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## Return of Private Foundation

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

OMB No 1545-0052

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2016

Open to Public Inspection

For calendar year 2016 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 AVE

Room/suite

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

NEW YORK, NY 10111

G Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> 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)

J Accounting method  Cash  Accrual  
 Other (specify) \_\_\_\_\_

► \$ 1,766,559. (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	34.	34.		STATEMENT 1
4	Dividends and interest from securities	26,915.	26,915.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	15,563.			
b	Gross sales price for all assets on line 6a	286,754.			
7	Capital gain net income (from Part IV, line 2)		15,563.		
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	74,287.	42,512.		
13	Compensation of officers, directors, trustees, etc	5,205.	4,684.		521.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	STMT 3	2,875.	0.	2,875.
c	Other professional fees				
17	Interest				
18	Taxes	STMT 4	1,827.	533.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 5	400.	0.	400.
24	Total operating and administrative expenses. Add lines 13 through 23		10,307.	5,217.	3,796.
25	Contributions, gifts, grants paid		240,950.		240,950.
26	Total expenses and disbursements. Add lines 24 and 25		251,257.	5,217.	244,746.
27	Subtract line 26 from line 12.		-176,970.		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)			37,295.	
c	Adjusted net income (if negative, enter -0-)				N/A

MAY 1, 2017

Operating and Administrative Expenses

ED

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
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments		43,175.	70,985.
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 6	1,417,130.	1,179,364.
c	Investments - corporate bonds	STMT 7	355,087.	388,073.
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)		1,815,392.	1,638,422.
				1,766,559.
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.
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds		1,815,392.	1,638,422.
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		1,815,392.	1,638,422.
31	Total liabilities and net assets/fund balances		1,815,392.	1,638,422.

## 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	1,815,392.
2	Enter amount from Part I, line 27a	2	-176,970.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	1,638,422.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,638,422.

**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.)
a					
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	286,754.	271,191.	15,563.		
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					
			15,563.		
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	15,563.	
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))
2015	105,932.	1,937,415.	.054677
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

2 Total of line 1, column (d)

2 .297511

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 .059502

4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5

4 1,803,972.

5 Multiply line 4 by line 3

5 107,340.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 373.

7 Add lines 5 and 6

7 107,713.

8 Enter qualifying distributions from Part XII, line 4

8 244,746.

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.	1	373.
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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3 Add lines 1 and 2	3	373.
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	373.
6 Credits/Payments:		
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,160.
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	1,160.
8 Enter any penalty for underpayment of estimated tax. Check here <input 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	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	787.
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax ►	11	0.

**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?	1a	X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b	X
c Did the foundation file Form 1120-POL for this year?	1c	X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ <u>0.</u> (2) On foundation managers. ► \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ <u>0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T.</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>NY</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	8b	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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	X

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## 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)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► BESSEMER TRUST Located at ► 630 FIFTH AVENUE, NEW YORK, NY	Telephone no. ► 516-508-9623 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	► 15	N/A
16	At any time during calendar year 2016, 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 ►	16	Yes 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	X No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X 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	X 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	X 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 2016?	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	<input type="checkbox"/> Yes	X No
b	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. ► _____, _____, _____, _____	2b	
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	X No
b	If "Yes," did it have excess business holdings in 2016 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 2016)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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 2016?	4a	X
		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))?

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

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

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

(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 Yes  No Yes  No Yes  No 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

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

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 C/O BESSEMER TRUST, 630 FIFTH AVE NEW YORK, NY 10111	CO-TRUSTEE 5.00	0.	0.	0.
JEAN G. RATHER C/O BESSEMER TRUST, 630 FIFTH AVE NEW YORK, NY 10111	CO-TRUSTEE 5.00	0.	0.	0.
BESSEMER TRUST COMPANY, NA C/O BESSEMER TRUST, 630 FIFTH AVE NEW YORK, NY 10111	CO-TRUSTEE 10.00	5,205.	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

**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
<b>NONE</b>		

**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	<b>N/A</b>	
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	<b>N/A</b>	
2		
3		
<b>Total. Add lines 1 through 3</b>		<b>0.</b>

**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 1,796,670.
b Average of monthly cash balances	1b 34,774.
c Fair market value of all other assets	1c
d <b>Total</b> (add lines 1a, b, and c)	1d 1,831,444.
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 1,831,444.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 27,472.
5 <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5 1,803,972.
6 <b>Minimum investment return.</b> Enter 5% of line 5	6 90,199.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ►  and do not complete this part.)

1 Minimum investment return from Part X, line 6	1 90,199.
2a Tax on investment income for 2016 from Part VI, line 5	2a 373.
b Income tax for 2016. (This does not include the tax from Part VI.)	2b
c Add lines 2a and 2b	2c 373.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3 89,826.
4 Recoveries of amounts treated as qualifying distributions	4 0.
5 Add lines 3 and 4	5 89,826.
6 Deduction from distributable amount (see instructions)	6 0.
<b>7 Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 89,826.

**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 244,746.
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 <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 244,746.
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	5 373.
<b>6 Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6 244,373.

**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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				89,826.
2 Undistributed income, if any, as of the end of 2016			0.	
a Enter amount for 2015 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014	2,825.			
e From 2015	10,195.			
f Total of lines 3a through e	13,020.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 244,746.			0.	
a Applied to 2015, but not more than line 2a				
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 2016 distributable amount				89,826.
e Remaining amount distributed out of corpus				0.
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	154,920.	0.		
6 Enter the net total of each column as indicated below:	167,940.	0.		
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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				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 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	167,940.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014	2,825.			
d Excess from 2015	10,195.			
e Excess from 2016	154,920.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling  
b Check box to indicate whether the foundation is a private operating foundation described in section

2 a Enter the lesser of the adjusted net assets and the fair value of the assets less costs of disposal.

income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XI line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

- e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.

3 Subtract line 2d from line 2c

Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

## 1 Information Regarding Foundation Managers:

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

SEE STATEMENT 8

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

**NONE**

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

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

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

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

#### 6 Any submission deadlines

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

## Part XV Supplementary Information (continued)

## 3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
AMERICAN FRIENDS OF JORDAN RIVER VILLAGE FOUNDATION 244 MADISON AVE, SUITE 482 NEW YORK, NY 10016	NONE	PUBLIC CHARITY	GENERAL	500.
AMERICAN RED CROSS 520 WEST 49TH STREET NEW YORK, NY 10019	NONE	PUBLIC CHARITY	GENERAL	2,000.
ANTI-DEFAMATION LEAGUE AUSTIN 3305 NORTHLAND DRIVE, SUITE 310 AUSTIN, TX 78731	NONE	PUBLIC CHARITY	GENERAL	700.
CATSKILL MOUNTAINKEEPER 4054 NEW YORK 52 YOUNGSVILLE, NY 12791	NONE	PUBLIC CHARITY	GENERAL	6,000.
COASTAL CONSERVATION ASSOCIATION TEXAS 6919 PORTWEST DRIVE STE 100 HOUSTON, TX 77024	NONE	PUBLIC CHARITY	GENERAL	5,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET (S)</b>			► 3a 240,950.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				► 3b 0

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

## 1 Program service revenue:

a \_\_\_\_\_  
 b \_\_\_\_\_  
 c \_\_\_\_\_  
 d \_\_\_\_\_  
 e \_\_\_\_\_  
 f \_\_\_\_\_

g Fees and contracts from government agencies

## 2 Membership dues and assessments

## 3 Interest on savings and temporary cash investments

## 4 Dividends and interest from securities

## 5 Net rental income or (loss) from real estate:

a Debt-financed property  
 b Not debt-financed property

## 6 Net rental income or (loss) from personal property

## 7 Other investment income

## 8 Gain or (loss) from sales of assets other than inventory

## 9 Net income or (loss) from special events

## 10 Gross profit or (loss) from sales of inventory

## 11 Other revenue:

a \_\_\_\_\_  
 b \_\_\_\_\_  
 c \_\_\_\_\_  
 d \_\_\_\_\_  
 e \_\_\_\_\_

## 12 Subtotal. Add columns (b), (d), and (e)

14 34.

## 13 Total. Add line 12, columns (b), (d), and (e)

(See worksheet in line 13 instructions to verify calculations.)

13

42,512.

0. 42,512.

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

**Line No.** Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

N/A



**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](http://www.irs.gov/form990) .

OMB No 1545-0047

**2016****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 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. Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 doesn't 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) (2016)

Name of organization

THE DJR TRUST-FOUNDATION

Employer identification number

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

**Name of organization**

**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.

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

**(e) Transfer of gift**

**Transferee's name, address, and ZIP + 4**

### **Relationship of transferor to transferee**

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<b>(e) Transfer of gift</b>			

**(e) Transfer of gift**

**Transferee's name, address, and ZIP + 4**

### **Relationship of transferor to transferee**

<b>(a) No. from Part I</b>	<b>(b) Purpose of gift</b>	<b>(c) Use of gift</b>	<b>(d) Description of how gift is held</b>

**(e) Transfer of gift**

**Transferee's name, address, and ZIP + 4**

### **Relationship of transferor to transferee**

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

**(e) Transfer of gift**

**Transferee's name, address, and ZIP + 4**

**Relationship of transferor to transferee**

## 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		
b	PUBLICLY TRADED SECURITIES	P		
c	PUBLICLY TRADED SECURITIES	P		
d	PUBLICLY TRADED SECURITIES	P		
e	PUBLICLY TRADED SECURITIES	P		
f	BTC CTF LARGE CAP CORE FD	P		
g	CAPITAL GAINS DIVIDENDS	P		
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 166,555.		162,011.	4,544.	
b 6,207.		6,267.	-60.	
c 70,350.		68,814.	1,536.	
d 29,542.		29,344.	198.	
e 490.		440.	50.	
f		4,315.	-4,315.	
g 13,610.			13,610.	
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			(I) 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			4,544.	
b			-60.	
c			1,536.	
d			198.	
e			50.	
f			-4,315.	
g			13,610.	
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	15,563.	
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	

## THE DJR TRUST-FOUNDATION

13-7148229

## Part XV . Supplementary Information

## 3 Grants and Contributions Paid During the Year (Continuation)

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)				
COMMITTEE TO PROTECT JOURNALISTS 330 7TH AVENUE - 11TH FLOOR NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL	10,000.
EASTSIDE MEMORIAL HIGH SCHOOL 1012 ARTHUR STILES ROAD AUSTIN, TX 78712	NONE	PUBLIC CHARITY	GENERAL	10,000.
FOOD BANK FOR NEW YORK CITY PO BOX 1125 NEW YORK, NY 10277	NONE	PUBLIC CHARITY	GENERAL	2,500.
HEALING WATERS FLY FISHING PO BOX 695 LA PLATA, MD 20646	NONE	PUBLIC CHARITY	GENERAL	2,500.
INVESTIGATIVE REPORTERS & EDITORS 141 NEFF ANNEX, UMC COLUMBIA, MO 65211	NONE	PUBLIC CHARITY	GENERAL	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.
NAVY SEAL FOUNDATION 162 WEST 56TH STREET - SUITE 405 NEW YORK, NY 10019	NONE	PUBLIC CHARITY	GENERAL	1,250.
NY/NJ BAYKEEPER 52 WEST FRONT STREET KEYPORT, NJ 07735	NONE	PUBLIC CHARITY	GENERAL	2,500.
PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS, TX 75231	NONE	PUBLIC CHARITY	GENERAL	1,000.
REPORTERS COMMITTEE FOR FREEDOM OF THE PRESS 1156 15TH STREET NW SUITE 1250 WASHINGTON, DC 20005-1779	NONE	PUBLIC CHARITY	GENERAL	1,000.
<b>Total from continuation sheets</b>				<b>226,750.</b>

## THE DJR TRUST-FOUNDATION

13-7148229

## Part XV Supplementary Information

## 3 Grants and Contributions Paid During the Year (Continuation)

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
RICE UNIVERSITY PO BOX 1892 HOUSTON, TX 77251-1892	NONE	PUBLIC CHARITY	GENERAL	33,000.
SALVATION ARMY OF GREATER NY 20 WEST 14TH STREET, 5TH FLOOR NEW YORK, NY 10011	NONE	PUBLIC CHARITY	GENERAL	2,000.
SAVE OUR SPRINGS ALLIANCE 905 WEST OLTORF - SUITE A AUSTIN, TX 78704	NONE	PUBLIC CHARITY	GENERAL	2,000.
SCHOLARSHIP FUND FOR CHILDREN OF SLAIN NYPD SEARGENT PAUL TUOZZOLO 35 WORTH STREET NEW YORK, NY 10013	NONE	PUBLIC CHARITY	GENERAL	2,500.
ST. JAMES EPISCOPAL CHURCH 1205 W. FRANKLIN ST. RICHMOND, VA 23220	NONE	PUBLIC CHARITY	GENERAL	9,000.
ST. MICHAEL'S LUTHERAN CHURCH 700 FRIOT STREET WINCHESTER, TX 78945	NONE	PUBLIC CHARITY	GENERAL	500.
TEXAS STATE CEMETERY 909 NAVASOTA ST AUSTIN, TX 78702	NONE	PUBLIC CHARITY	GENERAL	1,000.
THE ANN RICHARDS SCHOOL FOR YOUNG WOMEN LEADERS 2206 PRATHER LANE AUSTIN, TX 78704	NONE	PUBLIC CHARITY	GENERAL	1,000.
THE BRISCOE CENTER FOR AMERICAN HISTORY 2300 RED RIVER ST STOP D1100 AUSTIN, TX 78712-1426	NONE	PUBLIC CHARITY	GENERAL	100,000.
THE MARCH 10TH UNDERCOVER FUND 26 THOMAS STREET NEW YORK, NY 10007	NONE	PUBLIC CHARITY	GENERAL	2,500.
<b>Total from continuation sheets</b>				

## THE DJR TRUST-FOUNDATION

13-7148229

## Part XV .Supplementary Information

### 3 Grants and Contributions Paid During the Year (Continuation)

**Total from continuation sheets**

623631  
04-01-16

## 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	34.	34.	
TOTAL TO PART I, LINE 3	34.	34.	

## 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	26,915.	0.	26,915.	26,915.	
TO PART I, LINE 4	26,915.	0.	26,915.	26,915.	

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

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 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	533.	533.		0.
TAX PAYMENTS	1,294.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,827.	533.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

5

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	150.	0.		150.
TO FORM 990-PF, PG 1, LN 23	400.	0.		400.

FORM 990-PF

CORPORATE STOCK

STATEMENT

6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BTN CTF LARGE CAP CORE FD	183,119.	169,751.
OW LARGE CAP STRATEGIES FD	184,035.	258,602.
OW GLOBAL SML & MID CAP FD	167,365.	199,632.
OW GLOBAL OPPORTUNITIES FD	199,100.	229,446.
LARGE CAP - US	259,250.	278,195.
NON US	186,495.	172,522.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,179,364.	1,308,148.

FORM 990-PF

CORPORATE BONDS

STATEMENT

7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
OW FIXED INCOME FUND	388,073.	387,426.
TOTAL TO FORM 990-PF, PART II, LINE 10C	388,073.	387,426.

FORM 990-PF

PART XV - LINE 1A  
LIST OF FOUNDATION MANAGERS

STATEMENT 8

## NAME OF MANAGER

DAN I. RATHER  
JEAN G. RATHER

# Bessemer Trust

## Account Summary

Report dated December 30, 2016  
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	\$25,941	\$25,941	3.0%	\$0	0.0%	\$63	0.24%
LARGE CAP CORE - GLOBAL	\$183,119	\$169,751	19.7%	(\$13,368)	(7.3%)	\$3,009	1.77%
LARGE CAP STRATEGIES	\$161,944	\$236,626	27.5%	\$74,682	46.1%	\$1,792	0.76%
SMALL & MID CAP	\$167,365	\$199,632	23.2%	\$32,267	19.3%	\$1,173	0.59%
STRATEGIC OPPORTUNITIES	\$199,100	\$229,446	26.6%	\$30,345	15.2%	\$4,348	1.89%
<b>Total</b>	<b>\$737,469</b>	<b>\$861,396</b>	<b>100.0%</b>	<b>\$123,926</b>	<b>16.8%</b>	<b>\$10,385</b>	<b>1.21%</b>

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

# Bessemer Trust

## Account Analysis

Report dated December 30, 2016

Amortized tax cost  
Trade date basis

Page 2 of 4

### THE DJR TRUST-FOUNDATION CASH AND SHORT TERM

Group and industry	Cost	Market value	Percent of asset class	Percent of account	Estimated annual income	Current yield
<b>CASH</b>						
CASH EQUIVALENTS	\$0	\$0	0.0%	0.0%	\$0	\$0
<b>Total CASH AND SHORT TERM</b>	<b>\$25,941</b>	<b>\$25,941</b>	<b>100.0%</b>	<b>3.0%</b>	<b>\$63</b>	<b>0.24%</b>
<b>LARGE CAP CORE - GLOBAL</b>						
LARGE CAP CORE FUNDS	\$25,941	\$25,941	100.0%	3.0%	\$63	0.24%
<b>Total LARGE CAP CORE - GLOBAL</b>	<b>\$183,119</b>	<b>\$169,751</b>	<b>100.0%</b>	<b>19.7%</b>	<b>\$3,009</b>	<b>1.77%</b>
<b>LARGE CAP STRATEGIES</b>						
LARGE CAP STRATEGIES FUNDS	\$161,944	\$236,626	100.0%	27.5%	\$1,792	0.76%
<b>Total LARGE CAP STRATEGIES</b>	<b>\$161,944</b>	<b>\$236,626</b>	<b>100.0%</b>	<b>27.5%</b>	<b>\$1,792</b>	<b>0.76%</b>
<b>SMALL &amp; MID CAP</b>						
SMALL & MID CAP FUNDS	\$167,365	\$199,632	100.0%	23.2%	\$1,173	0.59%
<b>Total SMALL &amp; MID CAP</b>	<b>\$167,365</b>	<b>\$199,632</b>	<b>100.0%</b>	<b>23.2%</b>	<b>\$1,173</b>	<b>0.59%</b>
<b>STRATEGIC OPPORTUNITIES</b>						
STRATEGIC OPPORTUNITIES FUNDS	\$199,100	\$229,446	100.0%	26.6%	\$4,348	1.89%
<b>Total STRATEGIC OPPORTUNITIES</b>	<b>\$199,100</b>	<b>\$229,446</b>	<b>100.0%</b>	<b>26.6%</b>	<b>\$4,348</b>	<b>1.89%</b>
<b>Total</b>	<b>\$737,469</b>	<b>\$864,396</b>		<b>100.0%</b>	<b>\$10,385</b>	<b>1.21%</b>

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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
<b>THE DJR TRUST-FOUNDATION</b>											
<b>STRATEGIC OPPORTUNITIES</b>											
<b>STRATEGIC OPPORTUNITIES FUNDS</b>											
943328	OW STRATEGIC OPPORTYS FUND	680414802	30,839,526	\$6.46	\$199,100	\$7,440	\$229,446	100.0%	\$30,345	\$4,348	1.89%
<b>Total STRATEGIC OPPORTUNITIES FUNDS</b>					<b>\$199,100</b>		<b>\$229,446</b>	<b>100.0%</b>	<b>\$30,345</b>	<b>\$4,348</b>	<b>1.89%</b>
<b>Total STRATEGIC OPPORTUNITIES</b>					<b>\$199,100</b>		<b>\$229,446</b>	<b>100.0%</b>	<b>\$30,345</b>	<b>\$4,348</b>	<b>1.89%</b>
<b>Total</b>					<b>\$737,469</b>		<b>\$861,396</b>		<b>\$123,926</b>	<b>\$10,385</b>	<b>1.21%</b>

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	Cost	Market value	Percent of account	Unrealized gain/(loss) amount	Unrealized gain/(loss) percent	Estimated annual income	Current yield
<b>THE DJR TRUST-FOUNDATION - ETF</b>							
CASH AND SHORT TERM	\$12,601	\$12,601	1.5%	\$0	0.0%	\$31	0.25%
FIXED INCOME	\$388,073	\$387,426	45.5%	(\$646)	(0.2%)	\$4,198	1.08%
LARGE CAP - US	\$259,250	\$278,195	32.7%	\$18,944	7.3%	\$5,606	2.02%
NON U S	\$186,495	\$172,522	20.3%	(\$13,972)	(7.5%)	\$5,107	2.96%
<b>Total</b>	<b>\$846,419</b>	<b>\$850,744</b>	<b>100.0%</b>	<b>\$4,326</b>	<b>0.5%</b>	<b>\$14,942</b>	<b>1.76%</b>

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Group and industry <b>THE DJR TRUST-FOUNDATION - ETF CASH AND SHORT TERM</b>	Cost	Market value	Percent of asset class	Percent of account	Estimated annual income	Current yield
<b>CASH</b>	\$0	\$0	0.0%	0.0%	\$0	\$0
CASH EQUIVALENTS	\$12,601	\$12,601	100.0%	1.5%	\$31	0.25%
<b>Total CASH AND SHORT TERM</b>	<b>\$12,601</b>	<b>\$12,601</b>	<b>100.0%</b>	<b>1.5%</b>	<b>\$31</b>	<b>0.25%</b>
<b>FIXED INCOME</b>						
BOND FUNDS	\$388,073	\$387,426	100.0%	45.5%	\$4,198	1.08%
<b>Total FIXED INCOME</b>	<b>\$388,073</b>	<b>\$387,426</b>	<b>100.0%</b>	<b>45.5%</b>	<b>\$4,198</b>	<b>1.08%</b>
<b>LARGE CAP - U.S.</b>						
EXTERNAL LARGE CAP FUNDS	\$259,250	\$278,195	100.0%	32.7%	\$5,606	2.02%
<b>Total LARGE CAP - U.S.</b>	<b>\$259,250</b>	<b>\$278,195</b>	<b>100.0%</b>	<b>32.7%</b>	<b>\$5,606</b>	<b>2.02%</b>
<b>NON U.S.</b>						
EXTERNAL INTERNATIONAL FUNDS	\$186,495	\$172,522	100.0%	20.3%	\$5,107	2.96%
<b>Total NON U.S.</b>	<b>\$186,495</b>	<b>\$172,522</b>	<b>100.0%</b>	<b>20.3%</b>	<b>\$5,107</b>	<b>2.96%</b>
<b>Total</b>	<b>\$846,419</b>	<b>\$850,744</b>		<b>100.0%</b>	<b>\$14,942</b>	<b>1.76%</b>

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## THE DJR TRUST-FOUNDATION - ETF

### CASH AND SHORT TERM

#### CASH

Security no	Security name	CUSIP/ ISIN/ SEDOL	Average cost per share/unit	Shares/ units	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
<b>CASH</b>											
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	
<b>Total CASH</b>					<b>\$0</b>		<b>\$0</b>	<b>0.0%</b>	<b>\$0</b>	<b>\$0</b>	
<b>CASH EQUIVALENTS</b>											
999990	BESSEMER SWEEP PROGRAM		5,743.380	\$1.00	\$5,743	\$1.000	\$5,743	45.6%	\$0	\$14	0.24%
			6,858.240	\$1.00	\$6,858	\$1.000	\$6,858	54.4%	\$0	\$17	0.25%
<b>Total CASH EQUIVALENTS</b>					<b>\$12,601</b>		<b>\$12,601</b>	<b>100.0%</b>	<b>\$0</b>	<b>\$31</b>	<b>0.25%</b>
<b>Total CASH AND SHORT TERM</b>					<b>\$12,601</b>		<b>\$12,601</b>	<b>100.0%</b>	<b>\$0</b>	<b>\$31</b>	<b>0.25%</b>

#### FIXED INCOME

BOND FUNDS											
704095	ISHARES BARCLAYS 1-3 YRS	464288646	1,845.000	\$105.14	\$193.983	\$104.940	\$193.614	50.0%	(\$369)	\$2,815	1.45%
842924	ISHARES LEHMAN 1-3YR TRS	464287457	2,295.000	\$84.57	\$194.090	\$84.450	\$193.812	50.0%	(\$277)	\$1,383	0.71%
<b>Total BOND FUNDS</b>					<b>\$388,073</b>		<b>\$387,426</b>	<b>100.0%</b>	<b>(\$646)</b>	<b>\$4,198</b>	<b>1.08%</b>
<b>Total FIXED INCOME</b>					<b>\$388,073</b>		<b>\$387,426</b>	<b>100.0%</b>	<b>(\$646)</b>	<b>\$4,198</b>	<b>1.08%</b>
<b>LARGE CAP - U.S.</b>											
<b>EXTERNAL LARGE CAP FUNDS</b>											
706306	VANGUARD S&P 500 ETF	922908363	1,355.000	\$191.33	\$259.250	\$205.310	\$278.195	100.0%	\$18,944	\$5,606	2.02%
<b>Total EXTERNAL LARGE CAP FUNDS</b>					<b>\$259,250</b>		<b>\$278,195</b>	<b>100.0%</b>	<b>\$18,944</b>	<b>\$5,606</b>	<b>2.02%</b>
<b>Total LARGE CAP - U.S.</b>					<b>\$259,250</b>		<b>\$278,195</b>	<b>100.0%</b>	<b>\$18,944</b>	<b>\$5,606</b>	<b>2.02%</b>
<b>NON U.S.</b>											
<b>EXTERNAL INTERNATIONAL FUNDS</b>											
962614	VNGRD FTSE ALL-WORLD EX-US	922042775	3,905.000	\$47.76	\$186,495	\$44.180	\$172,522	100.0%	(\$13,972)	\$5,107	2.96%
<b>Total EXTERNAL INTERNATIONAL FUNDS</b>					<b>\$186,495</b>		<b>\$172,522</b>	<b>100.0%</b>	<b>(\$13,972)</b>	<b>\$5,107</b>	<b>2.96%</b>

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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	
<b>THE DJR TRUST-FOUNDATION - ETF</b>												
<b>NON U.S.</b>												
					<b>\$186,495</b>		<b>\$172,522</b>	<b>100.0%</b>	<b>(\$13,972)</b>	<b>\$5,107</b>	<b>2.96%</b>	
	<b>Total NON U.S.</b>				<b>\$846,419</b>		<b>\$850,744</b>			<b>\$4,326</b>	<b>\$14,942</b>	<b>1.76%</b>
	<b>Total</b>											

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THE DJR TRUST-FOUNDATION # 2		Market value	Percent of account	Unrealized gain/(loss) amount	Unrealized gain/(loss) percent	Estimated annual income	Current yield
CASH AND SHORT TERM		\$32,443	\$32,443	59.6%	\$0	0.0%	0.25%
LARGE CAP STRATEGIES		\$22,091	\$21,976	40.4%	(\$115)	(0.5%)	0.76%
Total		<b>\$54,534</b>	<b>\$54,419</b>	<b>100.0%</b>	<b>(\$115)</b>	<b>(0.2%)</b>	<b>0.45%</b>

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### THE DJR TRUST-FOUNDATION # 2 CASH AND SHORT TERM

Group and industry	Cost	Market value	Percent of account	Percent of asset class	Estimated annual income	Current yield
<b>AND SHORT TERM</b>						
CASH	\$0	\$0	0.0%	0.0%	\$0	\$0
CASH EQUIVALENTS	\$32,443	\$32,443	100.0%	100.0%	\$80	0.25%
<b>Total CASH AND SHORT TERM</b>	<b>\$32,443</b>	<b>\$32,443</b>	<b>100.0%</b>	<b>59.6%</b>	<b>\$80</b>	<b>0.25%</b>
<b>LARGE CAP STRATEGIES</b>						
LARGE CAP STRATEGIES FUNDS	\$22,091	\$21,976	100.0%	40.4%	\$166	0.76%
<b>Total LARGE CAP STRATEGIES</b>	<b>\$22,091</b>	<b>\$21,976</b>	<b>100.0%</b>	<b>40.4%</b>	<b>\$166</b>	<b>0.76%</b>
<b>Total</b>	<b>\$54,534</b>	<b>\$54,419</b>	<b>100.0%</b>	<b>100.0%</b>	<b>\$246</b>	<b>0.45%</b>

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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
<b>THE DJR TRUST-FOUNDATION #2 CASH</b>											
<b>A ND SHORT TERM</b>											
<b>CASH</b>											
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
<b>Total CASH</b>					<b>\$0</b>		<b>\$0</b>	<b>0.0%</b>	<b>\$0</b>		<b>\$0</b>
<b>CASH EQUIVALENTS</b>											
999990	BESSEMER SWEEP PROGRAM			664.760	\$1.00	\$664	\$0.999	\$664	2.0%	\$0	\$1 0.15%
				31,779.920	\$1.00	\$31,779	\$1,000	\$31,779	98.0%	\$0	\$79 0.25%
<b>Total CASH EQUIVALENTS</b>					<b>\$32,443</b>		<b>\$32,443</b>	<b>100.0%</b>	<b>\$0</b>		<b>\$80 0.25%</b>
<b>Total CASH AND SHORT TERM</b>					<b>\$32,443</b>		<b>\$32,443</b>	<b>100.0%</b>	<b>\$0</b>		<b>\$80 0.25%</b>
<b>LARGE CAP STRATEGIES</b>											
<b>LARGE CAP STRATEGIES FUNDS</b>											
943344	OW LARGE CAP STRATEGIES FD		680414109	1,712.879	\$12.90	\$22,091	\$12,830	\$21,976	100.0%	(\$115)	\$166 0.76%
<b>Total LARGE CAP STRATEGIES FUNDS</b>				<b>\$22,091</b>		<b>\$22,091</b>		<b>\$21,976</b>	<b>100.0%</b>	<b>(\$115)</b>	<b>\$166 0.76%</b>
<b>Total LARGE CAP STRATEGIES</b>					<b>\$22,091</b>		<b>\$21,976</b>	<b>100.0%</b>	<b>(\$115)</b>		<b>\$166 0.76%</b>
<b>Total</b>					<b>\$54,534</b>		<b>\$54,419</b>		<b>(\$115)</b>		<b>\$246 0.45%</b>

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