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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 **EDWARD S & WINIFRED G MOSELEY FOUNDATION**
 Otherwise, print or type **C/O ROPES & GRAY LLP**

Number and street (or P O box number if mail is not delivered to street address) **ONE INTERNATIONAL PL** Room/suite

City or town, state, and ZIP code **BOSTON, MA 02110-2624**

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 14,156,324.** (Part I, column (d) must be on cash basis)

J Accounting method: Cash Accrual
 Other (specify) _____

Part I Analysis of Revenue and Expenses
 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received	13,679.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	31,877.	31,877.		STATEMENT 2
	4 Dividends and interest from securities	455,724.	447,875.		STATEMENT 3
Revenue	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	5,203,125.			STATEMENT 1
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications 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	404,727.	479,752.		
	13 Compensation of officers, directors, trustees, etc	16,000.	0.		16,000.
Operating and Administrative Expenses	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees	STMT 4	6,253.	3,752.	2,501.
	b Accounting fees	STMT 5	5,375.	3,225.	2,150.
	c Other professional fees	STMT 6	79,223.	79,223.	0.
	17 Interest				
	18 Taxes	STMT 7	5,976.	1,315.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 8	304.	426.	125.
	24 Total operating and administrative expenses Add lines 13 through 23		113,131.	87,941.	20,776.
	25 Contributions, gifts, grants paid		670,742.		670,742.
	26 Total expenses and disbursements Add lines 24 and 25		783,873.	87,941.	691,518.
	27 Subtract line 26 from line 12:		-379,146.		
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		391,811.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		2,308.	1,001.	1,001.
	2 Savings and temporary cash investments		3,483,382.	1,981,860.	1,981,860.
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock	STMT 10	0.	11,507,371.	8,319,877.
	c Investments - corporate bonds	STMT 11	0.	3,616,452.	3,751,346.
Liabilities	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 12	14,092,068.	91,930.	102,240.
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers)		17,577,758.	17,198,614.	14,156,324.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
Net Assets or Fund Balances	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 type="checkbox"/>	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		17,577,758.	17,198,614.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		0.	0.	
	30 Total net assets or fund balances		17,577,758.	17,198,614.	
	31 Total liabilities and net assets/fund balances		17,577,758.	17,198,614.	

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	17,577,758.
2 Enter amount from Part I, line 27a	2	-379,146.
3 Other increases not included in line 2 (itemize) ► <u>DIFFERENCE DUE TO ROUNDING</u>	3	2.
4 Add lines 1, 2, and 3	4	17,198,614.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	17,198,614.

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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					
b	SEE ATTACHED STATEMENTS				
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	5,203,125.		5,299,678.	-96,553.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
	(i) F M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a					
b					
c					
d					
e				-96,553.	
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	-96,553.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }		3	N/A

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

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

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

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

Yes No

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

1 Enter the appropriate amount in each column for each year; see 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	749,633.	17,202,809.	.043576
2006	373,500.	15,095,627.	.024742
2005			
2004			
2003			
2			.068318
3			.034159
4			15,146,477.
5			517,389.
6			3,918.
7			521,307.
8			691,518.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1.

Date of ruling 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 ► and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2008 estimated tax payments and 2007 overpayment credited to 2008

6a 5,055.

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 5,055.

8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached

8

9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed

9

10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

10 1,137.

11 Enter the amount of line 10 to be: Credited to 2009 estimated tax ►

11 1,137. Refunded ►

Part VII-A | Statements Regarding Activities

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?

Yes No

1a

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?

1b

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

1c

c Did the foundation file Form 1120-POL for this year?

1c

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

2

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

3

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

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?

4b

If "Yes," attach the statement required by General Instruction T

5

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

6

• 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?

7

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

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

N/A

MA

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

8b

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

9

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

10

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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 ► N/A 13 X

14 The books are in care of ► C T BARROW, SEAWARD MGMT CORP Telephone no. ► 617-224-1900
Located at ► 265 FRANKLIN ST, 20TH FL, BOSTON, MA ZIP+4 ► 02110

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.

Item	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"/> X No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X 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"/> X No		
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X No		
1b 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 ► 1b <input type="checkbox"/> X		
1c 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? 1c <input type="checkbox"/> 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)): N/A		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X No		
If "Yes," list the years ► 2a <input type="checkbox"/> N/A		
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 <input type="checkbox"/> 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. ► 2c <input type="checkbox"/> N/A		
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"/> X 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.) 3b <input type="checkbox"/> N/A		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a <input type="checkbox"/> 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? 4b <input type="checkbox"/> X		

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 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

X

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

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

Yes No

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

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CHRISTOPHER T BARROW *SEE STATEMENT 9 C/O SEAWARD MGMT CORP, 265 FRANKLIN S BOSTON, MA 02110	TRUSTEE 2.00	0.	0.	0.
ROGER D SCOVILLE *SEE STATEMENT 9 C/O SEAWARD MGMT CORP, 265 FRANKLIN S BOSTON, MA 02110	TRUSTEE 2.00	0.	0.	0.
ROBERT G HOWE 66 INDIAN HILL STREET WEST NEWBURY, MA 01985	TRUSTEE 7.50	8,000.	0.	0.
KAY HOWE 66 INDIAN HILL STREET WEST NEWBURY, MA 01985	TRUSTEE 7.50	8,000.	0.	0.

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

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

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

►

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

► 0

Part IX-A **Summary of Direct Charitable Activities**

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

Expenses

1		
SEE STATEMENT 13		0.
2		
3		
4		

Part IX-B **Summary of Program-Related Investments**

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

Amount

1	N/A	
2		
3		

All other program-related investments. See instructions.

3		
Total. Add lines 1 through 3		0.

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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	12,881,357.
b	Average of monthly cash balances	1b	2,495,777.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	15,377,134.
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	15,377,134.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	230,657.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,146,477.
6	Minimum investment return. Enter 5% of line 5	6	757,324.

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	757,324.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	3,918.
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,918.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	753,406.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	753,406.
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	753,406.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	691,518.
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	691,518.
b	Cash distribution test (attach the required schedule)	5	3,918.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	687,600.
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		
6	Adjusted qualifying distributions Subtract line 5 from line 4		

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				753,406.
2 Undistributed income, if any, as of the end of 2007			0.	
a Enter amount for 2007 only				
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	161,680.			
e From 2007				
f Total of lines 3a through e	161,680.			
4 Qualifying distributions for 2008 from Part XII, line 4: ► \$ 691,518.			0.	
a Applied to 2007, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount				691,518.
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))	61,888.			61,888.
6 Enter the net total of each column as indicated below:	99,792.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
b Prior years' undistributed income. Subtract line 4b from line 2b				
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				0.
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	99,792.			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006	99,792.			
d Excess from 2007				
e Excess from 2008				

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE STATEMENT 14				
Total				► 3a 670,742.
<i>b Approved for future payment</i>				
NONE				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments				14	31,877.
4 Dividends and interest from securities				14	455,724.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				14	-96,553.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		391,048.	0.
13 Total Add line 12, columns (b), (d), and (e) <i>(See worksheet in line 13 instructions to verify calculations.)</i>			13		391,048.

Relationship of Activities to the Accomplishment of Exempt Purposes

Part XVII 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) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

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. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule.

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

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

Signature of officer or trustee Date Title

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

► Attach to Form 990, 990-EZ, and 990-PF.

OMB No 1545-0047

2008

Name of the organization

EDWARD S & WINIFRED G MOSELEY FOUNDATION
C/O ROPES & GRAY LLP

Employer identification number

74-3201002

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

Check if your organization is covered by the **General Rule** or a **Special Rule**. (Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions)

General Rule

For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1 Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use exclusively for religious, charitable, etc , purposes, but these contributions did not aggregate to more than \$1,000 (If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year) ► \$ _____

Caution. Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they must answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990. These instructions will be issued separately.

Schedule B (Form 990, 990-EZ, or 990-PF) (2008)

Name of organization

EDWARD S & WINIFRED G MOSELEY FOUNDATION
C/O ROPES & GRAY LLP

Employer identification number

74-3201002

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	EDWARD S MOSELEY IRREV TR DTD 3/11/83, CHRISTOPHER T BARROW, C/O SEAWARD MGMT CORP, 265 FRANKLIN ST BOSTON, MA 02110	\$ 13,679.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
a	5,000 SHS GENERAL ELECTRIC CO	D	05/08/07	07/18/00
b	2,000 SHS EXXON MOBIL CORP	D	05/08/07	07/18/08
c	2,100 SHS CONOCOPHILLIPS	D	05/08/07	07/22/08
d	2,200 SHS EXXON MOBIL CORP	D	05/08/07	07/22/08
e	4,300 SHS EXXON MOBIL CORP	D	05/08/07	07/30/08
f	5,000 SHS SYSCO CORP	D	05/08/07	07/30/08
g	750 SHS TYCO ELECTRONICS LTD	D	05/08/07	07/30/08
h	750 SHS TYCO ELECTRONICS LTD	D	05/08/07	07/30/08
i	3,039 SHS BRISTOL MYERS SQUIBB CO	D	05/08/07	07/30/08
j	3,000 SHS PROCTER & GAMBLE CO	D	05/08/07	07/30/08
k	5,000 DJ US FINL SECTOR INDEX FUND	P	VARIOUS	08/11/08
l	1,000 SHS ISHARES MSCI EAFE INDEX FUND	D	05/08/07	10/06/08
m	\$200,000 US TREASURY BILLS DUE 3/19/09	P	09/17/08	10/28/08
n	13446.885 SHS GMO TAX MANAGED INTL EQUITIES-III	D	05/08/07	11/25/08
o	\$2,300,000 US TREASURY BILLS 3/19/09	P	09/17/08	12/10/08
(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	139,497.	165,550.	-26,053.	
b	161,811.	127,620.	34,191.	
c	176,931.	143,682.	33,249.	
d	180,268.	140,382.	39,886.	
e	353,455.	274,383.	79,072.	
f	142,445.	154,925.	-12,480.	
g	25,252.	23,684.	1,568.	
h	31,417.	32,167.	-750.	
i	64,805.	76,871.	-12,066.	
j	198,203.	170,760.	27,443.	
k	376,238.	305,896.	70,342.	
l	48,824.	69,080.	-20,256.	
m	198,999.	198,999.	0.	
n	144,420.	305,895.	-161,475.	
o	2,294,374.	2,288,489.	5,885.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")	
(i) F.M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			-26,053.	
b			34,191.	
c			33,249.	
d			39,886.	
e			79,072.	
f			-12,480.	
g			1,568.	
h			-750.	
i			-12,066.	
j			27,443.	
k			70,342.	
l			-20,256.	
m			0.	
n			-161,475.	
o			5,885.	
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	
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	

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.)
<u>1a</u> \$500,000 US TREASURY NOTES 4.75% DUE 5/31/12			D	01/29/08	12/23/08
<u>b</u> 5,330 SHS BANK OF AMERICA CORP			D	05/08/07	01/16/09
<u>c</u> 1,600 SHS PFIZER INC			D	05/08/07	01/26/09
<u>d</u> 1056.061 SHS GMO TAX MANAGED INTL EQUITIES-III			P	12/27/07	11/25/08
<u>e</u> 690.355 SHS GMO TAX MANAGED INTL EQUITIES-III			P	07/10/07	11/25/08
<u>f</u> CAPITAL GAINS DIVIDENDS					
<u>g</u>					
<u>h</u>					
<u>i</u>					
<u>k</u>					
<u>l</u>					
<u>m</u>					
<u>n</u>					
<u>o</u>					
(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)		
<u>a</u> 560,000.		493,872.	66,128.		
<u>b</u> 38,712.		260,392.	-221,680.		
<u>c</u> 25,235.		37,280.	-12,045.		
<u>d</u> 11,342.		21,586.	-10,244.		
<u>e</u> 7,414.		8,165.	-751.		
<u>f</u> 23,483.			23,483.		
<u>g</u>					
<u>h</u>					
<u>i</u>					
<u>k</u>					
<u>l</u>					
<u>m</u>					
<u>n</u>					
<u>o</u>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	66,128. -221,680. -12,045. -10,244. -751. 23,483.		
<u>a</u>			66,128.		
<u>b</u>			-221,680.		
<u>c</u>			-12,045.		
<u>d</u>			-10,244.		
<u>e</u>			-751.		
<u>f</u>			23,483.		
<u>g</u>					
<u>h</u>					
<u>i</u>					
<u>k</u>					
<u>l</u>					
<u>m</u>					
<u>n</u>					
<u>o</u>					
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	-96,553.	
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	

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,000 SHS GENERAL ELECTRIC CO		DONATED	05/08/07	07/18/00
139,497.	165,550.	0.	0.	-26,053.
(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2,000 SHS EXXON MOBIL CORP		DONATED	05/08/07	07/18/08
161,811.	127,620.	0.	0.	34,191.
(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2,100 SHS CONOCOPHILLIPS		DONATED	05/08/07	07/22/08
176,931.	143,682.	0.	0.	33,249.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2,200 SHS EXXON MOBIL CORP		DONATED	05/08/07	07/22/08

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
180,268.	140,382.	0.	0.	39,886.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
4,300 SHS EXXON MOBIL CORP		DONATED	05/08/07	07/30/08

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
353,455.	274,383.	0.	0.	79,072.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
5,000 SHS SYSCO CORP		DONATED	05/08/07	07/30/08

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
142,445.	154,925.	0.	0.	-12,480.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
750 SHS TYCO ELECTRONICS LTD		DONATED	05/08/07	07/30/08

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
25,252.	23,684.	0.	0.	1,568.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
750 SHS TYCO ELECTRONICS LTD		DONATED	05/08/07	07/30/08

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
31,417.	32,167.	0.	0.	-750.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
3,039 SHS BRISTOL MYERS SQUIBB CO		DONATED	05/08/07	07/30/08

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
64,805.	76,871.	0.	0.	-12,066.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
3,000 SHS PROCTER & GAMBLE CO		DONATED	05/08/07	07/30/08

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
198,203.	170,760.	0.	0.	27,443.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
5,000 DJ US FINL SECTOR INDEX FUND		PURCHASED	VARIOUS	08/11/08

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
376,238.	305,896.	0.	0.	70,342.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,000 SHS ISHARES MSCI EAFE INDEX FUND		DONATED	05/08/07	10/06/08

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
48,824.	69,080.	0.	0.	-20,256.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
\$200,000 US TREASURY BILLS DUE 3/19/09		PURCHASED	09/17/08	10/28/08

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
198,999.	198,999.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
13446.885 SHS GMO TAX MANAGED INTL EQUITIES-III		DONATED	05/08/07	11/25/08

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
144,420.	305,895.	0.	0.	-161,475.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
\$2,300,000 US TREASURY BILLS 3/19/09		PURCHASED	09/17/08	12/10/08

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,294,374.	2,288,489.	0.	0.	5,885.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
\$500,000 US TREASURY NOTES 4.75% DUE 5/31/12		DONATED	01/29/08	12/23/08

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
560,000.	493,872.	0.	0.	66,128.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
5,330 SHS BANK OF AMERICA CORP		DONATED	05/08/07	01/16/09

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
38,712.	260,392.	0.	0.	-221,680.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,600 SHS PFIZER INC		DONATED	05/08/07	01/26/09

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
25,235.	37,280.	0.	0.	-12,045.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1056.061 SHS GMO TAX MANAGED INTL EQUITIES-III		PURCHASED	12/27/07	11/25/08

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,342.	21,586.	0.	0.	-10,244.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
				PURCHASED	07/10/07	11/25/08
690.355 SHS GMO TAX MANAGED INTL EQUITIES-III	7,414.	8,165.	0.	0.	0.	-751.
CAPITAL GAINS DIVIDENDS FROM PART IV					23,483.	
TOTAL TO FORM 990-PF, PART I, LINE 6A					-96,553.	

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
STATE ST A/C # BC1002 - INT/DIV ON TEMPORARY CASH INVESTMENTS	31,877.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	31,877.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
1/07/09 MS ASIA PAC FD	11,033.	11,033.	0.
7/15/08 GMO TAX MGD INT'L EQ-III	5,895.	5,895.	0.
7/15/08 MS ASIA PAC FD	6,555.	6,555.	0.
KINDER MORGAN ENERGY PARTNERS LP	8,220.	0.	8,220.
STATE ST A/C # BC1002 - ACCRETION	2,387.	0.	2,387.
STATE ST A/C # BC1002 - DIVIDENDS	304,442.	0.	304,442.
STATE ST A/C # BC1002 - INTEREST	140,675.	0.	140,675.
TOTAL TO FM 990-PF, PART I, LN 4	479,207.	23,483.	455,724.

FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL & TAX SERVICES-ROPES & GRAY LLP	6,253.	3,752.		2,501.
TO FM 990-PF, PG 1, LN 16A	6,253.	3,752.		2,501.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES - STATE STREET BANK	5,375.	3,225.		2,150.
TO FORM 990-PF, PG 1, LN 16B	5,375.	3,225.		2,150.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MGT FEES-SEAWARD MGMT	79,223.	79,223.		0.
TO FORM 990-PF, PG 1, LN 16C	79,223.	79,223.		0.

FORM 990-PF

TAXES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	1,276.	1,276.		0.
EXCISE TAXES	4,700.	0.		0.
FOREIGN TAXES - KINDER MORGAN ENERGY PARTNERS LP	0.	39.		0.
TO FORM 990-PF, PG 1, LN 18	5,976.	1,315.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ATTORNEY GENERAL FILING FEE	250.	125.		125.
OTHER - ADR FEE	54.	54.		0.
INVESTMENT INT EXPENSE - KINDER MORGAN ENERGY PARTNERS LP	0.	247.		0.
TO FORM 990-PF, PG 1, LN 23	304.	426.		125.

FOOTNOTES

STATEMENT

9

PART VIII

CHRISTOPHER T BARROW AND ROGER G SCOVILLE, TRUSTEES, ARE PRINCIPALS IN THE INVESTMENT FIRM OF SEAWARD MANAGEMENT CORPORATION. THEY EACH PROVIDE INVESTMENT MANAGEMENT AND HAVE BEEN COMPENSATED FOR THEIR INVESTMENT SERVICES IN ACCORDANCE WITH THE CORPORATION'S STANDARD RATE SCHEDULE.

FORM 990-PF

CORPORATE STOCK

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
4050 SHS COCA COLA CO	176,803.	194,360.
3000 SHS PEPSICO INC	186,145.	164,880.
2000 SHS AMGEN INC	132,560.	105,880.
13,333 SHS ABBOTT LABORATORIES	594,518.	627,184.
1,784 SHS BAXTER INTERNATIONAL INC	65,678.	94,481.
2,500 SHS CARDINAL HEALTH INC	161,816.	76,375.
1,000 SHS EDWARDS LIFESCIENCES CORP	48,857.	68,030.
3,000 SHS HOLOGIC INC	71,709.	42,750.
3,300 SHS MEDTRONIC INC	174,904.	115,137.
15,730 SHS PROCTER & GAMBLE CO	895,352.	803,803.
4,400 SHS CVS/CAREMARK CORP	169,319.	140,228.
7,400 SHS STAPLES INC	167,706.	149,332.
4,000 SHS AUTOMATIC DATA PROCESSING INC	161,702.	141,760.
18,566 SHS CISCO SYSTEMS INC	408,885.	346,256.
2,000 SHS FISERV INC	96,144.	91,420.
1,400 SHS AVERY DENNISON CORP	81,025.	35,952.
8,912 SHS 3M CO	650,843.	535,611.
3,000 SHS URS CORP	154,710.	148,560.
85,000 SHS GENERAL ELECTRIC	2,814,350.	996,200.
2,000 SHS THERMO FISHER SCIENTIFIC INC	115,459.	81,540.
1,700 SHS UNITED TECHNOLOGIES CORP	121,143.	88,332.
19,600 SHS EMC CORP MASS	259,434.	256,760.
2,133 SHS HEWLETT-PACKARD CO	68,341.	82,440.
7,800 SHS INTEL CORP	173,160.	129,090.
7,900 SHS CONOCOPHILLIPS	540,518.	332,274.
10,500 SHS EXXON MOBIL CORP	670,005.	734,055.
7,731 SHS DU PONT E I DE NEMOURS & CO	314,836.	198,068.
1,500 SHS PRAXAIR INC	115,771.	106,605.
2,000 SHS UNION PACIFIC CORP	117,678.	104,120.
4,000 SHS WELLS FARGO & CO	147,329.	97,040.
3,708 SHS ALLSTATE CORP	205,293.	90,475.
5,270 SHS CHUBB CORP	261,050.	210,168.
1,000 SHS FRANKLIN RESOURCES	103,414.	72,010.
2,000 SHS PLUM CREEK TIMBER CO INC	71,070.	59,560.
750 SHS COVIDIEN PLC	26,094.	28,080.
4,000 SHS ABB LTD-SPONSORED ADR	112,918.	63,120.
7,000 SHS BARRICK GOLD CORP	202,389.	234,850.
2,000 SHS CANON INC-SPONSORED ADR	104,006.	65,060.
2,944 SHS ENCANA CORP	153,103.	145,640.
10,000 SHS MORGAN STANLEY ASIA-PACIFIC FUND INC	199,570.	126,500.
400 SHS RIO TINTO PLC ADR	82,428.	65,548.
1,300 SHS SCHLUMBERGER LTD	129,336.	70,343.
TOTAL TO FORM 990-PF, PART II, LINE 10B	11,507,371.	8,319,877.

FORM 990-PF

CORPORATE BONDS

STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
200,000 IBM CORP 4.25% 9/15/09	194,986.	201,412.
200,000 TEXTRON INC 4.5% 8/1/10	193,996.	192,124.
100,000 COMCAST CORP 5.45% 11/15/10	102,995.	103,979.
200,000 HOME DEPOT INC 5.2% 3/1/11	199,516.	207,022.
250,000 ABBOTT LABS 5.6% 5/15/11	249,557.	267,097.
250,000 KIMBERLY CLARK CORP 5.625% 2/15/12	249,430.	266,488.
250,000 DUKE ENERGY CORP 5.625% 11/30/12	262,768.	267,943.
200,000 WALT DISNEY CO 4.7% 12/1/12	192,998.	214,890.
250,000 GENERAL ELECTRIC CO 5% 2/1/13	252,255.	260,130.
100,000 PEPSICO INC 4.65% 2/15/13	97,636.	104,980.
200,000 EMERSON ELEC CO 4.5% 5/1/13	199,412.	205,998.
200,000 PACCAR INC 6.875% 2/15/14	206,640.	219,036.
250,000 BANK OF AMERICA CORP 5.125% 11/15/14	250,185.	235,040.
250,000 BAXTER INTL INC 4.625% 3/15/15	254,450.	256,387.
250,000 GEN DYNAMICS CORP 5.375% 8/15/15	255,398.	271,312.
250,000 CISCO SYSTEMS INC 5.5% 2/22/16	253,642.	264,848.
200,000 3M COMPANY MTN 4.375% 8/15/13	200,588.	212,660.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,616,452.	3,751,346.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
KINDER MORGAN ENERGY PARTNERS LP	COST	91,930.	102,240.
TOTAL TO FORM 990-PF, PART II, LINE 13		91,930.	102,240.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 13

ACTIVITY ONE

THE EDWARD S & WINIFRED G MOSELEY FOUNDATION WAS CREATED TO PROVIDE FINANCIAL SUPPORT TO CHARITABLE ORGANIZATIONS WHICH ARE ENTITLED TO EXEMPTION UNDER SECTION 501(C)(3) OF THE IRS CODE OF 1986. THE FOUNDATION FURTHER LIMITS ITS SUPPORT TO ORGANIZATIONS WHICH FOSTER THE HEALTH, EDUCATION, SAFETY OR WELFARE OF CHILDREN, WITH PARTICULAR ATTENTION TO (BUT NOT LIMITED TO) ORGANIZATIONS, ORGANIZED AND OPERATING WITHIN THE GREATER BOSTON AREA. THE TRUSTEES FOCUS ON ORGANIZATIONS THAT SUPPORT FAMILIES AS WELL AS CHILDREN.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

0.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 14

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ANNA JAQUES HOSPITAL 25 HIGHLAND AVENUE, NEWBURYPORT, MA 01950	N/A BIRTH CENTRE, PEDI UNIT & GENERAL PURPOSES	509(A)(1)	105,000.
BOYS & GIRLS CLUB OF LOWER MERRIMACK VALLEY 18 MAPLE ST, SALISBURY, MA 01952	N/A GENERAL PURPOSES	509(A)(1)	30,000.
G.A.R. MEMORIAL LIBRARY 490 MAIN STREET, WEST NEWBURY, MA 01985	N/A CHILDREN'S PROGRAMS	509(A)(1)	3,000.
BRUNSWICK HOUSING 12 STONE ST, BRUNSWICK, ME 04011	N/A GENERAL PURPOSES	509(A)(1)	25,000.
SPECIAL OLYMPICS MASSACHUSETTS 512 FOREST ST, MARLBOROUGH, MA	N/A GENERAL PURPOSES	509(A)(1)	7,500.

EDWARD S & WINIFRED G MOSELEY FOUNDATION

74-3201002

JEANNE GEIGER CRISIS CENTER, INC TWO HARRIS STREET, NEWBURYPORT, MA 01950	N/A GENERAL PURPOSES	509(A)(1)	50,000.
OUR NEIGHBORS' TABLE 145 MAIN STREET, AMESBURY, MA 01913	N/A GENERAL PURPOSES	509(A)(1)	40,000.
THE PETTENGILL HOUSE, INC 13 LAFAYETTE RD, SALISBURY, MA 01952	N/A GENERAL PURPOSES	509(A)(1)	30,000.
PREGNANCY CARE CENTER OF THE MERRIMACK VALLEY INC 496 MAIN STREET, HAVERHILL, MA 01830-3233	N/A GENERAL PURPOSES	509(A)(1)	55,000.
RAW ART WORKS 37 CENTRAL SQUARE, LYNN, MA 01901	N/A GENERAL PURPOSES	509(A)(1)	10,000.
FIREHOUSE CENTER FOR THE ARTS MARKET SQUARE, NEWBURYPORT, MA 01950	N/A GENERAL PURPOSES	509(A)(1)	7,500.
TEDFORD HOUSING P O BOX 958, BRUNSWICK, ME 04011	N/A GENERAL PURPOSES	509(A)(1)	90,000.
THOMPSON ISLAND OUTWARD BOUND EDUCATION CENTER 5 DRY LOCK AVENUE #11, BOSTON, MA 02210	N/A GENERAL PURPOSES	509(A)(1)	45,000.
TOWN OF WEST NEWBURY 381 MAIN STREET, WEST NEWBURY, MA 01985	N/A CHILDREN'S SUMMER PROGRAM	509(A)(1)	20,000.
HEALTH & EDUCATION SERVICES INC. (TAKING CARE OF BUSINESS) 131 RANTOUL STREET, BEVERLY, MA 01915	N/A RESIDENTIAL REFURBISHMENT PROJECT	509(A)(1)	37,742.
STAR HOUSE 323 REAR ELLIOTT ST, BEVERLY, MA 01915	N/A GENERAL PURPOSES	509(A)(1)	15,000.

TURNING POINT INC 5 PERRY WAY, NEWBURYPORT, MA 01950	N/A GENERAL PURPOSES	509(A)(1)	50,000.
YWCA , BOSTON, MA 02210	N/A GENERAL PURPOSES	509(A)(1)	35,000.
THE GLOUCESTER ADVENTURE , GLOUCESTER, MA	N/A GENERAL PURPOSES	509(A)(1)	15,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			670,742.