

Return of Private Foundation

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

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2022

Open to Public Inspection

Form 990-PF

Department of the Treasury Internal Revenue Service

For calendar year 2022 or tax year beginning , and ending

Name of foundation: ROXANNE QUIMBY FOUNDATION, INC.
A Employer identification number: 47-5008812
B Telephone number: 207-963-2022
C If exemption application is pending, check here ...
D 1. Foreign organizations, check here ...
2. Foreign organizations meeting the 85% test, check here and attach computation ...
E If private foundation status was terminated under section 507(b)(1)(A), check here ...
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ...
G Check all that apply: Initial return, Final return, Address change, Initial return of a former public charity, Amended return, Name change
H Check type of organization: [X] Section 501(c)(3) exempt private foundation
I Fair market value of all assets at end of year: \$ 38,378,082.
J Accounting method: [X] Cash

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-27).

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	6,147.	8,131.	8,131.
	2 Savings and temporary cash investments	55,697.	1,599,305.	1,599,305.
	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 8 24,351,660.	14,239,712.	17,605,624.
	c Investments - corporate bonds	STMT 9 6,886,369.	7,872,653.	7,330,950.
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other	STMT 10 6,680,233.	6,554,978.	11,834,072.	
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)	37,980,106.	30,274,779.	38,378,082.	
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 FASB ASC 958, check here <input type="checkbox"/> and complete lines 24, 25, 29, and 30.			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds	0.	0.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	28 Retained earnings, accumulated income, endowment, or other funds	37,980,106.	30,274,779.	
29 Total net assets or fund balances	37,980,106.	30,274,779.		
30 Total liabilities and net assets/fund balances	37,980,106.	30,274,779.		

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 29 (must agree with end-of-year figure reported on prior year's return)	1	37,980,106.
2 Enter amount from Part I, line 27a	2	-7,705,327.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	30,274,779.
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 29	6	30,274,779.

Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENT

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b			
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			
	15,031,980.	15,041,693.	-9,713.

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			
			-9,713.

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	-9,713.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8	3	N/A

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)	1	7,771.
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) 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	7,771.
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	7,771.
6	Credits/Payments:		
a	2022 estimated tax payments and 2021 overpayment credited to 2022	6a	16,434.
b	Exempt foreign organizations - tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.
d	Backup withholding erroneously withheld	6d	0.
7	Total credits and payments. Add lines 6a through 6d	7	16,434.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0.
9	Tax due. If the total of lines 5 and 8 is more than 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	8,663.
11	Enter the amount of line 10 to be: Credited to 2023 estimated tax 8,663. Refunded	11	0.

Part VI-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 the 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. \$ <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?		X
	If "Yes," attach a detailed description of the activities.		
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b	If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
	If "Yes," attach the statement required by General Instruction T.		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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 XIV	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. _____ ME		
8b	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 2022 or the tax year beginning in 2022? See the instructions for Part XIII. If "Yes," complete Part XIII		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
	Website address <u>N/A</u>		
14	The books are in care of <u>DANIEL P. DOIRON, CPA</u> Telephone no. <u>(207) 772-1981</u> Located at <u>130 MIDDLE STREET, PORTLAND, ME</u> ZIP+4 <u>04112</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here		N/A
16	At any time during calendar year 2022, 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?		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		

Part VI-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?	1a(1)	X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)	X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)	X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)	X
(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)?	1a(5)	X
(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.)	1a(6)	X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b	N/A
c Organizations relying on a current notice regarding disaster assistance, check here		
d 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 2022?	1d	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 2022, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2022?	2a	X
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.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	X
b If "Yes," did it have excess business holdings in 2022 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2022.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2022?	4b	X

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

	Yes	No
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))?		X
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?		X
(3) Provide a grant to an individual for travel, study, or other similar purposes?		X
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	X	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		X
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	X	
c Organizations relying on a current notice regarding disaster assistance, check here		
d 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? SEE STATEMENT 11	X	
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?		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.		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		X
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?		X

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

1 List all officers, directors, trustees, and 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
ROXANNE QUIMBY 769 CONGRESS STREET PORTLAND, ME 04102	PRESIDENT & DIRECTOR 0.50	0.	0.	0.
HANNAH QUIMBY 769 CONGRESS STREET PORTLAND, ME 04102	SECRETARY & DIRECTOR 0.10	0.	0.	0.
RACHELLE QUIMBY 769 CONGRESS STREET PORTLAND, ME 04102	TREASURER & DIRECTOR 0.10	0.	0.	0.
LUCAS ST. CLAIR 769 CONGRESS STREET PORTLAND, ME 04102	DIRECTOR 0.10	0.	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 VII 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
GOLDMAN SACHS 125 HIGH STREET, 17TH FLOOR, BOSTON, MA 02110	INVESTMENT MNGMT & ADVICE	200,775.

Total number of others receiving over \$50,000 for professional services 0

Part VIII-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 VIII-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	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 0.

Part IX		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	43,534,654.
b	Average of monthly cash balances	1b	206,223.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	43,740,877.
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	43,740,877.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	656,113.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	43,084,764.
6	Minimum investment return. Enter 5% (0.05) of line 5	6	2,154,238.

Part X		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 IX, line 6	1	2,154,238.
2a	Tax on investment income for 2022 from Part V, line 5	2a	7,771.
b	Income tax for 2022. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b	2c	7,771.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,146,467.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,146,467.
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 XII, line 1	7	2,146,467.

Part XI		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	3,232,686.
b	Program-related investments - total from Part VIII-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 XII, line 4	4	3,232,686.

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1 Distributable amount for 2022 from Part X, line 7				2,146,467.
2 Undistributed income, if any, as of the end of 2022:				
a Enter amount for 2021 only			212,010.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2022:				
a From 2017				
b From 2018				
c From 2019				
d From 2020				
e From 2021				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2022 from Part XI, line 4: \$ 3,232,686.				
a Applied to 2021, but not more than line 2a ...			212,010.	
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 2022 distributable amount				2,146,467.
e Remaining amount distributed out of corpus	874,209.			
5 Excess distributions carryover applied to 2022 (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	874,209.			
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 2021. Subtract line 4a from line 2a. Taxable amount - see instr. ...			0.	
f Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023				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 2017 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2023. Subtract lines 7 and 8 from line 6a	874,209.			
10 Analysis of line 9:				
a Excess from 2018 ...				
b Excess from 2019 ...				
c Excess from 2020 ...				
d Excess from 2021 ...				
e Excess from 2022 ...	874,209.			

Part XIII Private Operating Foundations (see instructions and Part VI-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 2022, enter the date of the ruling _____

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

	Tax year				(e) Total
	(a) 2022	(b) 2021	(c) 2020	(d) 2019	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed					
b 85% (0.85) 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 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 IX, 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 XIV 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).)

ROXANNE QUIMBY

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., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or email 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:

c Any submission deadlines:

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

Part XIV 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				
ALLAGASH WILDERNESS WATERWAY FOUNDATION PO BOX 1141 BANGOR, ME 04402	N/A	PC	OPERATIONAL SUPPORT	2,000.
AVIAN HAVEN 418 N PALERMO RD FREEDOM, ME 04941	N/A	PC	OPERATIONAL SUPPORT	1,000.
CAPE ELIZABETH LAND TRUST 330 OCEAN HOUSE RD CAPE ELIZABETH, ME 04107	N/A	PC	OPERATIONAL SUPPORT	2,000.
DORCAS LIBRARY 28 MAIN STR GOULDSBORO, ME 04669	N/A	PC	OPERATIONAL SUPPORT	500.
FRIENDS OF KATAHDIN WOODS & WATERS PO BOX 18177 PORTLAND, ME 04112	N/A	PC	OPERATIONAL SUPPORT	1,000.
Total	SEE CONTINUATION SHEET(S)			3a 3,226,467.
b Approved for future payment				
NONE				
Total				
				3b 0.

Part XVI Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (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
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
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.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? Yes [X] No

b If "Yes," complete the following schedule. Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A'.

Sign Here: 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 [Signature] based on all information of which preparer has any knowledge. SIGN HERE 10/23/2023 PRESIDENT

Paid Preparer Use Only: Print/Type preparer's name DANIEL P. DOIRON, Preparer's signature DANIEL P. DOIRON, Date 10/20/23, Check if self-employed, PTIN P01206204, Firm's name ALBIN, RANDALL & BENNETT, Firm's EIN 01-0448006, Firm's address PO BOX 445, 130 MIDDLE STREET PORTLAND, ME 04112-0445, Phone no. 207-772-1981

ROXANNE QUIMBY FOUNDATION, INC.

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			
b PUBLICLY TRADED SECURITIES			
c US REAL PROPERTY INCOME FUND	P		
d GOLDMAN SACHS CAPITAL PARTNERS DISTRIB IN EXCESS	P		
e GOLDMAN SACHS CAPITAL PARTNERS AIV	P		
f VINTAGE VI DISTRIB IN EXCESS OF BASIS	P		
g DISTRESSED MANAGERS IV DISTRIB IN EXCESS OF BASIS	P		
h BROAD STREET II DISTRIB IN EXCESS OF BASIS	P		
i US REAL PROPERTY INCOME FUND	P		
j CAPITAL GAINS DIVIDENDS			
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 2,934,862.		2,957,323.	-22,461.
b 11,952,186.		12,080,714.	-128,528.
c 61,631.			61,631.
d 2,824.			2,824.
e		3,656.	-3,656.
f 62,688.			62,688.
g 7,284.			7,284.
h 9,218.			9,218.
i 361.			361.
j 926.			926.
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-22,461.
b			-128,528.
c			61,631.
d			2,824.
e			-3,656.
f			62,688.
g			7,284.
h			9,218.
i			361.
j			926.
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	-9,713.
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 XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HEART OF ELLSWORTH PO BOX 954 ELLSWORTH, ME 04605	N/A	PC	PUBLIC ART MURAL PROJECT	5,000.
ILLUSTRATION INSTITUTE 2 UNION STREET SUITE 400 PORTLAND, ME 04101	N/A	PC	OPERATIONAL SUPPORT	2,000.
MAINE ORGANIC FARMERS & GARDENERS 294 CROSBY BROOK ROAD UNITY, ME 04988	N/A	PC	OPERATIONAL SUPPORT	2,000.
MAINE ST SOC FOR THE PROT OF ANIMALS 279 RIVER RD WINDHAM, ME 04062	N/A	PC	ANIMAL WELFARE	25,000.
MAINE ST SOC FOR THE PROT OF ANIMALS 279 RIVER RD WINDHAM, ME 04062	N/A	PC	OPERATIONAL SUPPORT	25,000.
MUSEUM STORE ASSOCIATION 200 SOUTH 2ND ST CLARKSVILLE, TN 37040	N/A	PC	OPERATIONAL SUPPORT	500.
ORONO BOARDWALK 2 ALUMNI PLACE ORONO, ME 04469	N/A	PC	OPERATIONAL SUPPORT	500.
PLANNED PARENTHOOD MAINE ACTION FUND 443 CONGRESS STREET PORTLAND, ME 04101	N/A	PC	OPERATIONAL SUPPORT	2,000.
PREBLE STREET 55 PORTLAND STREET PORTLAND, ME 04101	N/A	PC	OPERATIONAL SUPPORT	10,000.
THE POTOMAC ASSOCIATION 916 S ROLLING RD BALTIMORE, MD 21228	N/A	PC	RESTORATION	25,000.
Total from continuation sheets				3,219,967.

Underpayment of Estimated Tax by Corporations

Attach to the corporation's tax return.

FORM 990-PF

2022

Go to www.irs.gov/Form2220 for instructions and the latest information.

Name ROXANNE QUIMBY FOUNDATION, INC.	Employer identification number 47-5008812
------------------------------------------------	-----------------------------------------------------

Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38, on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment			
1 Total tax (see instructions)		1	7,771.
2 a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a		
b Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b		
c Credit for federal tax paid on fuels (see instructions)	2c		
d Total. Add lines 2a through 2c		2d	
3 Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty		3	7,771.
4 Enter the tax shown on the corporation's 2021 income tax return. See instructions. Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5		4	35,379.
5 Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3		5	7,771.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation must file Form 2220 even if it does not owe a penalty. See instructions.	
6	The corporation is using the adjusted seasonal installment method.
7 <input checked="" type="checkbox"/>	The corporation is using the annualized income installment method.
8 <input checked="" type="checkbox"/>	The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment		(a)	(b)	(c)	(d)
9	Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	05/15/22	06/15/22	09/15/22	12/15/22
10	Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column	1,943.	1,943.	1,942.	1,943.
11	Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions	7,934.		8,500.	
Complete lines 12 through 18 of one column before going to the next column.					
12	Enter amount, if any, from line 18 of the preceding column		5,991.	4,048.	10,606.
13	Add lines 11 and 12		5,991.	12,548.	10,606.
14	Add amounts on lines 16 and 17 of the preceding column				
15	Subtract line 14 from line 13. If zero or less, enter -0-	7,934.	5,991.	12,548.	10,606.
16	If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-		0.	0.	
17	Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18				
18	Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	5,991.	4,048.	10,606.	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. (C corporations with tax years ending June 30 and S corporations: Use 3rd month instead of 4th month. Form 990-PF and Form 990-T filers: Use 5th month instead of 4th month.) See instructions 19				
20 Number of days from due date of installment on line 9 to the date shown on line 19	20			
21 Number of days on line 20 after 4/15/2022 and before 7/1/2022	21			
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 4\% (0.04)}{365}$...	22 \$	\$	\$	\$
23 Number of days on line 20 after 6/30/2022 and before 10/1/2022	23			
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 5\% (0.05)}{365}$...	24 \$	\$	\$	\$
25 Number of days on line 20 after 9/30/2022 and before 1/1/2023	25			
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times 6\% (0.06)}{365}$...	26 \$	\$	\$	\$
27 Number of days on line 20 after 12/31/2022 and before 4/1/2023	27			
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times 7\% (0.07)}{365}$...	28 \$	\$	\$	\$
29 Number of days on line 20 after 3/31/2023 and before 7/1/2023	29			
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times \%}{365}$	30 \$	\$	\$	\$
31 Number of days on line 20 after 6/30/2023 and before 10/1/2023	31			
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times \%}{365}$	32 \$	\$	\$	\$
33 Number of days on line 20 after 9/30/2023 and before 1/1/2024	33			
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33} \times \%}{365}$	34 \$	\$	\$	\$
35 Number of days on line 20 after 12/31/2023 and before 3/16/2024	35			
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35} \times \%}{366}$	36 \$	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37 \$	\$	\$	\$
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 34; or the comparable line for other income tax returns	38 \$			0.

* Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

Schedule A Adjusted Seasonal Installment Method and Annualized Income Installment Method

See instructions.

Form 1120-S filers: For lines 1, 2, 3, and 21, "taxable income" refers to excess net passive income or the amount on which tax is imposed under section 1374(a), whichever applies.

Part I Adjusted Seasonal Installment Method

Caution: Use this method only if the base period percentage for any 6 consecutive months is at least 70%. See instructions.

		(a)	(b)	(c)	(d)
		First 3 months	First 5 months	First 8 months	First 11 months
1	Enter taxable income for the following periods.				
a	Tax year beginning in 2019	1a			
b	Tax year beginning in 2020	1b			
c	Tax year beginning in 2021	1c			
2	Enter taxable income for each period for the tax year beginning in 2022. See the instructions for the treatment of extraordinary items	2			
3	Enter taxable income for the following periods.	First 4 months	First 6 months	First 9 months	Entire year
a	Tax year beginning in 2019	3a			
b	Tax year beginning in 2020	3b			
c	Tax year beginning in 2021	3c			
4	Divide the amount in each column on line 1a by the amount in column (d) on line 3a	4			
5	Divide the amount in each column on line 1b by the amount in column (d) on line 3b	5			
6	Divide the amount in each column on line 1c by the amount in column (d) on line 3c	6			
7	Add lines 4 through 6	7			
8	Divide line 7 by 3.0	8			
9a	Divide line 2 by line 8	9a			
b	Extraordinary items (see instructions)	9b			
c	Add lines 9a and 9b	9c			
10	Figure the tax on the amt on ln 9c using the instr for Form 1120, Sch J, line 2, or comparable line of corp's return	10			
11a	Divide the amount in columns (a) through (c) on line 3a by the amount in column (d) on line 3a	11a			
b	Divide the amount in columns (a) through (c) on line 3b by the amount in column (d) on line 3b	11b			
c	Divide the amount in columns (a) through (c) on line 3c by the amount in column (d) on line 3c	11c			
12	Add lines 11a through 11c	12			
13	Divide line 12 by 3.0	13			
14	Multiply the amount in columns (a) through (c) of line 10 by columns (a) through (c) of line 13. In column (d), enter the amount from line 10, column (d)	14			
15	Enter any alternative minimum tax (trusts only) for each payment period. See instructions	15			
16	Enter any other taxes for each payment period. See instr.	16			
17	Add lines 14 through 16	17			
18	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions	18			
19	Total tax after credits. Subtract line 18 from line 17. If zero or less, enter -0-	19			

Part II ^{**} Annualized Income Installment Method

		(a)	(b)	(c)	(d)
		First <u>2</u> months	First <u>3</u> months	First <u>6</u> months	First <u>9</u> months
20	Annualization periods (see instructions)				
21	Enter taxable income for each annualization period. See instructions for the treatment of extraordinary items	100,238.	246,381.	642,658.	643,675.
22	Annualization amounts (see instructions)	6.000000	4.000000	2.000000	1.333330
23a	Annualized taxable income. Multiply line 21 by line 22	601,428.	985,524.	1,285,316.	858,231.
23b	Extraordinary items (see instructions)				
23c	Add lines 23a and 23b	601,428.	985,524.	1,285,316.	858,231.
24	Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 2, or comparable line of corporation's return	8,360.	13,699.	17,866.	11,929.
25	Enter any alternative minimum tax (trusts only) for each payment period (see instructions)				
26	Enter any other taxes for each payment period. See instr.				
27	Total tax. Add lines 24 through 26	8,360.	13,699.	17,866.	11,929.
28	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions				
29	Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	8,360.	13,699.	17,866.	11,929.
30	Applicable percentage	25%	50%	75%	100%
31	Multiply line 29 by line 30	2,090.	6,850.	13,400.	11,929.

Part III Required Installments

		1st	2nd	3rd	4th
		installment	installment	installment	installment
	Note: Complete lines 32 through 38 of one column before completing the next column.				
32	If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the smaller of the amounts in each column from line 19 or line 31	2,090.	6,850.	13,400.	11,929.
33	Add the amounts in all preceding columns of line 38. See instructions		1,943.	3,886.	5,828.
34	Adjusted seasonal or annualized income installments. Subtract line 33 from line 32. If zero or less, enter -0-	2,090.	4,907.	9,514.	6,101.
35	Enter 25% (0.25) of line 5 on page 1 of Form 2220 in each column. Note: "Large corporations," see the instructions for line 10 for the amounts to enter	1,943.	1,943.	1,942.	1,943.
36	Subtract line 38 of the preceding column from line 37 of the preceding column				
37	Add lines 35 and 36	1,943.	1,943.	1,942.	1,943.
38	Required installments. Enter the smaller of line 34 or line 37 here and on page 1 of Form 2220, line 10. See instructions	1,943.	1,943.	1,942.	1,943.

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
PUBLICLY TRADED SECURITIES	143,287.	143,287.	
TOTAL TO PART I, LINE 3	143,287.	143,287.	

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
PUBLICLY TRADED SECURITIES	689,650.	926.	688,724.	688,724.	
TO PART I, LINE 4	689,650.	926.	688,724.	688,724.	

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 FEES	816.	0.		816.
TO FM 990-PF, PG 1, LN 16A	816.	0.		816.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	10,596.	5,298.		5,298.
TO FORM 990-PF, PG 1, LN 16B	10,596.	5,298.		5,298.

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 FEES	200,775.	200,775.		0.
TO FORM 990-PF, PG 1, LN 16C	200,775.	200,775.		0.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL NET INVESTMENT INCOME TAX	22,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	22,000.	0.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	105.	0.		105.
OTHER INVESTMENT EXPENSES	60,156.	60,156.		0.
PORTFOLIO DEDUCTIONS FROM FLOW THROUGH ENTITIES	6,710.	6,710.		0.
DISTRIBUTION TO QUIMBY FAMILY FOUNDATION	5,000,000.	0.		0.
TO FORM 990-PF, PG 1, LN 23	5,066,971.	66,866.		105.

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
RELX PLC SPONSORED ADR CMN	23,812.	26,861.
REMY COINTREAU S.A. ADR CMN	2,381.	2,187.
REPUBLIC SERVICES INC CMN	7,583.	13,337.
RESMED INC. CMN	13,788.	14,985.
RIO TINTO PLC SPONSORED ADR	30,650.	37,878.
ROCHE HOLDING AG ADR B SHS(NOM CHF 100) VAL 224.184	54,501.	54,319.
ROCKWELL AUTOMATION INC CMN	10,863.	15,454.
ROYAL CARIBBEAN CRUISES LTD ISIN: LR0008862868	12,400.	5,388.
REGIONS FINANCIAL CORPORATION CMN	9,356.	11,119.
ROYAL DSM NV SPONSORED ADR CMN	7,787.	7,811.
S&P GLOBAL INC. CMN	39,726.	61,629.
SALESFORCE.COM, INC CMN	64,775.	68,019.
SAMPO OYJ UNSPONSORED ADR CMN REPRESENTING A SHARES (FINLAND	5,871.	7,190.
SAND VIK (ADR) ADR CMN	8,494.	7,757.
SANDS CHINA LTD ADR CMN	5,838.	4,281.
SANOFI SPONSORED ADR CMN	26,230.	25,958.
SAP SE (SPON ADR)	33,566.	25,798.
SCHLUMBERGER LTD CMN	41,881.	39,851.
REGENERON PHARMACEUTICAL INC CMN	27,428.	39,682.
RED ELECTRICA CORPORACION, S.A UNSPONSORED ADR CMN	2,848.	2,429.
PROLOGIS INC CMN	36,113.	53,209.
PROSUS NV SPONSORED ADR CMN	16,423.	15,064.
PRUDENTIAL CORP (ADR) ADR CMN	26,059.	19,428.
PRUDENTIAL FINANCIAL INC CMN	19,573.	19,494.
PRYSMIAN S.P.A. UNSPONSORED ADR CMN	1,614.	2,552.
PUBLICIS GROUPE S.A. SPONSORED ADR CMN	2,932.	4,376.
PUBLIC-SVC ENTERPRISE GROUP HOLDING CO	13,059.	16,482.
PULTEGROUP INC. CMN	4,294.	5,620.
REGENCY CENTERS CORPORATION CMN	4,467.	5,431.
QIAGEN N.V. CMN	1,883.	2,693.
QUALCOMM INC CMN	38,738.	63,985.
QUEST DIAGNOSTICS INCORPORATED CMN	5,761.	8,291.
RAKUTEN GROUP INC ADR CMN	4,067.	1,636.
RANDSTAD HOLDING NV UNSPONSORED ADR CMN	2,122.	2,310.
RECRUIT HOLDINGS CO., LTD. ADR	27,918.	14,562.
QANTAS AIRWAYS LIMITED SPONSORED ADR CMN	6,388.	6,541.
PROCTER & GAMBLE COMPANY (THE) CMN	123,882.	185,206.
SCHNEIDER ELECTRIC SE UNSPONSORED ADR (FRANCE)	13,115.	17,857.
SCHNEIDER ELECTRIC SE UNSPONS	3,576.	5,260.
SEAGATE TECHNOLOGY PLC CMN	7,023.	7,052.
SONIC HEALTHCARE LIMITED ADR	4,504.	4,788.
SONOVA HOLDING AG (THE) UNSPONSORED ADR CMN	22,927.	25,859.
SONY CORPORATION SPONSORED ADR CMN	15,276.	10,572.
SOUTHWEST AIRLINES CO CMN	2,734.	3,313.
SPARK NEW ZEALAND LTD SPONSORED ADR CMN	11,639.	6,010.
SPDR S&P 500 ETF TRUST	36,241.	57,933.
STANLEY BLACK & DECKER, INC. CMN	20,093.	17,986.
STARBUCKS CORP. CMN	13,618.	13,817.
SOFTBANK GRP CORP UNSPONSORED ADR CMN		

STATE STREET CORPORATION (NEW) CMN	7,855.	8,250.
STRAUMANN HOLDING AG UNSPONSORED ADR CMN	6,279.	5,479.
SUMITOMO CHEMICAL COMPANY, LIM UNSPONSORED ADR CMN	5,570.	3,988.
SUMITOMO MITSUI FINANCIAL GRP SPONSORED ADR CMN	1,660.	1,699.
SUN HUNG KAI PROP LTD SPON ADR SPONSORED ADR CMN	15,432.	17,524.
SUNTORY BEVERAGE & FOOD LTD ADR CMN	11,137.	12,247.
SUZUKI MOTOR CORPORATION UNSPONSORED ADR CMN	5,508.	5,317.
SWATCH GROUP SA (THE) ADR CMN	4,210.	3,237.
STELLANTIS NV CMN	5,028.	6,723.
SEA LIMITED SPONSORED ADR CMN	7,025.	4,266.
SOFTBANK CORP. ADR CMN	7,565.	5,999.
SMURFIT KAPPA GROUP PUBLIC LIM ADR CMN	4,603.	4,721.
SEKISUI HOUSE, LTD SPONSORED ADR CMN	6,453.	5,252.
SEMPRA ENERGY CMN	19,830.	25,065.
SEVEN & I HOLDINGS CO., LTD. UNSPONSORED ADR CMN	8,491.	9,823.
SGS SA ADR CMN	5,334.	4,648.
SHIMANO INC. ADR CMN	5,213.	5,257.
SHIN-ETSU CHEMICAL CO., LTD. UNSPONSORED ADR CMN	12,590.	14,018.
SHIONOGI & CO., LTD. UNSPONSORED ADR CMN	4,106.	4,193.
SHISEIDO CO., LTD. SPONSORED ADR CMN	8,402.	6,089.
SIEMENS AKTIENGESELLSCHAFT SPONSORED ADR CMN	24,860.	26,565.
SIEMENS HEALTHINEERS AG ADR CMN	2,837.	3,042.
SIKA AG ADR CMN	8,402.	10,783.
SIMON PROPERTY GROUP INC CMN	26,547.	21,029.
SINGAPORE EXCHANGE LIMITED UNSPONSORED ADR CMN	1,505.	1,401.
SINGAPORE TELECOMMUNICATIONS L SPONSORED ADR CMN	5,870.	4,503.
SKF AB SPONSORED ADR SWKR 12.50	5,679.	4,414.
SMC CORPORATION SPONSORED ADR CMN	8,531.	8,425.
SMITH & NEPHEW PLC ADR CMN	13,695.	9,062.
SIEMENS ENERGY AG ADR CMN	4,001.	2,063.
PRINCIPAL FINANCIAL GROUP, INC CMN	8,242.	11,497.
PNC FINANCIAL SERVICES GROUP, CMN	26,802.	34,273.
MOWI ASA SPONSORED ADR CMN	6,701.	4,600.
MS&AD INSURANCE GROUP HOLDINGS ADR CMN	7,759.	7,459.
MSCI INC. CMN	11,059.	21,398.
MUENCHENER RUECKVERSICHERUNGS- UNSPONSORED ADR CMN	10,708.	12,004.
MURATA MANUFACTURING CO., LTD. UNSPONSORED ADR CMN	12,685.	10,536.
NASDAQ INC. CMN	6,190.	12,699.
NATIONAL GRID PLC SPONSORED ADR CMN	25,706.	25,380.
MOSAIC COMPANY (THE) CMN	3,520.	7,721.
NATWEST GROUP PLC ADR CMN	8,046.	8,857.
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS)	71,225.	77,819.
NEWCREST MINING LIMITED SPONSORED ADR CMN	13,625.	9,392.
NEWMONT CORP CMN	18,014.	18,927.
NEXTERA ENERGY, INC. CMN	83,667.	84,603.
NEXON CO LTD ADR CMN	5,217.	3,573.
NICE SYSTEMS LTD 1 ADR REPRESENTS 1 ORD SH	3,260.	4,038.
MORGAN STANLEY CMN	33,935.	65,040.
MONOTARO CO LTD ADR CMN	5,281.	2,793.
MERCEDES-BENZ GROUP AG ADR CMN	10,088.	13,761.
MERCK & CO., INC. CMN	87,110.	144,731.
MERCK KGAA SPONSORED ADR CMN	3,638.	5,406.
METLIFE, INC. CMN	17,280.	27,935.
METTLER-TOLEDO INTL CMN	8,375.	17,345.

ROXANNE QUIMBY FOUNDATION, INC.

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MGM RESORTS INTERNATIONAL CMN	5,043.	5,063.
MICROCHIP TECHNOLOGY INCORPORA CMN	20,960.	19,670.
MOODY'S CORPORATION CMN	13,027.	25,354.
MICRON TECHNOLOGY, INC. CMN	23,530.	28,755.
MINEBEA MITSUMI INC SPONSORED ADR CMN	5,200.	3,555.
MISUMI GROUP INC ADR CMN	7,109.	4,975.
MITSUBISHI ESTATE LTD ADR ADR CMN	12,813.	9,298.
MITSUBISHI UFJ FINL GROUP, INC SPONSORED ADR CMN	18,848.	24,225.
MIZUHO FINANCIAL GROUP, INC. SPONSORED ADR CMN	14,519.	13,907.
MOHAWK INDUSTRIES INC COMMON STOCK	5,222.	2,453.
MOLSON COORS BREWING CO CMN CLASS B	6,372.	3,812.
MONDELEZ INTERNATIONAL, INC. CMN	29,958.	48,265.
MICROSOFT CORPORATION CMN	307,171.	919,950.
NIDEC CORPORATION SPONSORED ADR	10,868.	7,982.
NIKE CLASS-B CMN CLASS B	37,290.	76,291.
ORKLA A.S.'A' SHS SPON ADR SPONSORED ADR CMN CLASS A	221.	158.
ORSTED A/S ADR CMN	7,745.	6,886.
OTSUKA HOLDINGS CO., LTD. ADR CMN	5,877.	4,473.
OVERSEA-CHINESE BANKING CORP UNSPONSORED	9,984.	10,553.
PACCAR INC CMN	13,297.	17,403.
PAN PACIFIC INTNTNAL HOLD CORP ADR CMN	3,166.	2,959.
ORANGE ADR	4,284.	2,994.
PANASONIC CORPORATION ADR CMN	8,822.	7,229.
PARKER-HANNIFIN CORP. CMN	12,453.	19,788.
PEARSON PLC SPON ADR SPONSORED ADR CMN	3,030.	4,519.
PEPSICO, INC. CMN	88,812.	130,540.
PERNOD RICARD UNSPONSORED ADR CMN	10,715.	11,766.
PFIZER INC. CMN	126,469.	147,520.
PANDORA A/S SPONSORED ADR CMN	1,175.	1,891.
ONEOK INC CMN	10,442.	14,848.
OMRON CORP. SPONSORED ADR CMN	7,414.	5,971.
NINTENDO CO LTD (NEW) ADR ADR CMN	11,250.	11,866.
NIPPON TELEG & TEL SPON ADR SPONSORED ADR CMN (1 ADR = 1/2 COMMON SHS)	8,695.	9,666.
NITORI HOLDINGS CO., LTD. ADR CMN	4,789.	2,795.
NITTO DENKO CORP. ADR CMN	6,790.	4,523.
NN GROUP NV ADR CMN	3,794.	3,827.
NOKIA CORPORATION SPONSORED ADR CMN	2,630.	3,014.
NOMURA HOLDINGS, INC. SPONSORED ADR CMN	4,978.	6,399.
NORFOLK SOUTHERN CORP CMN	16,636.	29,817.
NORTHERN TRUST CORP CMN	12,654.	12,494.
NOVARTIS AG-ADR SPONSORED ADR CMN	47,149.	46,539.
NOVO-NORDISK A/S ADR ADR CMN	23,380.	55,625.
NOVOZYMES AS UNSPONSORED ADR CMN	2,944.	3,131.
NVIDIA CORPORATION CMN	59,295.	188,959.
OCADO GROUP PLC SPONSORED ADR CMN	7,056.	4,140.
OLYMPUS CORPORATION SPONSORED ADR CMN	4,894.	5,972.
SWEDBANK A B ADR CMN	2,658.	2,843.
SWISS LIFE HLDG ADR CMN	5,351.	6,449.
SWISS RE LTD SPONSORED ADR CMN	5,904.	6,184.
SWISSCOM AMERICAN DEPOSITARY SHARES	9,699.	8,039.
CONSTELLATION ENERGY CORP CMN	5,526.	14,052.
DAIFUKU CO., LTD. ADR CMN	3,382.	3,138.
DAIMLER TRUCK HOLDING AG SPONSORED ADR CMN	1,160.	1,359.
DEUTSCHE BANK AG CMN	5,777.	7,788.
DOLLAR TREE STORES, INC. CMN	16,744.	15,134.
DOW INC CMN	24,453.	19,199.

DR. ING. H.C. F. PORSCHE AKTIE ADR CMN	3,351.	3,150.
DXC TECHNOLOGY COMPANY CMN	6,946.	2,862.
CNH INDUSTRIAL N.V. CMN	2,943.	3,999.
ELEVANCE HEALTH INC CMN	27,131.	63,608.
EXTRA SPACE STORAGE INC. CMN	12,895.	9,714.
FERROVIAL S A ADR CMN	3,084.	3,291.
FRANKLIN RESOURCES INC CMN	6,615.	6,216.
GALAXY ENTERTAINMENT GROUP LTD ADR CMN	1,851.	2,149.
GETINGE AB UNSPONSORED ADR CMN	2,202.	2,657.
GRAB HOLDINGS LIMITED CMN	597.	747.
GSK PLC ADR CMN	28,134.	21,111.
HALEON PLC SPONSORED ADR CMN	7,051.	6,797.
EURONEXT N.V. ADR CMN	2,633.	2,805.
INTUIT INC CMN	68,543.	56,048.
CME GROUP INC. CMN CLASS A	35,637.	32,115.
CAESARS ENTERTAINMENT INC CMN	8,671.	4,493.
YAMAHA CORPORATION SPONSORED ADR CMN	4,248.	2,610.
YARA INTERNATIONAL ASA SPONSORED ADR CMN	3,987.	4,546.
YASKAWA ELECTRIC CORP ADR CMN	3,727.	3,010.
YUM BRANDS, INC. CMN	9,742.	15,754.
Z HOLDINGS CORPORATION ADR CMN	7,666.	2,828.
ZALANDO SE ADR CMN	4,141.	3,074.
ZIMMER BIOMET HOLDINGS INC	14,502.	14,179.
ZURICH INS GROUP LTD SPONSORED ADR CMN	16,540.	19,122.
CHECK POINT SOFTWARE TECH. LTD ORDINARY SHARES	1,529.	1,514.
AENA SME SA ADR CMN	3,814.	3,005.
ALEXANDRIA REAL ESTATE EQUITIES, INC.	14,158.	11,457.
AMERICAN INTL GROUP, INC. CMN	25,271.	25,549.
ASM INTERNATIONAL N.V. ADR CMN SERIES REG SHARES	4,119.	3,772.
AVERY DENNISON CORPORATION CMN	7,916.	8,145.
BANDAI NAMCO HOLDINGS INC. ADR CMN	4,300.	4,096.
BAXTER INTERNATIONAL INC CMN	19,254.	12,815.
BOLIDEN AB (PUBL) UNSPONSORED ADR CMN	6,667.	7,435.
C.H. ROBINSON WORLDWIDE, INC. CMN	5,536.	4,793.
AEON CO., LTD ADR CMN	4,322.	4,872.
J B HUNT TRANS SVCS INC CMN	8,354.	6,800.
JAPAN EXCHANGE GROUP, INC. ADR CMN	6,455.	3,667.
JUNIPER NETWORKS, INC. CMN	4,388.	3,931.
SIG COMBIBLOC GROUP AG ADR CMN	1,738.	1,899.
SKANSKA AB SPONSORED ADR CMN	2,727.	2,740.
SOMPO JAPAN NIPPONKOA HLDGS IN ADR CMN	5,384.	5,285.
STORA ENSO OYJ SPONSORED ADR CMN	138.	140.
TERUMO CORPORATION ADR CMN	5,274.	4,968.
TESLA, INC. CMN	450,829.	169,126.
TOTO LTD (ADR) SPONSORED ADR CMN	1,209.	1,228.
TOWER SEMICONDUCTOR LTD CMN	1,908.	1,771.
SEEK LTD ADR CMN	5,721.	4,944.
TRACTOR SUPPLY COMPANY CMN	11,803.	11,473.
VAT GROUP AG ADR CMN	2,452.	2,186.
W.R. BERKLEY CORPORATION CMN	4,847.	5,152.
WALMART INC CMN	106,761.	105,624.
WESTERN DIGITAL CORPORATION CMN	7,958.	5,048.
WEYERHAEUSER COMPANY CMN	14,398.	11,780.
XINYI GLASS HLDGS LTD ADR CMN	1,569.	2,012.
YAMAHA MOTOR CO., LTD. UNSPONSORED ADR CMN	1,402.	1,597.
ZIM INTEGRATED SHIPPING SERVIC CMN	3,908.	1,461.
UNIVERSAL MUSIC GROUP NV ADR CMN	4,830.	5,309.
SARTORIUS AKTIENGESELLSCHAFT ADR CMN	3,542.	3,548.

SALMAR ASA ADR CMN	3,344.	1,914.
RENTOKIL INITIAL PLC ADR + SPONSORED ADR CMN	14,050.	14,481.
KEURIG DR PEPPER INC CMN	15,203.	14,478.
KINGSPAN GROUP PUBLIC LIMITED UNSPONSRED ADR CMN	5,023.	4,804.
KOITO MFG CO LTD ADR CMN	1,846.	1,897.
MARSH & MCLENNAN CO INC CMN	40,653.	41,370.
MITSUI FUDOSAN CO., LTD. UNSPONSORED ADR CMN	10,456.	9,177.
MOTOROLA SOLUTIONS INC CMN	19,835.	21,980.
NATIONAL AUSTRALIA BANK LIMITE SPONSORED ADR (NEW)	27,813.	26,665.
NESTE OYJ UNSPONSORED ADR CMN	4,082.	5,556.
NEXI S.P.A. ADR CMN	4,439.	1,965.
NIPPON YUSEN KABUSHIKI KAISHA ADR CMN	5,436.	5,492.
NOMURA RESEARCH INSTITUTE, LTD ADR CMN	5,541.	5,406.
NORDEA BANK ABP SPONSORED ADR CMN	17,136.	14,933.
NORWEGIAN CRUISE LINE HLDG LTD CMN	4,319.	2,681.
NXP SEMICONDUCTORS N.V. CMN	25,341.	21,272.
ON SEMICONDUCTOR CORPORATION CMN	16,378.	14,906.
ORACLE CORPORATION CMN	63,602.	63,675.
PACKAGING CORP OF AMERICA COMMON STOCK	7,212.	6,071.
PAYPAL HOLDINGS, INC. CMN	70,725.	42,874.
PUBLIC STORAGE CMN	23,860.	21,855.
XYLEM INC. CMN	5,637.	9,509.
WORLDLINE SA ADR CMN	8,409.	3,587.
THE HERSHEY COMPANY CMN	8,228.	17,368.
THE HOME DEPOT, INC. CMN	98,084.	168,038.
THE KRAFT HEINZ CO CMN	13,041.	16,365.
THE TRAVELERS COMPANIES, INC CMN	14,720.	23,061.
THE WILLIAMS COMPANIES, INC. CMN	10,633.	20,299.
TJX COMPANIES INC (NEW) CMN	26,148.	49,511.
TOKIO MARINE HOLDINGS, INC. ADR CMN	11,144.	13,136.
THE BANK OF NY MELLON CORP CMN	21,099.	19,392.
TOKYO ELECTRON LIMITED UNSPONSORED ADR CMN	10,570.	13,849.
TOSHIBA CORPORATION UNSPONSORED ADR CMN	4,317.	4,431.
TOYOTA MOTOR CORPORATION SPON ADR	37,167.	35,647.
TRANE TECHNOLOGIES PUBLIC LIMI CMN	9,032.	20,339.
TREASURY WINE ESTATES LIMITED SPONSORED ADR CMN	5,145.	3,904.
TREND MICRO INCORPORATED SPONSORED ADR CMN	4,410.	3,608.
TRUIST FINANCIAL CORPORATION CMN	26,724.	29,433.
TORAY INDUSTRIES INC ADR ADR CMN	3,844.	3,149.
U.S. BANCORP CMN	37,495.	32,979.
TEXAS INSTRUMENTS INC. CMN	47,527.	78,645.
TERNA RETE ELETTRICA NAZIONALE ADR CMN	5,394.	6,053.
SYLVAMO CORPORATION CMN	2,658.	2,738.
SYMRISE AG UNSPONSORED ADR CMN	4,527.	4,882.
SYNCHRONY FINANCIAL CMN	5,973.	8,478.
SYSMEX CORPORATION ADR CMN	5,016.	4,425.
T. ROWE PRICE GROUP, INC. CMN	13,314.	15,923.
TAKEDA PHARMACEUTICAL CO LTD SPONSORED ADR CMN	15,148.	11,918.
TARGET CORPORATION CMN	13,197.	36,068.
TEVA PHARMACEUTICAL IND LTD ADS	2,889.	2,782.
TDK CORPORATION (ADR) ADR	7,583.	6,505.
TECHTRONIC INDS LTD SPONSORED ADR CMN	3,703.	5,078.
TELEFONICA S.A. ADR SPONSORED ADR CMN	8,403.	5,736.
TELENOR ASA AMERICAN DEPOSITARY SHARES 1 ADS = 3 ORDS	8,296.	4,324.
TELEPERFORMANCE UNSPONSORED ADR CMN	4,321.	4,278.
TELSTRA CORP ADR (FINAL) SPONSORED ADR CMN	6,528.	6,886.

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TEMENOS AG SPONSORED ADR CMN	4,206.	1,755.
TENARIS SA SPONSORED ADR CMN	2,154.	3,762.
TE CONNECTIVITY LTD CMN	13,159.	19,516.
UBISOFT ENTERTAINMENT UNSPONSORED ADR CMN	2,664.	1,127.
UBS GROUP AG CMN	14,586.	23,338.
UCB S.A. (UNION CHIMIQUE BELGE UNSPONSORED ADR CMN	3,592.	2,434.
VODAFONE GROUP PLC ADR CMN	23,189.	12,930.
VONOVIA SE ADR CMN	28,066.	16,873.
W.W. GRAINGER INC CMN	4,684.	11,681.
WALGREENS BOOTS ALLIANCE, INC. CMN	15,367.	13,487.
WALT DISNEY COMPANY (THE) CMN	98,323.	81,928.
WASTE MANAGEMENT INC CMN	23,952.	30,278.
WATERS CORPORATION COMMON STOCK	5,566.	9,935.
WELLS FARGO & CO (NEW) CMN	91,820.	81,424.
VIVENDI ADR CMN	6,820.	2,369.
WELLTOWER INC. CMN	16,268.	14,880.
WEST JAPAN RAILWAY COMPANY UNSPONSORED ADR (JAPAN)	4,637.	4,168.
WESTROCK COMPANY CMN	7,075.	4,747.
WH GROUP LIMITED SPONSORED ADR CMN	4,289.	2,955.
WHIRLPOOL CORP. CMN	4,571.	3,819.
WIX .COM CMN	2,634.	1,613.
WOLTERS KLUWER NV SPONSORED ADR CMN	5,111.	7,512.
WESFARMERS LIMITED ADR CMN	16,980.	18,369.
VISA INC. CMN CLASS A	176,513.	176,180.
VINCI SA ADR CMN	17,168.	15,432.
VIATRIS INC CMN	9,835.	6,845.
UMICORE GROUP UNSPON ADR CMN	3,154.	2,454.
UNILEVER PLC (NEW) SPONSORED ADR CMN	37,635.	33,634.
UNION PACIFIC CORP. CMN	39,912.	66,262.
UNITED AIRLINES HOLDINGS INC CMN	3,384.	3,983.
UNITED OVERSEAS BK LTD SPONSORED ADR CMN	43,667.	65,016.
UNITED PARCEL SERVICE, INC. CLASS B COMMON STOCK	13,131.	13,151.
UNITED RENTALS, INC. CMN	98,971.	255,547.
UNITEDHEALTH GROUP INCORPORATE CMN	833.	722.
UOL GROUP LIMITED SPONSORED ADR CMN	5,096.	6,002.
UPM-KYMMENE OYJ ADR CMN	4,302.	2,317.
VENTAS, INC. CMN	12,661.	9,237.
VENTURE CORPORATION LIMITED UNSPONSORED ADR CMN	458.	382.
VEOLIA ENVIRONNEMENT SPONSORED ADR CMN	7,161.	6,788.
VERISK ANALYTICS, INC. CMN	13,830.	13,761.
VERIZON COMMUNICATIONS, INC. CMN	109,768.	84,986.
VESTAS WIND SYSTEMS A/S ADR CMN	5,361.	7,918.
VF CORP CMN	9,337.	4,114.
WPP PLC ADR CMN	18,161.	14,895.
NORDEA BANK ABP SPONSORED ADR CMN	5,867.	4,328.
MEDIOBANCA - BANCA DI CREDITO UNSPONSORED ADR CMN	3,784.	3,154.
CATERPILLAR INC (DELAWARE) CMN	33,395.	65,400.
CBOE GLOBAL MARKETS, INC CMN	5,337.	6,399.
CBRE GROUP, INC. CMN CLASS A	6,793.	13,006.
CELLNEX TELECOM SA ADR CMN	7,406.	5,049.
CENTENE CORPORATION CMN	19,265.	24,603.
CENTRAL JAPAN RY CO ADR CMN	13,104.	7,983.
CF INDUSTRIES HOLDINGS, INC. CMN	4,390.	8,350.
CATALENT, INC. CMN	9,624.	3,961.
CHARLES SCHWAB CORPORATION CMN	37,528.	69,106.

MEDTRONIC PUBLIC LIMITED COMPA CMN	60,362.	54,370.
CHUGAI PHARMACEUTICAL CO., LTD UNSPONSORED ADR CMN	6,998.	5,535.
CIGNA CORPORATION CMN	28,928.	52,683.
CISCO SYSTEMS, INC. CMN	79,993.	102,569.
CITIGROUP INC. CMN	68,266.	46,406.
CITIZENS FINANCIAL GROUP, INC. CMN	7,665.	10,709.
CLOROX CO (THE) (DELAWARE) CMN	9,794.	8,420.
CARRIER GLOBAL CORPORATION CMN	17,594.	17,858.
BORGWARNER INC. CMN	4,194.	3,945.
BOSTON PROPERTIES, INC. COMMON STOCK	9,183.	5,211.
BOSTON SCIENTIFIC CORP. COMMON STOCK	27,316.	35,026.
BRAMBLES LIMITED SPONSORED ADR CMN	8,359.	8,218.
BRENNTAG AG ADR CMN	3,487.	4,143.
BRIDGESTONES CORP. ADR ADR CMN	6,468.	6,306.
BRISTOL-MYERS SQUIBB COMPANY CMN	64,797.	79,433.
CARNIVAL CORPORATION CMN	18,382.	4,312.
BUREAU VERITAS ADR CMN	4,218.	3,572.
CANON INC ADR SPONSORED ADR CMN	6,276.	7,036.
CAP GEMINI ADR CMN	6,035.	8,155.
CAPCOM CO LTD ADR CMN	2,647.	2,840.
CAPITAL ONE FINANCIAL CORP CMN	18,857.	21,009.
CARDINAL HEALTH, INC. CMN	8,428.	10,290.
CARL ZEISS MEDITEC AG ADR CMN	2,662.	2,517.
CARLSBERG A/S SPONSORED ADR CMN	3,792.	3,445.
CAMPBELL SOUP CO CMN	4,293.	5,335.
COCA-COLA COMPANY (THE) CMN	93,609.	129,065.
COCHLEAR LIMITED UNSPONSORED ADR CMN	5,801.	5,399.
DANONE SPONSORED ADR CMN	12,116.	7,776.
DASSAULT SYSTEMES SPONSORED ADR CMN	6,846.	7,292.
DAVITA INC CMN	1,693.	2,091.
DBS GROUP HOLDINGS SPONSORED ADR CMN	10,292.	13,657.
DEERE & COMPANY CMN	22,906.	62,344.
DELTA AIR LINES, INC. CMN	15,997.	11,961.
DENSO CORP ADR ADR CMN	6,408.	7,331.
DENTSU INC. TOKYO UNSPONSORED ADR CMN	2,723.	2,744.
DEUTSCHE BOERSE AG UNPOSNORED ADR CMN	8,980.	9,991.
DEUTSCHE LUFTHANSA AG SPONSORED ADR CMN	2,669.	1,392.
DEUTSCHE POST AG SPONSORED ADR CMN	8,580.	8,823.
DEUTSCHE TELEKOM AG SPONSORED ADR CMN	14,049.	17,146.
DIAGEO PLC SPON ADR (NEW) SPONSORED ADR CMN	34,946.	37,776.
DIGITAL REALTY TRUST, INC. CMN	18,214.	14,716.
DISCO CORP ADR CMN	4,256.	4,864.
DAIWA HOUSE IND LTD (ADR) ADR CMN	9,811.	7,416.
DAIICHI SANKYO CO LTD SPONSORED ADR CMN	10,063.	15,139.
COLGATE-PALMOLIVE CO CMN	30,611.	33,958.
COLOPLAST A/S ADR CMN	3,999.	3,846.
COMCAST CORPORATION CMN CLASS A VOTING	91,162.	78,787.
COMERICA INCORPORATED CMN	3,323.	3,241.
COMMONWEALTH BANK OF AUSTRALIA SPONSORED ADR CMN SERIES	33,017.	40,773.
COMPAGNIE DE SAINT-GOBAIN UNSPONSORED ADR CMN	7,860.	7,211.
COMPAGNIE FINANCIERE RICHEMONT UNSPONSORED ADR CMN	15,489.	17,754.
COMPAGNIE GENERALE DES ETABLIS UNSPONSORED ADR CMN	5,310.	5,019.
CONTINENTAL AKTIENGESELLSCHAFT ADR	1,510.	717.
COVESTRO AG SPONSORED ADR CMN	2,266.	2,028.

CREDIT SUISSE AG LINKED TO MSCI EAFE BUFFERED CAPPED BETA, 2002.23 STRUCTURE	19,761.	4,934.
CRH PLC SPON ADR ADR CMN	15,237.	15,598.
CSL LIMITED SPONSORED ADR CMN	30,353.	29,857.
CSX CORPORATION CMN	20,782.	34,202.
CVS HEALTH CORP CMN	52,055.	63,090.
CYBERARK SOFTWARE LTD. CMN	2,189.	2,334.
DAI NIPPON PRINTING LTD SPONSORED ADR CMN	4,796.	3,475.
BOC HONG KONG (HOLDINGS) LTD ADR	3,038.	3,476.
DNB ASA SPONSORED ADR CMN	8,198.	9,198.
BNP PARIBAS LINKED TO S&P 500 INDEX BUFFERED CAPPED BETA STRUCTURED NOTE DUE	19,156.	19,721.
BLACKROCK, INC. CMN	40,218.	60,942.
AKAMAI TECHNOLOGIES, INC. CMN	4,186.	5,564.
AKTIEBOLAGET ELECTROLUX ADR SPONSORED CL B	4,767.	2,594.
AKZO NOBEL N.V. SPONSORED ADR CMN	5,375.	3,739.
ALASKA AIR GROUP INC(DEL HLDG) CMN	4,827.	3,221.
ALBEMARLE CORP CMN	9,088.	13,253.
ALCON, INC. CMN	7,240.	8,706.
ALFA LAVAL AB UNSPONSORED ADR CMN	3,837.	4,364.
ALLIANZ SE ADR CMN	22,636.	19,940.
AJINOMOTO INC (ADR) ADR CMN	4,402.	4,491.
ALLSTATE CORPORATION COMMON STOCK	13,047.	19,103.
ALPHABET INC. CMN CLASS C	150,120.	245,427.
AMADEUS IT GROUP SA ADR CMN	8,065.	6,166.
AMAZON.COM INC CMN	391,090.	384,216.
AMBU A/S ADR CMN	7,528.	9,266.
AMCOR PLC CMN	10,423.	4,223.
AMERICAN AIRLINES GROUP INC CMN	27,390.	45,507.
AMERICAN EXPRESS CO. CMN	46,727.	51,648.
AMERICAN TOWER CORPORATION CMN	11,122.	14,480.
ALPHABET INC. CMN CLASS A	174,208.	272,719.
AMERICAN WATER WORKS CO, INC. CMN	11,987.	24,287.
AIR PRODUCTS & CHEMICALS INC CMN	17,130.	34,397.
AIA GROUP LIMITED SPONSORED ADR CMN SERIES	31,513.	33,363.
A.P. MOLLER - MAERSK A/S ADR CMN	2,466.	2,242.
ABB LTD SPONSORED ADR CMN	6,981.	9,168.
ABBOTT LABORATORIES CMN	59,454.	99,580.
ABBVIE INC CMN	76,534.	147,388.
ABN AMRO BANK N.V. ADR CMN	3,010.	2,386.
ACCENTURE PLC CMN	45,330.	87,257.
ADECCO GRP AG ADR CMN	5,382.	2,864.
ADIDAS AG ADR CMN	14,526.	6,121.
AIR LIQUIDE SA ADR CMN	16,625.	18,511.
ADOBE INC CMN	61,273.	81,104.
ADVANTEST CORPORATION SPONSORED ADR CMN	5,962.	4,177.
ADYEN N.V. ADR CMN	15,165.	9,625.
AEGON N V AMER REG ADR CMN	2,345.	2,797.
AERCAP HOLDINGS NV ORD CMN	479.	700.
AFLAC INCORPORATED CMN	13,535.	23,309.
AGEAS SPONSORED ADR CMN	3,239.	2,520.
AGILENT TECHNOLOGIES, INC. CMN	11,618.	23,980.
ADVANCED MICRO DEVICES, INC, CMN	57,739.	53,759.
AMERIPRISE FINANCIAL, INC. CMN	7,721.	12,925.
AMERISOURCEBERGEN COPRORATION CMN	56,198.	74,852.
AMGEN INC. CMN	33,747.	43,304.
ATLAS COPCO AB SPONS ADR NEW REPSTG COM SER-A	9,648.	11,330.
AUTODESK INC CMN	18,537.	21,677.

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AVALONBAY COMMUNITIES INC CMN	14,329.	12,559.
AXA-UAP AMERICAN DEPOSITARY SHARES	11,968.	12,458.
BAKER HUGHES, A GE CO CMN	13,292.	14,824.
BALL CORPORATION CMN	8,621.	8,694.
ATLAS COPCO AB SPONS ADR NEW REPSTG CL-B	6,582.	7,837.
BANCO BILBAO VIZCAYA S A ADR SPONSORED ADR CMN USD0.3296	8,196.	9,941.
BANK OF AMERICA CORP CMN	89,450.	120,623.
BARCLAYS BANK PLC LINKED TO S&P 500 INDEX		
BUFFERED CAPPED BETA 2090.54 STRUC	15,514.	13,447.
BAYERISCHE MOTOREN WERKE AKTIE SPONSORED ADR CMN	6,099.	6,318.
BECTON, DICKINSON AND COMPANY CMN	30,652.	37,128.
BEIERSDORF AG UNSPONSORED ADR CMN	2,505.	2,517.
BEST BUY CO INC CMN	6,924.	8,596.
BIOGEN INC. CMN	23,353.	20,769.
BANCO SANTANDER, S.A. SPON ADR	18,297.	13,936.
AT&T INC CMN	102,343.	66,534.
ASX LIMITED UNSPONSORED ADR CMN	8,163.	6,873.
ANALOG DEVICES, INC. CMN	16,223.	13,209.
AON PLC CMN	17,212.	33,015.
APPLE INC. CMN	319,639.	1,012,285.
APPLIED MATERIALS INC CMN	20,434.	44,016.
APTIV PLC CMN	11,070.	12,759.
ARCHER-DANIELS-MIDLAND COMPANY CMN	14,033.	27,948.
ARGENX SE SPONSORED ADR CMN	3,392.	5,303.
ARKEMA FRANCE SPONSORED ADR CMN	4,036.	2,954.
ASHAI KASEI CORP ADR CMN	4,053.	3,268.
ASML HOLDING N.V. ADR CMN	29,316.	54,640.
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN)	11,690.	10,541.
ASSURANT, INC. CMN	2,418.	2,876.
ASTELLAS PHARMA INC. UNSPONSORED ADR CMN	9,282.	8,181.
ASTRAZENECA PLC SPONS ADR SPONSORED ADR CMN	41,103.	56,681.
BLUESCOPE STEEL LTD ADR CMN	5,804.	4,568.
DOMINION ENERGY INC CMN	34,131.	26,674.
CHUBB LTD CMN	32,384.	50,043.
DSV PANALPINA A/S UNSPONSORED ADR CMN	5,917.	8,340.
INVESCO LTD. CMN	8,235.	6,171.
IRON MOUNTAIN INCORPORATED CMN	6,488.	8,369.
ISHARES RUSSELL 2000 ETF	1,587,019.	1,963,991.
ISUZU MOTORS LTD ADR ADR CMN	2,063.	2,310.
JAMES HARDIE INDUSTRIES PLC SPONSORED ADR CMN	5,809.	6,745.
JAPAN AIRLINES CO., LTD. ADR CMN	3,989.	2,758.
INTL.FLAVORS & FRAGRANCE CMN	17,298.	13,523.
JERONIMO MARTINS SGPS SA UNSPONSORED ADR CMN	1,941.	2,024.
JOHNSON & JOHNSON CMN	182,218.	238,301.
JOHNSON CONTROLS INTERNATIONAL CMN	14,488.	23,392.
JPMORGAN CHASE & CO CMN	136,157.	200,882.
JUST EAT TAKEAWAY.COM N.V . SPONSORED ADR CMN	8,889.	2,129.
KAO CORPORATION ADR CMN	11,485.	5,947.
MARRIOTT INTERNATIONAL, INC CMN CLASS A	14,404.	20,696.
KBC GROUP NV UNSPONSORED ADR CMN	8,677.	7,502.
KDDI CORPORATION UNSPONSORED ADR CMN	13,943.	14,305.
INTL BUSINESS MACHINES CORP CMN	61,910.	64,669.
INTERPUBLIC GROUP COS CMN	3,857.	6,096.
IBERDROLA SOCIEDAD ANONIMA SPONSORED ADR CMN	17,426.	19,457.
ILLINOIS TOOL WORKS CMN	25,372.	32,133.
ILLUMINA, INC CMN	26,675.	16,580.
INDUSTRIA DE DISENO TEXTIL, S. ADR CMN	11,611.	9,017.

INFINEON TECHNOLOGIES AG - ADR SPONSORED ADR CMN		
1 ADR = 1 SHARE	6,578.	8,647.
ING GROEP N.V. SPONS ADR SPONSORED ADR CMN	12,103.	13,192.
INTESA SANPAOLO SPA SPONSORED ADR CMN	14,508.	12,614.
MAKITA CORP SPONS. (ADR) SPONSORED ADR CMN	6,127.	2,871.
MCCORMICK & CO NON VTG SHRS CMN	6,515.	10,160.
MASTERCARD INCORPORATED CMN CLASS A	135,567.	155,783.
INGERSOLL RAND INC CMN	9,386.	10,346.
INTEL CORPORATION CMN	74,122.	55,952.
INTERCONTINENTAL HOTELS GROUP SPONSORED ADR CMN	16,565.	15,799.
INTERNATIONAL PAPER CO. CMN	9,985.	6,614.
HUSQVARNA AB SPONSORED ADR CMN	5,033.	2,611.
KELLOGG COMPANY CMN	6,895.	7,623.
KERRY GROUP PUBLIC LIMITED COM SPONSORED ADR CMN	10,789.	7,192.
LASERTEC CORPORATION ADR CMN	5,368.	3,631.
LAZARD EMERGING MARKETS EQUITY PORTFOLIO INSTL SHARES MUTUAL FUND CLASS INS	353,922.	281,808.
LEGRAND SA ADR CMN	4,783.	4,711.
LINCOLN NATL.CORP.INC. CMN	5,460.	2,611.
LINDE PLC CMN	45,272.	84,154.
LIXIL GROUP CORPORATION ADR CMN	4,812.	3,094.
LLOYDS BANKING GROUP PLC SPONSORED ADR CMN	23,734.	18,154.
LAS VEGAS SANDS CORP. CMN	7,571.	7,883.
LONZA GROUP AG UNSPONSORED ADR CMN	7,934.	10,774.
L'OREAL CO (ADR) ADR CMN	17,149.	21,362.
LOWES COMPANIES INC CMN	29,241.	65,550.
LVMH MOET HENNESSY LOUIS VUITTON S.A. ADR CMN	30,910.	50,068.
LYONDELLBASELL INDUSTRIES N.V. CMN CLASS A	13,739.	11,541.
M3, INC. ADR CMN	11,118.	4,637.
MACQUARIE GROUP LIMITED ADR CMN	15,610.	18,569.
LOGITECH INTERNATIONAL S.A. ORD CMN	2,852.	2,677.
KERING ADR CMN	13,202.	10,657.
LAM RESEARCH CORPORATION CMN	15,672.	30,386.
KESKO OYJ UNSPONSORED ADR CMN REPRESENTING B SHARES (FINLAND)	4,649.	4,005.
KEYCORP CMN	8,218.	8,414.
KEYSIGHT TECHNOLOGIES, INC. CMN	8,055.	15,054.
KIMBERLY-CLARK CORPORATION CMN	18,857.	21,084.
KIMCO REALTY CORPORATION CMN	6,044.	6,884.
KINDER MORGAN INC CMN CLASS P	13,223.	18,152.
KIRIN HOLDINGS COMPANY, LIMITE SPONSORED ADR CMN	5,197.	4,187.
KLA CORP CMN	21,389.	27,146.
KONE OYJ UNSPONSORED ADR CMN REPRESENTING B SHARES (FINLAND)	3,973.	3,196.
KONINKLIJKE AHOLD N.V. SPONSORED ADR CMN	6,866.	7,992.
KONINKLIJKE PHILIPS N.V. ADR CMN	10,036.	3,163.
KOSE CORPORATION ADR CMN	3,971.	2,960.
KUBOTA CORP ADR ADR CMN	10,350.	6,464.
KUEHNE & NAGEL INTERNATIONAL A UNSPONSORED ADR CMN	3,970.	3,954.
KNORR-BREMSE AG ADR CMN	1,139.	980.
HUNTINGTON BANCSHARES INCORPOR CMN	10,764.	10,278.
MARATHON PETROLEUM CORPORATION CMN	14,102.	29,679.
HSBC HOLDINGS PLC SPONSORED ADR CMN	36,390.	32,188.
FERGUSON PLC CMN	179.	179.
FERRARI N.V. CMN	4,853.	6,212.
FIFTH THIRD BANCORP CMN	8,252.	10,472.
FIRST REPUBLIC BANK CMN SERIES	9,590.	10,726.

FLUTTER ENTERTAINMENT PUBLIC L ADR CMN	6,187.	7,365.
FORD MOTOR COMPANY CMN	22,278.	24,342.
FORTESCUE METALS GROUP LTD SPONSORED ADR CMN	5,879.	10,535.
FREEPORT-MCMORAN INC CMN	10,839.	28,424.
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN	2,648.	1,209.
FRESENIUS SE & CO KGAA SPONSORED ADR CMN	4,241.	2,185.
FUJIFILM HOLDINGS CORPORATION ADR CMN	5,453.	5,674.
FUJITSU LTD ADR (5 COM) ADR CMN	6,095.	8,678.
FUTU HOLDINGS LIMITED SPONSORED ADR CMN	1,777.	488.
FEDEX CORP CMN	25,268.	21,445.
GENERAL MILLS INC CMN	16,085.	24,736.
GENERAL MOTORS COMPANY CMN	29,784.	25,936.
GENMAB A/S SPONSORED ADR CMN	3,713.	7,205.
GILEAD SCIENCES CMN	48,407.	55,116.
GIVAUDAN SA ADR CMN	9,131.	9,186.
GLOBE LIFE INC CMN	2,431.	3,617.
GQG PARTNERS EMERGING MARKETS EQUITY FUND INSTITUTIONAL	210,582.	234,636.
GS CLEAN ENERGY INCOME FUND CLASS P	460,002.	417,377.
HALLIBURTON COMPANY CMN	16,147.	18,258.
HANG LUNG PROPERTIES LIMITED SPONSORED ADR CMN	5,944.	5,416.
HANNOVER RUCKVESICHERUNG SE SPONSORED ADR CMN	4,264.	4,355.
GEBERIT AG ADR CMN	6,470.	5,649.
FEDERAL RLTY INVT TR SBI CMN	4,509.	3,983.
FAST RETAILING CO LTD UNSPONSORED ADR CMN	9,158.	9,155.
FANUC CORPORATION UNSPONSORED ADR CMN	10,354.	8,418.
E.ON AG SPONSORED ADR CMN	6,074.	5,389.
EAST JAPAN RAILWAY COMPANY UNSPONSORED ADR (JAPAN)	7,191.	6,554.
EATON CORP PLC CMN	16,990.	33,430.
EBAY INC. CMN	11,058.	11,570.
ECOLAB INC. CMN	19,809.	18,846.
EDWARDS LIFESCIENCES CORP CMN	16,880.	24,174.
EISAI CO LTD SPONS ADR SPONSORED ADR CMN	5,074.	4,552.
ELI LILLY & CO CMN	43,239.	148,531.
ENAGAS S A UNSPONSORED ADR CMN	3,392.	2,393.
ENEL SOCIETA PER AZIONI ADR CMN	25,231.	12,551.
ENERGIAS DE PORTUGAL SA SPONSORED ADR CMN	8,224.	7,156.
ENGIE SPONSORED ADR CMN	9,697.	8,187.
ENERGY CORPORATION CMN	7,262.	11,250.
EXPEDITORS INTERNATIONAL OF WA CMN	4,959.	7,482.
EXELON CORPORATION CMN	14,052.	22,047.
EVOLUTION GAMING GROUP AB (PUB ADR CMN	3,562.	5,360.
EVERSOURCE ENERGY CMN	12,757.	15,175.
EVEREST RE GROUP LTD CMN	4,805.	6,294.
ETSY, INC. CMN	14,279.	7,786.
HARTFORD FINANCIAL SRVCS GROUP CMN	8,476.	12,277.
ESTEE LAUDER COS INC CL-A CMN CLASS A	23,714.	30,269.
ESSEX PROPERTY TRUST INC CMN	6,989.	7,280.
ERSTE GROUP BANK AG SPONSORED ADR CMN	6,985.	5,967.
ERICSSON AMERICAN ADR CMN CLASS B	7,657.	5,303.
EQUITY RESIDENTIAL CMN	12,497.	10,852.
EQUINIX, INC. REIT	25,128.	30,131.
EPIROC AB ADR CMN	3,456.	5,029.
ESSILOR INTERNATIONAL SA ADR CMN	10,009.	11,918.
HASBRO, INC. CMN	6,086.	3,905.
HEALTHPEAK PROPERTIES INC CMN	7,831.	6,869.

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HEIDELBERGCEMENT AG ADR CMN	1,268.	1,080.
HILTON WORLDWIDE HOLDINGS INC. CMN	10,711.	18,322.
HUMANA INC. CMN	20,175.	33,857.
HITACHI LTD (ADR 10 COM) ADR CMN	11,448.	14,098.
HEXAGON AB ADR CMN	6,214.	8,034.
HOLCIM LTD SPONSORED ADR CMN	5,236.	5,382.
HONDA MTR LTD (AMER SHS) ADR CMN	12,007.	10,264.
HONG KONG EXCHANGES & CLEARING UNSPONSORED ADR CMN	11,575.	15,251.
HOLOGIC INCORPORATED CMN	7,051.	9,426.
HOYA CORP SPONSORED ADR CMN	9,264.	10,207.
HP INC. CMN	9,494.	13,186.
HEWLETT PACKARD ENTERPRISE CO CMN	9,211.	10,126.
HERMES INTERNATIONAL SA UNSPONSORED ADR CMN	6,764.	13,880.
HENKEL AG AND CO. KGAA SPONSORED ADR USD0.6392		
REPSTG PFD SHARES	2,224.	1,527.
HEINEKEN N.V. SPONSORED ADR CMN	7,043.	6,190.
HOST HOTELS & RESORTS INC CMN	6,473.	6,008.
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TOTAL TO FORM 990-PF, PART II, LINE 10B	14,239,712.	17,605,624.
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FORM 990-PF

CORPORATE BONDS

STATEMENT 9

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
PFIZER INC. 3.4% 05/15/2024 USD SR LIEN	35,993.	34,476.
MORGAN STANLEY HYBRID MTN 07/22/2028 USD SR LIEN CPN 07/24/17 3.591%	54,411.	47,779.
NEVADA POWER CO 3.7% 05/01/2029 USD SER CC SR LIEN	38,439.	39,834.
NORTHERN TRUST CORP 3.15% 05/03/2029 USD SR LIEN	73,966.	75,730.
NXP BV/NXP FDG/NXP USA 4.3% 06/18/2029 USD SR LIEN	40,957.	41,937.
NXP BV/NXP FUNDING LLC 5.55% 12/01/2028 USD SR LIEN	23,439.	24,101.
PHILIP MORRIS INTERNATIONAL IN 2.75% 02/25/2026 USD SR LIEN	74,583.	75,800.
VIRGINIA ELEC & POWER CO 3.8% 04/01/2028 USD SER A SR LIEN	46,408.	41,002.
SIMON PROPERTY GROUP, L.P. 3.25% 11/30/2026 USD SR LIEN	66,341.	67,613.
SPECTRA ENERGY PARTNERS 3.375% 10/15/2026 USD SR LIEN	32,496.	32,884.
SUMITOMO MITSUI FINANCIAL GROU 4.306% 10/16/2028 USD SR LIEN	64,218.	56,259.
TORONTO-DOMINION BANK (THE) MTN 3.25% 03/11/2024 USD SR LIEN	79,683.	78,102.
U.S. BANCORP HYBRID MTN 01/27/2028 USD SR LIEN CPN 01/27/22 2.215%	96,806.	98,928.
UNITED PARCEL SERVICE, INC. 2.8% 11/15/2024 USD SR LIEN	125,006.	120,970.
MORGAN STANLEY HYBRID MTN 07/20/2027 USD SR LIEN CPN 07/20/21 1.512%	27,466.	28,021.
WALMART INC. 3.25% 07/08/2029 USD SR LIEN	19,207.	19,002.

<u>ROXANNE QUIMBY FOUNDATION, INC.</u>		<u>47-5008812</u>
WALMART INC. 3.7% 06/26/2028 USD SR LIEN	55,583.	55,204.
PIMCO INCOME FUND INSTITUTIONAL	2,087,747.	1,837,271.
MITSUBISHI UFJ FINANCIAL GROUP 4.05% 09/11/2028 USD SR LIEN	56,741.	59,337.
KEYCORP HYBRID MTN 05/23/2025 USD SR LIEN CPN 05/23/22 3.878%	72,504.	72,736.
MID-AMERICA APARTMENTS L 3.6% 06/01/2027 USD SR LIEN	24,117.	24,749.
3M COMPANY 2.875% 10/15/2027 USD SR LIEN	94,559.	96,891.
AIR LEASE CORPORATION 3.25% 03/01/2025 USD SR LIEN	57,767.	53,710.
APPLE INC. 2.2% 09/11/2029 USD SR LIEN	32,892.	32,334.
APPLE INC. 3.2% 05/11/2027 USD SR LIEN	22,178.	20,028.
BANK OF MONTREAL HYBRID MTN 01/22/2027 USD SR LIEN CPN 01/22/21 0.949%	55,380.	50,619.
BAXTER INTERNATIONAL INC 2.272% 12/01/2028 USD SR LIEN	36,538.	35,916.
BB&T CORPORATION MTN 3.875% 03/19/2029 USD SUB LIEN	56,967.	54,271.
BLACKROCK INC 3.25% 04/30/2029 USD SR LIEN	51,810.	51,227.
BOEING COMPANY (THE) 2.196% 02/04/2026 USD SR LIEN	35,989.	33,067.
BP CAP MARKETS AMERICA 3.119% 05/04/2026 USD SER * SR LIEN	58,417.	59,147.
BROADCOM INC. 4.75% 04/15/2029 USD SER WI SR LIEN	30,307.	29,899.
CAPITAL ONE FINANCIAL CORPORAT 3.75% 07/28/2026 USD SUB LIEN	63,749.	57,513.
CBOE HOLDINGS INC 3.65% 01/12/2027 USD SR LIEN	60,462.	61,321.
MIDAMERICAN ENERGY CO 3.65% 04/15/2029 USD SR LIEN	32,684.	32,147.
CHARLES SCHWAB CORPORATION (TH 3.85% 05/21/2025 USD SR LIEN	125,451.	122,667.
DELL INT LLC / EMC CORP 4.9% 10/01/2026 USD SR LIEN	57,618.	58,879.
DIGITAL REALTY TRUST, INC. 4.45% 07/15/2028 USD SR LIEN	57,023.	49,362.
DUKE ENERGY CORP 2.65% 09/01/2026 USD SR LIEN	95,709.	84,100.
EBAY INC. 3.6% 06/05/2027 USD SR LIEN	62,243.	63,464.
ENTERGY CORP 1.9% 06/15/2028 USD SR LIEN	29,566.	26,276.
EVERSOURCE ENERGY 4.25% 04/01/2029 USD SER O SR LIEN	18,857.	18,224.
FOX CORPORATION 4.709% 01/25/2029 USD SER WI SR LIEN	57,718.	51,418.
GENERAL MOTORS CO 5.0% 10/01/2028 USD SR LIEN	20,236.	17,486.
GENERAL MOTORS FINL CO 4.3% 04/06/2029 USD SR LIEN	31,486.	30,863.
HEALTHPEAK OP, LLC 3.5% 07/15/2029 USD SR LIEN M-W+25.00BP	29,990.	28,182.
JPMORGAN CHASE & CO. HYBRID 02/04/2027 USD SR LIEN CPN 02/04/21 1.04%	75,457.	72,745.
JPMORGAN CHASE & CO. HYBRID 03/13/2026 USD SR LIEN CPN 03/13/20 2.005%	25,869.	26,103.
KROGER CO. (THE) 2.65% 10/15/2026 USD SR LIEN	122,565.	106,320.
COMERICA INC 4.0% 02/01/2029 USD SR LIEN	37,021.	32,482.
NOVARTIS CAPITAL CORPORATION 1.75% 02/14/2025 USD SR LIEN	39,475.	37,043.

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WESTPAC BANKING CORPORATION 3.4% 01/25/2028 USD SER 10YR SR LIEN	61,302.	54,023.
PACCAR FINANCIAL CORP MTN 1.8% 02/06/2025 USD SR LIEN	105,676.	99,629.
STARBUCKS CORP 3.1% 03/01/2023 USD SR LIEN	50,501.	50,370.
SHELL INTERNATIONAL FINANCE B. 2.0% 11/07/2024 USD SR LIEN	125,809.	119,269.
SALESFORCE.COM INC 3.25% 04/11/2023 USD SR LIEN	80,530.	80,289.
ROYAL BK SCOTLND GRP PLC 6.0% 12/19/2023 USD SUB LIEN	94,962.	97,667.
REALTY INCOME CORP 4.875% 06/01/2026 USD SR LIEN	55,912.	49,988.
PUBLIC STORAGE 0.875% 02/15/2026 USD SR LIEN	30,044.	26,693.
WESTPAC BANKING CORPORATION 1.953% 11/20/2028 USD SR LIEN	20,647.	17,942.
ORACLE CORPORATION 2.65% 07/15/2026 USD SR LIEN	131,663.	119,356.
MYLAN INC. 4.55% 04/15/2028 USD SER WI SR LIEN	22,832.	18,751.
MPLX LP 4.0% 03/15/2028 USD SR LIEN	54,558.	47,174.
MORGAN STANLEY 3.625% 01/20/2027 USD SER 10YR SR LIEN	27,773.	24,010.
JOHNSON & JOHNSON 2.25% 03/03/2022 SR LIEN	81,440.	72,901.
JOHN DEERE CAPITAL CORP MTN 2.25% 09/14/2026 USD SR LIEN	75,709.	69,576.
GS SHORT DURATION BOND FUND CLASS P	656,721.	623,791.
STATE STREET CORPORATION 3.1% 05/15/2023 USD SRSUB LIEN	80,402.	79,782.
GENERAL DYNAMICS CORPORATION 2.375% 11/15/2024 USD SR LIEN	124,379.	119,748.
SYNCHRONY FINANCIAL 4.5% 07/23/2025 USD SR LIEN	49,238.	44,084.
VERIZON COMMUNICATIONS, INC. 3.0% 03/22/2027 USD SR LIEN	100,775.	93,845.
ADOBE INC 2.15% 02/01/2027 USD SR LIEN	85,706.	78,225.
AMPHENOL CORP 2.05% 03/01/2025 USD SR LIEN	75,384.	71,063.
AT&T INC 4.25% 03/01/2027 USD SR LIEN	60,959.	54,349.
B.A.T. CAPITAL CORPORATION 2.259% 03/25/2028 USD SR LIEN	65,392.	54,506.
BANK OF AMERICA CORPORATION HYBRID MTN 02/13/2026 USD SR LIEN CPN 02/13/20 2	135,035.	125,332.
BANK OF NOVA SCOTIA (THE) 2.2% 02/03/2025 USD SR LIEN	134,956.	127,514.
BANK OF NY MELLON CORP MTN 3.5% 04/28/2023 USD SR LIEN	80,403.	80,143.
BERKSHIRE HATHAWAY INC. 2.75% 03/15/2023 USD SR LIEN	80,715.	80,305.
BP CAP MARKETS AMERICA 3.543% 04/06/2027 USD SR LIEN	43,249.	38,397.
CITIGROUP INC. 3.2% 10/21/2026 USD SR LIEN	37,654.	32,610.
CITIGROUP INC. 4.3% 11/20/2026 USD SUB LIEN	33,301.	29,206.
CROWN CASTLE INTERNATIONAL COR 4.45% 02/15/2026 USD SR LIEN	44,472.	39,809.
XILINX INC 2.95% 06/01/2024 USD SR LIEN	63,324.	61,465.
WELLS FARGO & COMPANY MTN 4.125% 08/15/2023 USD SER M SUB LIEN	79,592.	78,746.
ENERGY TRANSFER OPERATNG 5.5% 06/01/2027 USD SER * SR LIEN	49,544.	44,953.
TOTAL TO FORM 990-PF, PART II, LINE 10C	<u>7,872,653.</u>	<u>7,330,950.</u>

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VINTAGE VIII OFFSHORE SCSP	COST	1,007,437.	1,893,609.
BROAD STREET REAL ESTATE CREDIT PARTNERS II OFFSHORE FEEDER FUND, L.P.	COST	0.	23,315.
DISTRESSED MANAGERS IV OFFSHORE LP	COST	0.	116,872.
HEDGE FUND OPPORTUNITIES LTD CLASS A SERIES 1	COST	1,500,000.	1,746,974.
IMPRINT THEMATIC OPPORTUNITIES	COST	138,934.	146,018.
LAUNCH OPPORTUNITIES OFFSHORE SCSP	COST	1,031,110.	1,502,434.
PRIVATE EQUITY MANAGERS (IMPACT 2018) OFFSHORE LP	COST	745,363.	924,412.
PRIVATE EQUITY MANAGERS (2017) OFFSHORE SCSP	COST	286,128.	724,011.
PRIVATE EQUITY MANAGERS (2019) OFFSHORE SCSP	COST	519,307.	2,075,934.
PRIVATE EQUITY MANAGERS (IMPACT) OFFSHORE LP	COST	519,307.	895,068.
U.S. REAL PROPERTY INCOME FUND, L.P.	COST	416,621.	736,688.
VINTAGE FUND VI OFFSHORE, L.P.	COST	0.	372,772.
VINTAGE IX B OFFSHORE SCSP	COST	20,000.	20,000.
VINTAGE VII OFFSHORE SCSP	COST	135,285.	447,975.
BROAD STREET REAL ESTATE CREDIT PARTNER III OFFSHORE LP	COST	235,486.	203,069.
GS CAPITAL PARTNERS V INSTITUTIONAL, L.P. / GSCP	COST	0.	4,921.
VINSTITUTIONAL AIV, L.P.		0.	4,921.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,554,978.	11,834,072.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VI-B, LINE 5D

STATEMENT 11

GRANTEE'S NAME

QUIMBY FAMILY FOUNDATION

GRANTEE'S ADDRESSPO BOX 148
PORTLAND, ME 04112-0148

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
5,000,000.	09/20/22	1,182,731.

PURPOSE OF GRANT

GRANTOR'S BOARD OF DIRECTORS DETERMINED THIS GRANT WOULD FURTHER THE EXEMPT PURPOSES OF THE GRANTOR BY INCREASING THE GRANTEE'S ENDOWMENT. THE EXCEPT PURPOSES OF THE GRANTOR AND GRANTEE ARE SIMILAR AND THE GRANTOR WISHES TO SIGNIFICANTLY SUPPORT THE GRANTEE'S FULFILLMENT OF ITS EXEMPT PURPOSES. THE GRANTEE'S PURPOSES INCLUDE LEVERAGING NATURAL AND CULTURAL ASSETS FOR ECONOMIC BENEFIT THROUGH INVESTMENT IN ECO-TOURISM, HERITAGE-TOURISM, SUSTAINABLE COMMUNITY FOOD SYSTEMS, AND ARTS INITIATIVES. IN FURTHERANCE OF THOSE PURPOSES, THE GRANTEE MAKES GRANTS TO PUBLIC CHARITIES WHICH PROMOTE AND OPERATE PROJECTS THAT BUILD ENVIRONMENTAL AWARENESS AND RESPECT, PROVIDE DIRECT FINANCIAL BENEFIT FOR CONSERVATION, DELIVER MEMORABLE INTERPRETIVE EXPERIENCES TO VISITORS THAT HELP RAISE SENSITIVITY TO ENVIRONMENTAL AND SOCIAL CLIMATES, AND DESIGN AND OPERATE LOW-IMPACT PROJECTS THAT GENERATE FINANCIAL BENEFITS FOR BOTH LOCAL PEOPLE AND VISITING POPULATIONS.

DATES OF REPORTS BY GRANTEE

5/1/23

ANY DIVERSION BY GRANTEE

TO THE BEST OF THE GRANTOR'S KNOWLEDGE, THERE WERE NO DIVERTED FUNDS

RESULTS OF VERIFICATION

THE GRANTOR VERIFIED THE QUIMBY FAMILY FOUNDATION MAKES GRANTS TO PUBLIC CHARITIES IN FURTHERANCE OF ITS EXEMPT PURPOSE. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE.