



**Sequoia  
Fund, Inc.**

**ANNUAL  
REPORT  
DECEMBER 31, 2002**

**SEQUOIA FUND, INC.**  
**ILLUSTRATION OF AN ASSUMED INVESTMENT OF \$10,000**  
**With Income Dividends Reinvested and Capital Gains**  
**Distributions Accepted in Shares**

The table below covers the period from July 15, 1970 (the date Fund shares were first offered to the public) to December 31, 2002. This period was one of widely fluctuating common stock prices. The results shown should not be considered as a representation of the dividend income or capital gain or loss which may be realized from an investment made in the Fund today.

<b>PERIOD ENDED:</b>	<b>Value of Initial \$10,000 Investment</b>	<b>Value of Cumulative Capital Gains Distributions</b>	<b>Value of Cumulative Reinvested Dividends</b>	<b>Total Value of Shares</b>
July 15, 1970 .....	\$ 10,000	\$ —	\$ —	\$ 10,000
May 31, 1971 .....	11,750	—	184	11,934
May 31, 1972 .....	12,350	706	451	13,507
May 31, 1973 .....	9,540	1,118	584	11,242
May 31, 1974 .....	7,530	1,696	787	10,013
May 31, 1975 .....	9,490	2,137	1,698	13,325
May 31, 1976 .....	12,030	2,709	2,654	17,393
May 31, 1977 .....	15,400	3,468	3,958	22,826
Dec. 31, 1977 .....	18,420	4,617	5,020	28,057
Dec. 31, 1978 .....	22,270	5,872	6,629	34,771
Dec. 31, 1979 .....	24,300	6,481	8,180	38,961
Dec. 31, 1980 .....	25,040	8,848	10,006	43,894
Dec. 31, 1981 .....	27,170	13,140	13,019	53,329
Dec. 31, 1982 .....	31,960	18,450	19,510	69,920
Dec. 31, 1983 .....	37,110	24,919	26,986	89,015
Dec. 31, 1984 .....	39,260	33,627	32,594	105,481
Dec. 31, 1985 .....	44,010	49,611	41,354	134,975
Dec. 31, 1986 .....	39,290	71,954	41,783	153,027
Dec. 31, 1987 .....	38,430	76,911	49,020	164,361
Dec. 31, 1988 .....	38,810	87,760	55,946	182,516
Dec. 31, 1989 .....	46,860	112,979	73,614	233,453
Dec. 31, 1990 .....	41,940	110,013	72,633	224,586
Dec. 31, 1991 .....	53,310	160,835	100,281	314,426
Dec. 31, 1992 .....	56,660	174,775	112,428	343,863
Dec. 31, 1993 .....	54,840	213,397	112,682	380,919
Dec. 31, 1994 .....	55,590	220,943	117,100	393,633
Dec. 31, 1995 .....	78,130	311,266	167,129	556,525
Dec. 31, 1996 .....	88,440	397,099	191,967	677,506
Dec. 31, 1997 .....	125,630	570,917	273,653	970,200
Dec. 31, 1998 .....	160,700	798,314	353,183	1,312,197
Dec. 31, 1999 .....	127,270	680,866	286,989	1,095,125
Dec. 31, 2000 .....	122,090	903,255	289,505	1,314,850
Dec. 31, 2001 .....	130,240	1,002,955	319,980	1,453,175
Dec. 31, 2002 .....	126,630	976,920	311,226	1,414,776

The total amount of capital gains distributions accepted in shares was \$613,437, the total amount of dividends reinvested was \$116,740.

No adjustment has been made for any taxes payable by shareholders on capital gain distributions, dividends reinvested in shares or sale of fund shares.

# To the Shareholders of Sequoia Fund, Inc.

Dear Shareholder:

Sequoia Fund's results for the fourth quarter of 2002 are shown below with comparable results for the leading market indexes:

To December 31, 2002	Sequoia Fund	Dow Jones Industrials	Standard & Poor's 500
Fourth Quarter	1.74%	10.38%	8.44%
1 Year	-2.64%	-15.10%	-22.10%
5 Years (Annualized)	7.83%	2.83%	-0.59%
10 Years (Annualized)	15.19%	12.02%	9.34%

The S&P 500 Index is an unmanaged, capitalization-weighted index of the common stocks of 500 major US corporations. The Dow Jones Industrial Average is an unmanaged, price-weighted index of 30 actively traded blue chip stocks. The performance data quoted represents past performance and assumes reinvestment of dividends. The investment return and principal value of an investment in the Fund will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost.

As we noted in our recent third quarter 2002 report, the Sequoia Fund had a slightly negative return for the year but did considerably better than the stock market in general. We also noted that we were confident that the intrinsic value of our underlying holdings increased as a result of an increase in economic earning power.

While it is early in the year to make predictions, we believe that the outlook for 2003 also bodes well for the aggregate value of our investments in terms of increasing intrinsic value. However, in the space of a single year, it is totally unpredictable as to how the market will value those earnings. We believe our holdings are currently selling at something of a discount to an amply priced stock market and because of their future prospects in our opinion, they deserve a premium.

This letter is being written February 3rd and you may not actually receive it because of production time and the speed of the U.S. mail until later in the month. The immediate future is perhaps as unpredictable as at any time in which we have written a shareholder letter in the past. It is clear that the reported earnings of American businesses are going through a difficult period for two reasons, a slowing economy adjusting to past overexpansion in

many areas and the fact that reported earnings in the past were, in the aggregate, overstated. They remain so but by a lesser degree. Further, no one can predict the near term effects of military conflict and its aftermath. However, a review of the past century, which certainly contained many virtually cataclysmic events, showed that our country's economy weathered many disruptions and we strongly believe that will be true in the future.

During 2002, we had very few changes in our holdings. Volatility however, did provide us with the chance to acquire a position in Mohawk Industries at a price which we believed to offer good value. Mohawk is a very well managed manufacturer of carpet and flooring products and has an excellent distribution system through thousands of small flooring dealers. Because of its distribution expertise and quality of its product, it has a significant share of market. The business has a strong franchise and the kind of cash generating characteristics we admire.

We continue to increase the depth and quality of our research staff. Furthermore, we feel no pressure to make commitments unless both the price and quality of the investment dictate it. During a period such as this, patience and constant investigation are required and we are confident that we will see continued growth of our present companies as well as new opportunities, which will hopefully provide a decent return on your investment in Sequoia.

Sincerely,



David M. Poppe  
Executive Vice President



Richard T. Cunniff  
Vice Chairman



Robert D. Goldfarb  
President



William J. Ruane  
Chairman

February 3, 2003

**THE ANNUAL MEETING OF STOCKHOLDERS OF SEQUOIA FUND, INC. WILL BE HELD AT 10:00 A.M., NEW YORK CITY TIME, ON MAY 9, 2003 AT THE NEW YORK ATHLETIC CLUB, 180 CENTRAL PARK SOUTH, NEW YORK, NEW YORK 10019.**

**SEQUOIA FUND, INC.**  
**Schedule of Investments**  
**December 31, 2002**

**COMMON STOCKS (82.34%)**

<u>Shares</u>		<u>Value (Note 1)</u>
	<b>BANK HOLDING COMPANIES (12.62%)</b>	
8,310,093	Fifth Third Bancorp . . . . .	\$ 486,555,945
222,100	Mercantile Bankshares Corporation . . . . .	8,570,839
		<u>495,126,784</u>
	<b>BUILDING MATERIALS (3.25%)</b>	
3,408,200	Fastenal Company† . . . . .	127,432,598
	<b>DIVERSIFIED COMPANIES (34.79%)</b>	
18,757	Berkshire Hathaway Inc. Class A* . . . . .	1,364,571,750
	<b>FREIGHT TRANSPORTATION (2.03%)</b>	
2,440,400	Expeditors International of Washington, Inc. . . . .	79,679,060
	<b>HOME FURNISHINGS (2.02%)</b>	
2,303,100	Ethan Allen Interiors, Inc.† . . . . .	79,157,547
	<b>INSURANCE (8.80%)</b>	
6,956,400	Progressive Corporation — Ohio . . . . .	345,246,132
	<b>LAUNDRY SERVICES (0.46%)</b>	
395,400	Cintas Corporation . . . . .	18,089,550
	<b>MANUFACTURING (1.77%)</b>	
2,012,900	Dover Corporation . . . . .	58,696,164
229,400	Harley Davidson, Inc. . . . .	10,598,280
		<u>69,294,444</u>
	<b>TEXTILE — CARPETS (6.23%)</b>	
4,289,700	Mohawk Industries Inc.†* . . . . .	244,298,415
	<b>PROCESS CONTROL INSTRUMENTS (0.42%)</b>	
251,600	Danaher Corporation . . . . .	16,530,120
	<b>RETAILING (8.47%)</b>	
52,100	Costco Wholesale Corporation* . . . . .	1,461,926
1,526,500	Tiffany & Company . . . . .	36,498,615
15,062,000	TJX Companies, Inc. . . . .	294,010,240
		<u>331,970,781</u>
	Miscellaneous Securities (1.48%) . . . . .	58,216,536
	<b>TOTAL COMMON STOCKS (COST \$1,069,125,872) . . . . .</b>	<b><u>\$3,229,613,717</u></b>

<u>Principal Amount</u>		<u>Value (Note 1)</u>
	<b>U.S. GOVERNMENT OBLIGATIONS (17.66%)</b>	
\$693,000,000	U.S. Treasury Bills due 01/02/03 through 02/06/03 . . . . .	\$ 692,603,371
	<b>TOTAL U.S. GOVERNMENT OBLIGATIONS</b>	
	(Cost \$692,603,371) . . . . .	<u>692,603,371</u>
	<b>TOTAL INVESTMENTS (100%)††</b>	
	(Cost \$1,761,729,243) . . . . .	<u><u>\$3,922,217,088</u></u>

†† The cost for federal income tax purposes is identical.

\* Non-income producing.

† Refer to Note 7.

The accompanying notes form an integral part of these Financial Statements

**SEQUOIA FUND, INC.**  
**Statement of Assets and Liabilities**  
**December 31, 2002**

**ASSETS:**

Investments in securities, at value (cost \$1,761,729,243) (Note 1) . . . . .	\$3,922,217,088
Cash on deposit with custodian . . . . .	1,758,913
Receivable for capital stock sold . . . . .	402,063
Dividends receivable . . . . .	2,227,974
Other assets . . . . .	<u>42,110</u>
Total assets . . . . .	<u>3,926,648,148</u>

**LIABILITIES:**

Payable for capital stock repurchased . . . . .	1,112,724
Payable for investments securities purchased unsettled . . . . .	17,062,734
Accrued investment advisory fee . . . . .	3,211,585
Accrued other expenses . . . . .	<u>125,125</u>
Total liabilities . . . . .	<u>21,512,168</u>
Net assets applicable to 30,837,870 shares of capital stock outstanding (Note 4) . . . . .	<u>\$3,905,135,980</u>
Net asset value, offering price and redemption price per share . . . . .	<u>\$126.63</u>

The accompanying notes form an integral part of these Financial Statements.

**SEQUOIA FUND, INC.**  
**Statement of Operations**  
**Year Ended December 31, 2002**

**INVESTMENT INCOME:**

Income:	
Dividends:	
Unaffiliated companies . . . . .	\$ 14,166,985
Affiliated companies (Note 7) . . . . .	679,100
Interest . . . . .	14,186,946
Other Income . . . . .	14,166
Total income . . . . .	<u>29,047,197</u>
Expenses:	
Investment advisory fee (Note 2) . . . . .	41,617,894
Legal and auditing fees . . . . .	96,252
Stockholder servicing agent fees . . . . .	393,278
Custodian fees . . . . .	80,000
Directors fees and expenses (Note 6) . . . . .	181,377
Other . . . . .	192,099
Total expenses . . . . .	<u>42,560,900</u>
Less expenses reimbursed by Investment Adviser (Note 2) . . . . .	<u>793,000</u>
Net expenses . . . . .	<u>41,767,900</u>
Net investment (loss) . . . . .	<u>(12,720,703)</u>
<b>REALIZED AND UNREALIZED GAIN/(LOSS) ON INVESTMENTS:</b>	
Realized gain on investments:	
Unaffiliated companies . . . . .	131,001,874
Affiliated companies (Note 7) . . . . .	<u>6,516,573</u>
Net realized gain on investments . . . . .	\$ 137,518,447
Net decrease in unrealized appreciation on:	
Investments . . . . .	<u>(237,620,489)</u>
Net realized and unrealized (loss) on investments . . . . .	<u>(100,102,042)</u>
Decrease in net assets from operations . . . . .	<u><u>\$(112,822,745)</u></u>

The accompanying notes form an integral part of these Financial Statements.

**SEQUOIA FUND, INC.**  
**Statements of Changes in Net Assets**

	<b>Year Ended December 31,</b>	
	<b>2002</b>	<b>2001</b>
<b>INCREASE (DECREASE) IN NET ASSETS:</b>		
From operations:		
Net investment (loss) income . . . . .	\$ (12,720,703)	\$ 31,269,566
Net realized gains . . . . .	137,518,447	49,850,028
Net (decrease)/increase in unrealized appreciation . . . . .	(237,620,489)	323,645,180
Net (decrease)/increase in net assets from operations . . . . .	(112,822,745)	404,764,774
Distributions to shareholders from:		
Net investment income . . . . .	(352,691)	(30,954,184)
Net realized gains . . . . .	(4,996,914)	(108,695,093)
Capital share transactions (Note 4) . . . . .	(206,821,129)	21,135,078
Total (decrease)/increase . . . . .	(324,993,479)	286,250,575
<b>NET ASSETS:</b>		
Beginning of year . . . . .	4,230,129,459	3,943,878,884
End of year . . . . .	<b>\$3,905,135,980</b>	<b>\$4,230,129,459</b>
<b>NET ASSETS CONSIST OF:</b>		
Capital (par value and paid in surplus) . . . . .	\$1,727,724,465	\$1,834,354,645
Undistributed net investment income . . . . .	0	354,842
Undistributed net realized gains/(losses) (Note 3) . . . . .	16,923,670	(2,688,362)
Unrealized appreciation . . . . .	2,160,487,845	2,398,108,334
Total Net Assets . . . . .	<b>\$3,905,135,980</b>	<b>\$4,230,129,459</b>

The accompanying notes form an integral part of these Financial Statements.



## SEQUOIA FUND, INC. Notes To Financial Statements

### NOTE 1—SIGNIFICANT ACCOUNTING POLICIES:

Sequoia Fund, Inc. is registered under the Investment Company Act of 1940, as amended, as a non-diversified, open-end management company. The investment objective of the Fund is growth of capital from investments primarily in common stocks and securities convertible into or exchangeable for common stock. The following is a summary of significant accounting policies, consistently followed by the Fund in the preparation of its financial statements.

- A. *Valuation of investments:* Investments are carried at market value or at fair value as determined by the Board of Directors. Securities traded on a national securities exchange are valued at the last reported sales price on the principal exchange on which the security is listed on the last business day of the period; securities traded in the over-the-counter market are valued at the last reported sales price on the NASDAQ National Market System on the last business day of the period; listed securities and securities traded in the over-the-counter market for which no sale was reported on that date are valued at the mean between the last reported bid and asked prices; U.S. Treasury Bills with remaining maturities of 60 days or less are valued at their amortized cost. U.S. Treasury Bills that when purchased have a remaining maturity in excess of sixty days are stated at their discounted value based upon the mean between the bid and asked discount rates until the sixtieth day prior to maturity, at which point they are valued at amortized cost.
- B. *Accounting for investments:* Investment transactions are accounted for on the trade date and dividend income is recorded on the ex-dividend date. The net realized gain or loss on security transactions is determined for accounting and tax purposes on the specific identification basis.
- C. *Federal income taxes:* It is the Fund's policy to comply with the requirements of the Internal Revenue Code applicable to regulated investment companies and to distribute all of its taxable income to its stockholders. Therefore, no federal income tax provision is required.
- D. *Use of Estimates:* The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of increases and decreases in net assets from operations during the reporting period. Actual results could differ from those estimates.
- E. *General:* Dividends and distributions are recorded by the Fund on the ex-dividend date. Interest income is accrued as earned.

### NOTE 2—INVESTMENT ADVISORY CONTRACTS AND PAYMENTS TO INTERESTED PERSONS:

The Fund retains Ruane, Cunniff & Co., Inc. as its investment adviser. Ruane, Cunniff & Co., Inc. (Investment Adviser) provides the Fund with investment advice, administrative services and facilities.

Under the terms of the Advisory Agreement, the Investment Adviser receives a management fee equal to 1% per annum of the Fund's average daily net asset values. This percentage will not increase or decrease in relation to increases or decreases in the net asset value of the Fund. Under the Advisory Agreement, the Investment Adviser is obligated to reimburse the Fund for the amount, if any, by which the operating expenses of the Fund (including the management fee) in any year exceed the sum of 1-1/2% of the average daily net asset values of the Fund during such

year up to a maximum of \$30,000,000, plus 1% of the average daily net asset values in excess of \$30,000,000. The expenses incurred by the Fund exceeded the percentage limitation during the year ended December 31, 2002 and the Investment Adviser reimbursed the Fund \$793,000.

For the year ended December 31, 2002, there were no amounts accrued to interested persons, including officers and directors, other than advisory fees of \$41,617,894 and brokerage commissions of \$447,773 to Ruane, Cunniff & Co., Inc. Certain officers of the Fund are also officers of the Investment Adviser and the Fund's distributor. Ruane, Cunniff & Co., Inc., the Fund's distributor, received no compensation from the Fund on the sale of the Fund's capital shares during the year ended December 31, 2002.

**NOTE 3—PORTFOLIO TRANSACTIONS:**

The aggregate cost of purchases and the proceeds from the sales of securities, excluding U.S. government obligations, for the year ended December 31, 2002 were \$263,367,361 and \$295,773,207, respectively. Included in proceeds of sales is \$160,908,489 representing the value of securities disposed of in payment of redemptions in kind, resulting in realized gains of \$112,911,652. As a result of the redemptions in kind, net realized gains differ for financial statement and tax purposes. These realized gains have been reclassified from undistributed realized gains to paid in surplus in the accompanying financial statements.

At December 31, 2002 the aggregate gross unrealized appreciation and depreciation of securities were \$2,169,528,239 and \$9,040,394, respectively.

**NOTE 4—CAPITAL STOCK:**

At December 31, 2002 there were 100,000,000 shares of \$.10 par value capital stock authorized. Transactions in capital stock were as follows:

	2002		2001	
	Shares	Amount	Shares	Amount
Shares sold . . . . .	1,287,555	\$ 166,163,172	1,129,012	\$137,722,810
Shares issued to stockholders on reinvestment of:				
Net investment income . . . . .	10,323	1,368,620	177,192	21,920,774
Net realized gain on investments . . . . .	25,829	3,239,739	792,019	95,716,809
	1,323,707	170,771,531	2,098,223	255,360,393
Shares repurchased . . . . .	2,964,295	377,592,660	1,923,077	234,225,315
Net (decrease)/increase . . . . .	(1,640,588)	\$(206,821,129)	175,146	\$ 21,135,078

**NOTE 5—DISTRIBUTIONS TO SHAREHOLDERS:**

The tax character of distributions paid during 2001 and 2002 was as follows:

	<u>2002</u>	<u>2001</u>
Distributions paid from:		
Ordinary income . . . . .	\$ 848,250	\$ 44,425,425
Long-term capital gains . . . . .	<u>4,501,355</u>	<u>95,223,852</u>
Total distributions . . . . .	<u>\$5,349,605</u>	<u>\$139,649,277</u>

As of December 31, 2002, the components of distributable earnings on a tax basis were as follows:

Undistributed long-term gain . . . . .	\$ 16,923,670
Unrealized appreciation . . . . .	<u>2,160,487,845</u>
	<u>\$2,177,411,515</u>

**NOTE 6—DIRECTORS FEES AND EXPENSES:**

Directors who are not deemed “interested persons” receive fees of \$6,000 per quarter and \$2,500 for each meeting attended, and are reimbursed for travel and other out-of-pocket disbursements incurred in connection with attending directors meetings. The total of such fees and expenses paid by the Fund to these directors for the year ended December 31, 2002 was \$181,377.

**NOTE 7—AFFILIATED COMPANIES:**

Investment in portfolio companies 5% or more of whose outstanding voting securities are held by the Fund are defined in the Investment Company Act of 1940 as “affiliated companies.” The total value and cost of investments in affiliates at December 31, 2002 aggregated \$323,455,962 and \$254,424,815, respectively. The summary of transactions for each affiliate during the period of their affiliation for the year ended December 31, 2002 is provided below:

<u>Affiliate</u>	<u>Purchases</u>		<u>Sales</u>		<u>Realized Gain</u>	<u>Dividend Income</u>
	<u>Shares</u>	<u>Cost</u>	<u>Shares</u>	<u>Cost</u>		
Ethan Allen Interiors, Inc. . . .	—	—	110,900	\$ 2,667,729	\$ 664,816	\$482,800
Fastenal Company . . . . .	—	—	517,800	\$14,551,031	4,165,180	196,300
Mohawk Industries Inc. . . .	4,496,400	\$204,597,204	206,700	\$ 9,016,349	1,686,577	—
					<u>\$6,516,573</u>	<u>\$679,100</u>

**NOTE 8—FINANCIAL HIGHLIGHTS:**

	Year Ended December 31,				
	2002	2001	2000	1999	1998
Per Share Operating Performance (for a share outstanding throughout each year)					
Net asset value, beginning of year . . . . .	\$ 130.24	\$ 122.09	\$ 127.27	\$ 160.70	\$ 125.63
Income from investment operations:					
Net investment (loss)/income . . . . .	(0.41)	0.97	1.66	0.84	0.39
Net realized and unrealized gains (losses) on investments . . . . .	(3.03)	11.52	23.33	(26.83)	43.07
Total from investment operations . . . . .	(3.44)	12.49	24.99	(25.99)	43.46
Less distributions:					
Dividends from net investment income . . . . .	(0.01)	(0.97)	(1.66)	(0.85)	(0.37)
Distributions from net realized gains . . . . .	(0.16)	(3.37)	(28.51)	(6.59)	(8.02)
Total distributions . . . . .	(0.17)	(4.34)	(30.17)	(7.44)	(8.39)
Net asset value, end of year . . . . .	\$ 126.63	\$ 130.24	\$ 122.09	\$ 127.27	\$ 160.70
Total Return . . . . .	-2.6%	10.5%	20.1%	-16.5%	35.3%
Ratios/Supplemental data					
Net assets, end of year (in millions) . . . . .	\$3,905.1	\$4,230.1	\$3,943.9	\$3,896.9	\$5,001.9
Ratio to average net assets:					
Expenses . . . . .	1.0%	1.0%	1.0%	1.0%	1.0%
Net investment income . . . . .	-0.3%	0.8%	1.2%	0.6%	0.3%
Portfolio turnover rate . . . . .	8%	7%	36%	12%	21%

## REPORT OF INDEPENDENT ACCOUNTANTS

To the Board of Directors and Shareholders of  
Sequoia Fund, Inc.

In our opinion, the accompanying statement of assets and liabilities, including the schedule of investments, and the related statements of operations and of changes in net assets and the financial highlights present fairly, in all material respects, the financial position of Sequoia Fund, Inc. (the "Fund") at December 31, 2002, the results of its operations for the year then ended, and the changes in its net assets for each of the two years in the period then ended and the financial highlights for each of the four years in the period then ended, in conformity with accounting principles generally accepted in the United States of America. These financial statements and financial highlights (hereafter referred to as "financial statements") are the responsibility of the Fund's management; our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits of these financial statements in accordance with auditing standards generally accepted in the United States of America, which require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits, which included confirmation of securities at December 31, 2002 by correspondence with the custodian and brokers, provide a reasonable basis for our opinion. The financial highlights for the year in the period ended December 31, 1998 were audited by other independent accountants whose report dated January 15, 1999 expressed an unqualified opinion on those statements.

PricewaterhouseCoopers LLP  
New York, New York  
January 22, 2003

## Information about Sequoia Fund Officers and Directors:

The SAI includes additional information about Fund directors and is available, without charge, upon request. You may call toll-free 1-800-686-6884 to request the SAI.

<u>Name, Age, and Address</u>	<u>Position Held with Fund</u>	<u>Term of Office and Length of Time Served</u>	<u>Principal Occupation during Past 5 Years</u>	<u>Other Directorships Held by Director</u>
William J. Ruane, 77 767 Fifth Avenue New York, NY 10153	Chairman of the Board & Director	Term — 1 Year & Length of Time served — 32 Years	Chairman of the Board & Director of Ruane, Cunniff & Co., Inc.	None
Richard T. Cunniff, 79 767 Fifth Avenue New York, NY 10153	Vice Chairman & Director	Term — 1 Year & Length of Time served — 32 Years	Vice Chairman & Director of Ruane, Cunniff & Co., Inc.	Sturm, Ruger & Company, Inc.
Robert D. Goldfarb, 58 767 Fifth Avenue New York, NY 10153	President & Director	Term — 1 Year & Length of Time served — 24 Years	President & Director of Ruane, Cunniff & Co., Inc.	None
David M. Poppe, 38 767 Fifth Avenue New York, NY 10153	Executive Vice President & Director	Term — 1 Year & Length of Time served — effective 01/01/03	Research Analyst of Ruane, Cunniff & Co., Inc.; Business reporter Miami Herald	None
Joseph Quinones, Jr., 57 767 Fifth Avenue New York, NY 10153	Vice President, Secretary & Treasurer	Term — 1 Year & Length of Time served — 7 Years	Vice President, Secretary & Treasurer of Ruane, Cunniff & Co., Inc.	None
Francis P. Matthews, 80 767 Fifth Avenue New York, NY 10153	Director	Term — 1 Year & Length of Time served — 30 Years	Retired	None
C. William Neuhauser, 76 767 Fifth Avenue New York, NY 10153	Director	Term — 1 Year & Length of Time served — 28 Years	Retired	None
Robert L. Swiggett, 80 767 Fifth Avenue New York, NY 10153	Director	Term — 1 Year & Length of Time served — 32 Years	Retired	None
Roger Lowenstein, 48 767 Fifth Avenue New York, NY 10153	Director	Term — 1 Year & Length of Time served — 4 Years	Writer major Financial and News Publications	None
Vinod Ahoja, 51 767 Fifth Avenue New York, NY 10153	Director	Term — 1 Year & Length of Time served — 2 Years	Retired	None



**SEQUOIA FUND, INC.**  
**767 Fifth Avenue, Suite 4701**  
**New York, New York 10153-4798**  
**Website: [www.sequoiafund.com](http://www.sequoiafund.com)**

**DIRECTORS**

William J. Ruane  
Richard T. Cunniff  
Robert D. Goldfarb  
David Poppe  
Vinod Ahooja  
Roger Lowenstein  
Francis P. Matthews  
C. William Neuhauser  
Robert L. Swiggett

**OFFICERS**

William J. Ruane	— <i>Chairman of the Board</i>
Richard T. Cunniff	— <i>Vice Chairman</i>
Robert D. Goldfarb	— <i>President</i>
David M. Poppe	— <i>Executive Vice President</i>
Joseph Quinones, Jr.	— <i>Vice President, Secretary &amp; Treasurer</i>

**INVESTMENT ADVISER & DISTRIBUTOR**

Ruane, Cunniff & Co., Inc.  
767 Fifth Avenue, Suite 4701  
New York, New York 10153-4798

**CUSTODIAN**

The Bank of New York  
MF Custody Administration Department  
100 Church Street, 10th Floor  
New York, New York 10286

**REGISTRAR AND SHAREHOLDER SERVICING AGENT**

DST Systems, Inc.  
P.O. Box 219477  
Kansas City, Missouri 64121

**LEGAL COUNSEL**

Seward & Kissel  
One Battery Park Plaza  
New York, New York 10004