heart Association National Center 7272 Greenville Avenue Dallas, TX 75231	\$5,000	Go Red for Women
American Museum of Natural History Central Park West at 79th Street New York, NY 10024	\$15,000	Science Mentoring and STEM Programs
American School of Classical Studies at Athens Gennadius Library 6-8 Charlton Street Princeton, NJ 08540	\$7,500	Support for Gennadius Library
AmeriCares Inc. 88 Hamilton Avenue Stamford, CT 06902	\$20,000	AmeriCares FreeClinics
AmeriCares Inc. 88 Hamilton Avenue Stamford, CT 06902	\$20,000	Disaster Relief Efforts
AmeriCares Inc. 88 Hamilton Avenue Stamford, CT 06902	\$15,000	Philippines Disaster Relief
AmeriCares Inc. 88 Hamilton Avenue Stamford, CT 06902	\$20,000	Philippines Disaster Relief

Anatolia College Office of Trustees 18 Tremont Street, Suite 704 Boston, MA 02108	\$10,000	Financial Aid
Camp AmeriKids 88 Hamilton Avenue Stamford, CT 06902	\$7,500	Leader-in-Training Program
Cathedral of St. John the Divine 1047 Amsterdam Avenue New York, NY 10025	\$10,000	Children's Quest Fund
Cathedral of St. John the Divine 1047 Amsterdam Avenue New York, NY 10025	\$5,000	Restoration Efforts
Central Park Conservancy 14 East 60th Street New York, NY 10022	\$10,000	Playground Renovation
Central Park Conservancy 14 East 60th Street New York, NY 10022	\$10,000	Youth Programs
Chapin School 100 East End Avenue New York, NY 10028	\$7,500	Financial Aid
Children's Aid Society 105 East 22nd Street New York, NY 10010	\$15,000	After-School and College-Prep Programs
Children's Scholarship Fund 8 West 38th Street, 9th Floor New York, NY 10018	\$10,000	Financial Aid
Churchie Foundation (Anglican Church Grammar School) Oaklands Parade East Brisbane, Queensland 4169 Australia	\$25,000	Financial Aid
City Harvest, Inc. 6 East 32nd Street New York, NY 10016	\$15,000	Child Hunger Relief Programs
Doctors Without Borders 333 Seventh Avenue, 2nd Floor New York, NY 10001	\$15,000	Child Malnutrition Relief Programs
Doctors Without Borders 333 Seventh Avenue, 2nd Floor New York, NY 10001	\$30,000	Relief Programs
End Hunger Network 365 Sycamore Road Santa Monica CA 90402	\$15,000	Child Hunger Relief Programs
Feeding America 35 East Wacker Drive, Suite 2000 Chicago, IL 60601	\$15,000	Child Hunger Relief Programs

Fisher House Foundation, Inc. 111 Rockville Pike, Suite 420 Rockville, Maryland 20850	\$15,000	Veterans' Services
Foundation of the American Academy of Ophthalmology 655 Beach Street San Francisco, CA 94109	\$15,000	Academy Education Fund
Fresh Air Fund 633 Third Avenue, 14th Floor New York, NY 10017	\$7,500	Fresh Air Fund Camps
Frick Collection 1 East 70th Street New York, NY 10021	\$7,500	Educational Outreach
Food Bank for New York City 39 Broadway New York, NY 10006	\$17,500	Hunger Relief
Fund for American Studies 1706 New Hampshire Ave. NW Washington, DC 20009	\$12,500	Summer School
George W. Bush Foundation Post Office Box 600610 Dallas, TX 75360	\$20,000	MSM and AREL Education Programs
Germantown Academy Post Office Box 287 Morris Road Fort Washington, PA 19034	\$25,000	Financial Aid
Give-An-Hour Post Office Box 5918 Bethesda, MD	\$15,000	Veterans' Mental Health Services
Global Green USA 2218 Main Street, 2nd Floor Santa Monica, CA 90405	\$15,000	Water Education and Management
Greek-United States Fulbright Fdn, Inc. 2300 North Street Washington, DC 20037	\$25,000	Support for Educational Exchanges
Greek-United States Fulbright Fdn, Inc. 2300 North Street Washington, DC 20037	\$25,000	Support for Educational Exchanges
Helen Keller International 352 Park Avenue South 12th Floor New York, NY 10010	\$12,500	Program combatting blindness
Heritage Foundation 214 Massachusetts Ave NE, Washington, DC 20002	\$7,500	Internship Program Support
Hole in Wall Gang Camp 555 Long Wharf Drive New Haven, CT 06511	\$10,000	Camp Educational Programs

Hospital for Special Surgery 535 East 70th Street New York, NY 10021	\$10,000	Patient Outreach Program
Iowa State University Foundation 2505 University Boulevard Ames, IA 50010	\$15,000	Financial Aid
Isabel O'Neil Foundation for the Art of the Painted Finish, Inc. 315 East 91st Street New York, NY 10128	\$5,000	General Support
Jazz at Lincoln Center (JALC) 3 Columbus Circle, 12th Floor New York, NY 10019	\$7,500	Educational Outreach Programs
Johns Hopkins School of Medicine 100 North Charles Street Baltimore, MD 21201	\$12,500	Financial Aid
John Hopkins University 1101 East 33 rd Street Baltimore, MD 21218	\$12,500	Financial Aid
Juvenile Diabetes Research Foundation International 120 Wall Street, 19th Floor New York, NY 10005	\$15,000	Medical Research and Outreach
Lenox Hill Hospital 100 East 77th Street New York, NY 10021	\$10,000	Emergency Room Support
Lincoln Center Corporate Fund 70 Lincoln Center Plaza New York, NY 10023	\$15,000	Support for Constituents
Lincoln Center Theater Vivian Beaumont Theater, Inc 150 West 65th Street New York, NY 10023	\$15,000	Educational Outreach Programs
Make-A-Wish Foundation of Metro NY 1111 Marcus Ave. Suite LL22 Lake Success, NY 11042	\$7,500	Program Support (NY office)
Marine Toys for Tots 18251 Quantico Gateway Drive Triangle, VA 22172	\$7,500	Toy Distribution Program
Mayo Clinic 200 First Street SW Rochester, MN 55905	\$15,000	Mayo Clinic Medical School
Memorial Sloan Kettering Cancer Center 1275 York Avenue New York, NY 10065	\$15,000	Hospital Schools Program

Metropolitan Museum of Art 1000 Fifth Avenue New York, NY 10028	\$45,000	Exhibition Support: Plains Indians
Metropolitan Museum of Art 1000 Fifth Avenue New York, NY 10028	\$25,000	Civil War and American Art Exhibition
Metropolitan Museum of Art 1000 Fifth Avenue New York, NY 10028	\$100,000	Teacher Programs
Metropolitan Museum of Art 1000 Fifth Avenue New York, NY 10028	\$75,000	Teen Programs
Metropolitan Opera 70 Lincoln Center Plaza New York, NY 10023	\$20,000	Educational Outreach Programs
Mount Vernon Ladies Association Post Office Box 110 Mount Vernon, VA 22121	\$5,000	Educational Outreach Programs
Museum of Modern Art 11 West 53rd Street New York, NY 10019	\$15,000	"Family Lab" Interactive Spaces
National Parks Conservation Association 777 6th Street NW, Suite 700 Washington DC 20001	\$20,000	Conservation and Outreach Programming
New York City Ballet New York State Theater 20 Lincoln Center New York, NY 10025	\$20,000	Educational Outreach Support
New York City Center (City Center 55th Street Theatre Fdn.) 130 West 56th Street New York, NY 10019	\$5,000	Educational Outreach Programs
New York City Police Foundation 345 Park Avenue New York, NY 10154	\$7,500	Real Time Crime Center
New York Philharmonic Symphony Society of New York Inc. 10 Lincoln Center Plaza New York, NY 10023	\$7,500	Educational Outreach Programs
New York Presbyterian Hospital 525 East 68th Street, Box 156 New York, NY 10021	\$10,000	Fund for Medicine
New York Public Library 188 Madison Avenue, 5th Floor New York, NY 10016	\$20,000	Summer Reading and Writing Program
New York University 726 Broadway, 2nd Floor New York, NY 10003	\$12,500	Financial Aid

NYU Polytechnic School of Engineering 6 Metrotech Center Brooklyn, NY 11201	\$12,500	Financial Aid
Royal Oak Foundation 35 West 35th Street, Suite 1200 New York, NY 10001	\$5,000	Educational Outreach
School of American Ballet 70 Lincoln Center Plaza New York, NY 10023	\$10,000	Financial Aid
Seamen's Church Institute 241 Water Street New York, NY 10038	\$7,500	Maritime Education Training Programs
Smithsonian Institution 1000 Jefferson Drive, SW Washington DC 20560	\$20,000	Education Programs for Teachers
SOS Children's Villages 1001 Connecticut Ave., NW Suite #1250 Washington, DC 20036	\$15,000	Program Support
SOS Children's Villages 1001 Connecticut Ave., NW Suite #1250 Washington, DC 20036	\$15,000	Relief Efforts
SOS Children's Villages 1001 Connecticut Ave., NW Suite #1250 Washington, DC 20036	\$30,000	Relief Efforts
Special Operations Warrior Foundation 1137 Marbella Plaza Drive Tampa, FL 33619	\$15,000	Financial Aid
St. Jude Children's Research Hospital 332 North Lauderdale Memphis, TN 38105	\$15,000	Support for Summer Camps
St. Jude Children's Research Hospital 332 North Lauderdale Memphis, TN 38105	\$20,000	Genome Project Support
Teachers College, Columbia University 525 West 120th Street, Box 72 New York, NY 10027	\$15,000	Financial Aid
Teachers College, Columbia University 525 West 120th Street, Box 72 New York, NY 10027	\$25,000	Student Computing Support Center
Teachers College, Columbia University 525 West 120th Street, Box 72 New York, NY 10027	\$10,000	Financial Aid
The Colonial Williamsburg Foundation P.O. Box 1776 Williamsburg, VA 23187	\$25,000	Teacher Professional Development
The National Trust for Historic Preservation 2600 Virginia Avenue NW Suite 1000 Washington, DC 20037	\$20,000	Outreach Programs

The Preservation Society of Newport County 424 Bellevue Avenue Newport, RI 02840	\$10,000	Conservation Programs
The Spence School 22 East 91st Street New York, NY 10128	\$15,000	Financial Aid
Theatreworks USA 151 West 26th Street, 7th Floor New York, NY 10001	\$5,000	Program Support
United Negro College Fund 8260 Willow Oaks Corporate Drive Fairfax, VA 22031	\$10,000	Emergency Student Aid Program
United States Olympic Committee One Olympic Plaza Colorado Springs, CO 80909	\$7,500	Athlete Tuition Assistance Program
World Monument Fund 350 Fifth Avenue, Suite 2412 New York, NY 10118	\$10,000	Conservation Project Support
World Rehabilitation Fund 16 East 40th Street, Suite 704 New York, NY 10016	\$5,000	Rehabilitation Program Support
Yorkville Community School PS151 Parent Teacher Association (PTA) 421 East 88th Street New York, NY 10028	\$7,500	Educational Programs Support
2015 Contributions Total	\$1,515,000	501(c)(3) Tax Exempt Nonprofit organizations

Pledge Commitment Schedule (2016-2019)

Organization	2016	2017	2018	2019
Total amount pledged				
Project				
Metropolitan Museum of Art	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000
\$500,000.00				
Teacher Programs				
Grand Total	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000