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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

2008

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2008, or tax year beginning JUL 1, 2008, and ending JUN 30, 2009

G Check all that apply ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation THE COUNTESS MOIRA CHARITABLE FOUNDATION		A Employer identification number 11-3551993
	C/O ANALYTIC ASSET MANAGEMENT, INC		B Telephone number (646) 710-3364
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	
	275 MADISON AVENUE	1300	
	City or town, state, and ZIP code NEW YORK, NY 10016-1101		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation			D 1. Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 31,687,680. (Part I, column (d) must be on cash basis.)	J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) MODIFIED CASH	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	137,564.	137,564.		STATEMENT 2
	4 Dividends and interest from securities	705,445.	705,445.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<3,796,869.>			STATEMENT 1
	b Gross sales price for all assets on line 6a	22,403,496.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	<2,953,860.>	843,009.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	12,117.	0.		12,117.
	c Other professional fees STMT 5	349,120.	349,120.		0.
	17 Interest				
	18 Taxes STMT 6	113,941.	23,941.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	750.	0.		750.
	24 Total operating and administrative expenses. Add lines 13 through 23	475,928.	373,061.		12,867.
	25 Contributions, gifts, grants paid	1,490,000.			1,490,000.
26 Total expenses and disbursements. Add lines 24 and 25	1,965,928.	373,061.		1,502,867.	
27 Subtract line 26 from line 12	<4,919,788.>				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		469,948.			
c Adjusted net income (if negative, enter -0-)			N/A		

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Form 990-PF (2008)

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	0.		
	2 Savings and temporary cash investments	12,061,593.	8,276,612.	8,276,612.
	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 11	23,879,317.	14,332,311.	14,332,311.
	c Investments - corporate bonds STMT 12	0.	1,328,669.	1,328,669.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 13	0.	7,750,088.	7,750,088.	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	35,940,910.	31,687,680.	31,687,680.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	35,940,910.	31,687,680.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	35,940,910.	31,687,680.	
31 Total liabilities and net assets/fund balances	35,940,910.	31,687,680.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	35,940,910.
2 Enter amount from Part I, line 27a	2	<4,919,788.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	5,142,979.
4 Add lines 1, 2, and 3	4	36,164,101.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	4,476,421.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	31,687,680.

Form 990-PF (2008)

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 SALES OF MARKETABLE SECURITIES		P	VARIOUS	VARIOUS
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 22,403,496.		26,200,365.	<3,796,869.>	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			<3,796,869.>	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="margin-left: 10px;"> 2 <3,796,869.> </div> </div>		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 </div> <div style="margin-left: 10px;"> 3 N/A </div> </div>		

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007	1,936,992.	42,502,060.	.045574
2006	1,996,144.	39,246,092.	.050862
2005	1,501,512.	37,318,787.	.040235
2004	608,707.	23,583,934.	.025810
2003	37,674.	760,965.	.049508
2 Total of line 1, column (d)			2 .211989
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years.			3 .042398
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 33,353,182.
5 Multiply line 4 by line 3			5 1,414,108.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,699.
7 Add lines 5 and 6			7 1,418,807.
8 Enter qualifying distributions from Part XII, line 4			8 1,502,867.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	4,699.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	4,699.
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	4,699.
6 Credits/Payments			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	26,262.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	26,262.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	21,563.	
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax <input checked="" type="checkbox"/> 21,563. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for 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 <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2008)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.COUNTESSMOIRAFDN.ORG</u>	13	X	
14	The books are in care of ► <u>ANALYTIC ASSET MANAGEMENT, INC</u> Telephone no ► <u>(646) 710-3364</u> Located at ► <u>275 MADISON AVENUE, NEW YORK, NY</u> ZIP+4 ► <u>10016</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?		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 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?		X

Form 990-PF (2008)

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

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

X

If you answered "Yes" to 6b, also file Form 8870.

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

☐ Yes ☒ No

7b

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

N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		349,120.	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

Form 990-PF (2008)

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

[illegible]

Part IX-A

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.

1	N/A	
2		
3		
4		

Part IX-B

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

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

Total. Add lines 1 through 3Form **990-PF** (2008)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	24,385,259.
b	Average of monthly cash balances	1b	9,475,839.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	33,861,098.
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	33,861,098.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	507,916.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	33,353,182.
6	Minimum investment return. Enter 5% of line 5	6	1,667,659.

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

1	Minimum investment return from Part X, line 6	1	1,667,659.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	4,699.
b	Income tax for 2008 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,699.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,662,960.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,662,960.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,662,960.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,502,867.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,502,867.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	4,699.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,498,168.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Form 990-PF (2008)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				1,662,960.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			928,619.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2008				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ \$ 1,502,867.				
a Applied to 2007, but not more than line 2a			928,619.	
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 2008 distributable amount				574,248.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008 (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:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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 2007 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				1,088,712.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, 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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2008	(b) 2007	(c) 2006	(d) 2005	
b 85% of line 2a				
c Qualifying distributions from Part XII, 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 X, line 6 for each year listed				
c "Support" alternative test - enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

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

EDWARD W. T. GRAY III

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

NONE

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

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

- a The name, address, and telephone number of the person to whom applications should be addressed:

SEE ATTACHMENT B

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

SEE ATTACHMENT B

- c Any submission deadlines.

GRANT APPLICATIONS ARE ACCEPTED THROUGHOUT THE YEAR

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

SEE ATTACHMENT B

Part XV **Supplementary Information** (continued)

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

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<div>a Paid during the year</div> <div>ATTACHMENT C</div>	<div>N/A</div>			<div>1490000.</div>
<div>Total</div>			<div>▶ 3a</div>	<div>1490000.</div>
<div>b Approved for future payment</div> <div>ATTACHMENT D</div>	<div>N/A</div>			<div>200,000.</div>
<div>Total</div>			<div>▶ 3b</div>	<div>200,000.</div>

FORM 990-PF	GAIN OR (LOSS) FROM SALE OF ASSETS	STATEMENT	1
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(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SALES OF MARKETABLE SECURITIES		PURCHASED		VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
22,403,496.	26,200,365.	0.	0.	<3,796,869.>	
CAPITAL GAINS DIVIDENDS FROM PART IV					0.
TOTAL TO FORM 990-PF, PART I, LINE 6A					<3,796,869.>

FORM 990-PF	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	STATEMENT	2
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SOURCE	AMOUNT
MONEY MARKET INTEREST	137,564.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	137,564.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS AND INTEREST	705,445.	0.	705,445.
TOTAL TO FM 990-PF, PART I, LN 4	705,445.	0.	705,445.

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	12,117.	0.		12,117.	
TO FORM 990-PF, PG 1, LN 16B	12,117.	0.		12,117.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT ADVISORY	349,120.	349,120.		0.	
TO FORM 990-PF, PG 1, LN 16C	349,120.	349,120.		0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAX	90,000.	0.		0.	
FOREIGN TAXES	23,941.	23,941.		0.	
TO FORM 990-PF, PG 1, LN 18	113,941.	23,941.		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	
FILING FEES	750.	0.		750.	
TO FORM 990-PF, PG 1, LN 23	750.	0.		750.	

FOOTNOTES

STATEMENT 8

THE FOUNDATION HAS MAINTAINED ITS ACCOUNTS AND RECORDS FOR INVESTMENTS IN ACCORDANCE WITH FASB 124. FASB 124 REQUIRES THE BOOK VALUE OF INVESTMENTS TO BE RECORDED AT FAIR MARKET VALUE. THE CURRENT YEARS BOOK VALUE HAS BEEN ADJUSTED AT THE BEGINNING OF THE YEAR TO REFLECT RECOGNITION OF FASB 124 FOR TAX PURPOSES.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	9
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DESCRIPTION	AMOUNT
CUMULATIVE ADJUSTMENT TO RECORD INVESTMENTS AT FMV SEE STATEMENT 8	5,142,979.
TOTAL TO FORM 990-PF, PART III, LINE 3	5,142,979.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	10
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DESCRIPTION	AMOUNT
CHANGE IN UNREALIZED LOSS ON INVESTMENTS	4,476,421.
TOTAL TO FORM 990-PF, PART III, LINE 5	4,476,421.

FORM 990-PF	CORPORATE STOCK	STATEMENT	11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK, SEE ATTACHMENT A	14,332,311.	14,332,311.
TOTAL TO FORM 990-PF, PART II, LINE 10B	14,332,311.	14,332,311.

FORM 990-PF	CORPORATE BONDS	STATEMENT	12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS, SEE ATTACHMENT A	1,328,669.	1,328,669.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,328,669.	1,328,669.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 13
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EXCHANGE TRADED FUNDS, SEE ATTACHMENT A	COST	7,750,088.	7,750,088.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,750,088.	7,750,088.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 14
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
EDWARD W. T. GRAY III 275 MADISON AVENUE, SUITE 1300 NEW YORK, NY 10016	CHAIRMAN 3.00	0.	0.	0.
MICHELE J. LE MOAL-GRAY 275 MADISON AVENUE, SUITE 1300 NEW YORK, NY 10016	VICE-CHAIRMAN 3.00	0.	0.	0.
CAROLYN B. GRAY 275 MADISON AVENUE, SUITE 1300 NEW YORK, NY 10016	PRESIDENT 3.00	0.	0.	0.
PETER G. GRAY 275 MADISON AVENUE, SUITE 1300 NEW YORK, NY 10016	SECRETARY 3.00	0.	0.	0.
TAYLOR T. GRAY 275 MADISON AVENUE, SUITE 1300 NEW YORK, NY 10016	TREASURER & VICE-PRESIDENT 3.00	0.	0.	0.
ANALYTIC ASSET MANAGEMENT, INC. OWNED 275 MADISON AVENUE, SUITE 1300 NEW YORK, NY 10016	AND CONTROLLED OFFICERS & TRUSTEES 0.00 *	349,120.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		349,120.	0.	0.

* SEE ATTACHMENT E

PORTFOLIO HOLDING BY SYMBOL
THE COUNTESS MOIRA CHARITABLE FOUNDATION
 June 30, 2009

Security	Security Symbol	Date	Quantity	Yield	Unit Cost	Total Cost	Price	Market Value	Pct G/L	Pct. Assets
Cash Equivalent										
Cash & Cash Equivalents										
CASH & CASH EQUIVALENTS	capfund			0.3		8,296,567.77		8,296,567.77		26.1
Dreyfus Insured Deposit Program	diddxx			0.5		44.35		44.35		0.0
ACCRUED DIVIDENDS	divacc			0.0		9,652.12		9,652.12		0.0
				0.3		8,306,264.24		8,306,264.24		26.2
				0.3		8,306,264.24		8,306,264.24	0.0	26.7
Equity										
Common Stock										
APPL INC	napl	03-26-07	4,610	0.0	95.01	437,996.56	142.43	C 656,602.30	49.9	2.1
*** BHP BILLITON LTD SPONS	bhp	06-21-06	12,150	3.0	47.34	575,167.77	54.73	664,969.50	15.6	2.1
*** BANK OF NOVA SCOTIA	bns	03-19-09	23,600	4.7	26.05	614,803.60	37.50	885,000.00	43.9	2.8
CLOROX COMPANY DE	clx	06-16-09	11,200	3.6	55.77	624,625.12	55.83	625,296.00	0.1	2.0
DUKE ENERGY CORP	duk	01-08-08	43,500	6.6	20.51	892,041.45	14.59	634,663.00	-28.9	2.0
DEVON ENERGY CORP NEW	dvn	11-05-07	5,000	1.2	91.92	459,593.00	54.50	272,500.00	-40.7	0.9
*** ENERPLUS RESOURCES	erf	03-26-08	38,820	8.6	34.39	1,335,016.55	21.49	834,241.80	-37.5	2.6
FD-NEW										
ISHARES MSCI AUSTRALIA	ewa	04-01-09	45,600	0.6	13.62	621,030.96	16.80	M 766,080.00	23.4	2.4
INDI-X										
ISHARES MSCI CANADA INDEX	ewc	04-17-09	50,850	0.4	20.24	1,029,397.23	21.42	M 1,089,207.00	5.8	3.4
ISHARES MSCI BRAZIL INDEX	ewz	05-19-09	12,150	1.6	52.46	637,334.33	52.97	M 643,385.50	1.0	2.0
FUND										
FPL GROUP INC	fpl	06-16-03	18,260	3.3	35.10	640,895.55	56.86	C 1,038,263.60	62.0	3.3
ISHARES FTSE1XINHU HK	fxi	05-05-09	37,460	1.7	36.99	1,385,639.79	38.37	M 1,437,340.20	3.7	4.5
SPDR GOLD TR GOLD SHS	gld	01-16-09	10,600	0.0	87.06	922,828.57	91.18	M 966,508.00	4.7	3.0
HEALTH CARE RLIT INC	hcn	06-17-03	18,110	8.0	35.68	646,087.55	34.10	C 617,551.00	-4.4	1.9
JOHNSON & JOHNSON	jnj	09-30-08	14,920	3.5	66.42	991,046.03	56.80	C 847,456.00	-14.5	2.7
KINDER MORGAN MGMT LLC	kmr	11-04-08	20,800	0.0	47.60	990,057.15	45.17	C 939,536.00	-5.1	3.0
SHS										
MONSANTO CO NEW	mon	01-05-06	4,725	1.4	40.17	189,819.40	74.34	C 351,256.50	85.0	1.1
OTTER TAIL CORP	ottr	05-01-09	27,400	5.4	22.53	617,234.32	21.84	I 598,416.00	-3.0	1.9
P & E CORPORATION	peg	01-08-08	20,000	4.4	44.54	890,756.00	38.44	I 768,800.00	-13.7	2.4
*** POTASH CORP SASK INC	pot	01-23-09	8,600	0.4	74.35	639,371.30	93.05	I 800,230.00	25.2	2.5
PROSHARES ULTRASHORT	sds	03-03-09	2,700	0.2	108.40	292,677.03	55.33	M 149,391.00	-49.0	0.5
S&P500										
*** STATOILHYDRO ASA SPONS	sto	02-06-09	36,300	3.0	17.66	641,141.49	19.77	C 717,651.00	11.9	2.3
AT&T INC	t	11-03-08	35,530	6.6	27.97	993,816.74	24.84	I 882,565.20	-11.2	2.8
*** TLVA PHARMACEUTICAL	teva	10-06-06	21,700	0.5	35.49	770,072.59	49.34	I 1,070,678.00	39.0	3.4
INDS										
VERIZON COMMUNICATIONS	vz	12-05-08	19,600	6.0	32.01	627,394.04	30.73	I 602,308.00	-4.0	1.9
EXXON MOBIL CORP	xom	08-16-02	7,500	2.4	48.30	362,280.53	69.91	I 524,325.00	44.7	1.7
				2.9		18,828,124.65		19,384,422.60	3.0	61.1
				2.9		18,828,124.65		19,384,422.60	3.0	61.1
Fixed Income										
Corporate Bonds										
GEN ELEC CAPTL CORP MTN	36962gry3	10-01-08	586,000	5.3	96.25	564,048.44	102.63	601,417.66	6.6	1.9
5.450% Due 01-15-13										
VERIZON COMMUNICATIONS	92343vny3	12-10-08	639,000	4.3	92.95	593,950.50	102.15	652,712.94	9.9	2.1
INC NT										
4.350% Due 02-15-13										

ΣC = Common stocks = 13,939,216.74

14,332,310.90

Analytic Asset Management, Inc.

PORTFOLIO HOLDING BY SYMBOL

THE COUNTESS MOIRA CHARITABLE // AAM# p201035

June 30, 2009

Security	Security Symbol	Date	Quantity	Yield	Unit Cost	Total Cost	Price	Market Value	Pct G/L	Pct. Assets
WASHINGTON REAL ESTATE INVT TR SR NT 5.950% Due 06-15-11 Accrued Interest	939653ah4	12-17-08	79,000	6.3	90.20	71,255.63	94.35	74,538.87	4.6	0.2
								25,257.33		0.1
				4.8		1,229,254.57		1,353,926.80	8.1	4.3
								Less: Acc. Int. < 25,257.33		
								\$1,328,669.47		
Common Stock										
ISHARES IBOX \$ INVESTOP	lqd	12-22-08	19,100	5.5	99.86	1,907,259.39	100.28	M 1,915,348.00	0.4	6.0
ISHARES BARCLAYS TREAS	tip	04-17-09	7,700	4.3	101.28	779,871.40	101.64	M 782,628.00	0.4	2.5
				5.2		2,687,130.79		2,697,976.00	0.4	8.5
				5.1		3,916,385.36		4,051,902.80	2.8	12.8
TOTAL PORTFOLIO				2.5		31,050,774.25		31,742,589.64	2.1	100.0

exchange traded funds

Σ M = \$ 7,750,088

The Countess Moira Charitable Foundation

Grant Application Guidelines

FUNDING PRIORITIES

The foundation makes grants to private nonprofit or public tax-exempt organizations for purposes defined under section 501(c)(3) of the Internal Revenue Code. We welcome qualified organizations to submit letters of inquiry for operating, program, endowment and capital funding needs that support the mission of our foundation. We specifically do not give grants for events or fundraisers.

APPLICATION GUIDELINES

Applications will be accepted throughout the year. You will receive a notice confirming receipt of your written submission. Subsequently, and periodically during the year, we review all applications. If we are interested in pursuing your request we will contact you.

In order for the trustees to consider requests for funding, we require the submission of a written, uniform synopsis in the following format and which you can download in either DOC or PDF format:

Contact Information

All applications should be mailed to

*Edward W. T. Gray III, Chairman
The Countess Moira Charitable Foundation
275 Madison Avenue, Suite 1300
New York, N.Y. 10016.
212-488-5340.
egray@analyticasset.com*

countessmoirafdn.org

Grant Proposal Summary

www.countessmoirafdn.org

Name of Organization	
Proposal Date:	
<p>\$ Request and prior giving status (e.g. first time)</p> <p>Purpose (general programs or specific project – if specific project also see below)</p>	
<p>Contact Person:</p> <p>Address:</p> <p>Telephone:</p> <p>Website:</p>	
Not-for-profit Status (eg 501(c)) and Tax ID:	
<p>Brief Overview</p> <p>Mission / History / Individuals / Geographic area served.</p>	
If grant is for a specific project, provide an overview and summary of project budget here, otherwise answer "na"	
<p>Organizational financial summary:</p> <p>(most likely from latest Form 990)</p>	<p>Fiscal year ended:</p> <p>Revenue (990 line 12):</p> <p>Expenses (990 line 17):</p> <p>Net Assets (990 line 21):</p>

The Countess Moira Charitable Foundation				
Grants Paid				
July 2008 - June 2009				
Recipient	Address	Amount	Status	Purpose
African Refuge	185 Parkhill Ave Suite 1B Staten Island NY 10304	30,000 00	Public Charity	African Refuge, Inc. is a Staten Island based organic and volunteer-driven organization with a mission to enhance the well-being of people whose hope has been shattered due to abuse, poverty, desertion, depression, and the effect of war
Astor Services for Children and Families	6339 Mill Street Rhinebeck NY 12572	25,000 00	Public Charity	Astor Services For Children & Families is a community based, non-profit organization that provides children's mental health services, child welfare services, and early childhood development programs
Big Brothers Big Sisters of NY	223 East 30th Street New York NY 10016	60,000 00	Public Charity	The mission of Big Brothers Big Sisters of New York City is to provide mentors to all children who need caring adult role models--special friends who can help expand their horizons, realize their potential and enrich their futures
Boston College Trustees	Boston College Advancement More Hall 220 140 Commonwealth Ave Chestnut Hill MA 02467	35,000 00	Public Charity	Nursing care and supplies for Central American regions
Camp Pa-Qua-Tuck	PO Box 677 2 Chet Swezey Road Center Moriches NY 11934	30,000 00	Public Charity	Camp Pa-Qua-Tuck's mission is to help children and adults with disabilities achieve equality, dignity, and maximum independence through a safe and quality program of camping, recreation, and education in a summer-time environment
Campaign for Innocent Victims	1700 Connecticut Ave NW Washington DC 20009	50,000 00	Public Charity	CIVIC fights for recognition and help for civilians caught in the crossfire of armed conflict
Columbia University - The Earth Institute	405 Low Library Mailcode 4335 535 west 116th Street New York NY 10027	65,000 00	Public Charity	The Earth Institute's overarching goal is to help achieve sustainable development primarily by expanding the world's understanding of Earth as one integrated system
Concordia Conservancy	171 White Plains Road Bronxville NY 10708	25,000 00	Public Charity	Inspire, instruct and enrich lives through music the tuition-free Music Outreach Program
Doctors Without Borders USA	333 Seventh Avenue 2nd Floor New York NY 10001	30,000 00	Public Charity	Doctors Without Borders/Médecins Sans Frontières (MSF) is an international medical humanitarian organization working in more than 60 countries to assist people whose survival is threatened by violence, neglect, or catastrophe
Don Bosco Community Center	22 Don Bosco Drive Port Chester NY 10573	40,000 00	Public Charity	DBCC offers multi-lingual youth and adult social/support services to the community-at-large without regard to sex, race, and religion
East End Hospice	481 Wethampton-Riverhead Road PO Box 1048 Westhampton Beach NY 11978	100,000 00	Public Charity	Home health care, with short term hospital stay when needed, for the people of the Hamptons and surrounding Long Island towns
ENACT	630 Ninth Avenue, Suite 301 New York NY 10036	30,000 00	Public Charity	ENACT's mission is to help New York City public school students learn social and emotional skills through creative drama and drama therapy techniques
Family Counseling Service	The Beinecke Building Main Street PO Box 1348 Westhampton Beach NY 11978	260,000 00	Public Charity	A community-based, United Way agency providing treatment, prevention, education, crisis intervention and supportive services
Fiver Childrens Foundation	240 West 35th Street Suite 305 New York NY 10001	30,000 00	Public Charity	The Fiver Children's Foundation is a comprehensive youth development organization that empowers children from underserved communities to develop life skills and to reach their full potential
Fraternite de Notre Dame	2290 First Avenue New York NY 10035	100,000 00	Public Charity	Operates a soup kitchen and meals on wheels program for needy families
Gift of Life International	475 Northern Boulevard #25 Great Neck NY 11021	35,000 00	Public Charity	Gift of Life is a program that addresses the medical needs of children who suffer from congenital heart defects and other similar conditions
Human Rights Watch	350 Fifth Ave 34th Floor New York NY 10118	25,000 00	Public Charity	Children's Rights Division
Long Island Cares	10 Davids Drive Hauppauge NY 11788	20,000 00	Public Charity	Our organization provides nutritional food and support services for a network of more than 540 community-based member agencies including food pantries, soup kitchens, emergency shelters, child care programs, disability organizations, veterans services and more
National Football Foundation	433 Las Colinas Boulevard East Suite 1130 Irving TX 75039	15,000 00	Public Charity	Academic coaches for student athletes in tough school environments
New Heights Youth Inc	2576 Broadway PMB 213 New York NY 10025	30,000 00	Public Charity	Our mission is to inspire inner-city youth to be leaders, champions and student-athletes and to empower them to be successful in high school, college and life
Ronald McDonald House	405 East 73rd Street New York NY 10021	20,000 00	Public Charity	Ronald McDonald House of New York, Inc. provides a temporary home-away-from-home for pediatric cancer patients and their families

The Countess Moira Charitable Foundation				
Grants Paid				
July 2008 - June 2009				
Recipient	Address	Amount	Status	Purpose
Southern Poverty Law Center	400 Washington Ave Montgomery AL 36104	10,000 00	Public Charity	SPLC is internationally known for its tolerance education programs, its legal victories against white supremacists and its tracking of hate groups
Special Olympics New York	PO Box 744 Holmes NY 12531	30,000 00	Public Charity	To provide year-round sports training and athletic competition in a variety of Olympic-style sports for all children and adults with intellectual disabilities
St Dominics Home	500 Western Highway Blauvelt NY 10913	10,000 00	Public Charity	Our mission at Saint Dominic's is to meet the needs of individuals and families of all backgrounds who are developmentally disabled, socially disadvantaged and, or, vocationally challenged
St Jude Children's Research	501 St Jude Pl Memphis TN 38105	50,000 00	Public Charity	St Jude Children's Research Hospital is internationally recognized for its pioneering work in finding cures and saving children with cancer and other catastrophic diseases
Student Conservation Association	The SCA Center for Conservation Service Charlestown NH 03603	15,000 00	Public Charity	SCA provides college and high school-aged members with hands-on conservation service opportunities in virtually every field imaginable
The ALS Association	4 Oxford Road Unit D1 Milford CT 06460	25,000 00	Public Charity	In the quest to create a world without ALS, our vision is to care for and support all people living with Lou Gehrig's disease as we leave no stone unturned in our relentless search for a cure
The Community Word Project	42 Broadway Suite 1827 New York NY 10004	10,000 00	Public Charity	The Community-Word Project (CWP) is a New York City based arts-in-education organization that inspires children in underserved communities to read, interpret and respond to their world and to become active citizens through collaborative arts residencies and teacher training programs
The Craig D Tifford Foundation	87 Ridgecrest Road Stamford CT 06903	20,000 00	Public Charity	The Craig D Tifford Foundation exists to provide funding for research, to increase public awareness and to further patient education and support for men with testicular cancer
The Little Flower Children's Services	186 Joralemon Street Brooklyn NY 11201	20,000 00	Public Charity	Little Flower Children and Family Services of New York is a not-for-profit charity serving children, families and developmentally disabled adults across New York City and Long Island
The New School for Jazz and Contemporary Music	55 West 13th Street, 5th Fl New York NY 10011	100,000 00	Public Charity	Scholarship to The New School for Jazz and Contemporary Music which is committed to excellence in undergraduate jazz education
The New York Hall of Science	47-01 111th Street Queens NY 11368	20,000 00	Public Charity	Supporting the Science Career Ladder for FY10
The Pelham Arts Center	155 Fifth Avenue Pelham NY 10803	75,000 00	Public Charity	Creation of a 11 station MAC digital media lab
Westhampton Beach Performing Arts	76 Main Street Westhampton Beach NY 11978	50,000 00	Public Charity	From world class artists to supporting students through the participation of children in local school productions, the Center's stage serves as a year-round focal point for the area's diverse community
		1,490,000 00		

The Countess Moira Charitable Foundation				
Grants Approved for future.				
July 2008 - June 2009				
Recipient	Address	Amount	Status	Purpose
African Refuge	185 Parkhill Ave Suite LB Staten Island NY 10304	30,000 00	Public Charity	African Refuge, Inc. is a Staten Island based organic and volunteer-driven organization with a mission to enhance the well-being of people whose hope has been shattered due to abuse, poverty, desertion, depression, and the effect of war
Boston College Trustees	Boston College Advancement More Hall 220 140 Commonwealth Ave Chestnut Hill MA 02467	35,000 00	Public Charity	Nursing care and supplies for Central American regions
Campaign for Innocent Victims	1700 Connecticut Ave NW Washington Washington DC 20009	50,000 00	Public Charity	CIVIC fights for recognition and help for civilians caught in the crossfire of armed conflict
Doctors Without Borders USA	333 Seventh Avenue 2nd Floor New York NY 10001	30,000 00	Public Charity	Doctors Without Borders/Médecins Sans Frontières (MSF) is an international medical humanitarian organization working in more than 60 countries to assist people whose survival is threatened by violence, neglect, or catastrophe
Friends of Mills Mansion	NYS Office of Parks Taconic Region PO Box 308, Staatsburg, NY 12580	20,000 00	Public Charity	Holiday program for disadvantaged children and funding research assistant
Gift of Life International	475 Northern Boulevard #25 Great Neck NY 11021	35,000 00	Public Charity	Gift of Life is a program that addresses the medical needs of children who suffer from congenital heart defects and other similar conditions
		200,000 00		

List of Officers, Directors, Trustees and Foundation Managers

Name and Address	Title & Avg Hrs/Week	Compen- sation	Contrib to EE Bene Plans	Expense Account
Edward W T. Gray III c/o Analytic Asset Mgmt 275 Madison Ave., #1300 New York, NY 10016	Chairman 3	A	0	0
Michele J. Le Moal-Gray c/o Analytic Asset Mgmt 275 Madison Ave., #1300 New York, NY 10016	Vice Chairman 3	B	0	0
Carolyn B Gray c/o Analytic Asset Mgmt 275 Madison Ave , #1300 New York, NY 10016	President 3	C	0	0
Peter G. Gray c/o Analytic Asset Mgmt 275 Madison Ave , #1300 New York, NY 10016	Secretary 3	D	0	0
Taylor T Gray c/o Analytic Asset Mgmt 275 Madison Ave , #1300 New York, NY 10016	Treasurer & VP 3	E	0	0

- A) Edward W.T Gray has a 21 0% voting interest and a 1.4% income interest in Analytic Asset Management, Inc.
- B) Michele J. Le Moal-Gray has a 4.0% voting interest and a 0 3% income interest in Analytic Asset Management, Inc.
- C) Carolyn B. Gray, in conjunction with members of her immediate family, has a 17.6% income interest in Analytic Asset Management, Inc.
- D) Peter G. Gray, in conjunction with members of his immediate family, has a 10.9% income interest in Analytic Asset Management, Inc.
- E) Taylor T Gray, in conjunction with members of his immediate family, has a 25% voting interest and a 19 3% income interest in Analytic Asset Management, Inc

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ► ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ► ☐*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.***Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Type or print	Name of Exempt Organization THE COUNTESS MOIRA CHARITABLE FOUNDATION C/O ANALYTIC ASSET MANAGEMENT, INC	Employer identification number 11-3551993
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 275 MADISON AVENUE, NO. 1300	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10016-1101	

Check type of return to be filed (file a separate application for each return):

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

ANALYTIC ASSET MANAGEMENT, INC

- The books are in the care of ► **275 MADISON AVENUE - NEW YORK, NY 10016**
Telephone No. ► **(646) 710-3364** FAX No. ► _____

- If the organization does not have an office or place of business in the United States, check this box ► ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ► ☐. If it is for part of the group, check this box ► ☐ and attach a list with the names and EINs of all members the extension will cover.

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☐ calendar year _____ or
- ☒ tax year beginning **JUL 1, 2008**, and ending **JUN 30, 2009**.

- 2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 26,262.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 26,262.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.**Form **8868** (Rev. 4-2009)