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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2008

For calendar year 2008, or tax year beginning July 1 **, 2008, and ending** June 30 **, 20** 09

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
Wakerly Family Foundation

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
373 Foxborough Drive

City or town, state, and ZIP code
Mountain View, CA 94041

A Employer identification number
77 0441943

B Telephone number (see page 10 of the instructions)
(650) 968-9057

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here . . ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation . ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here . ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here . ▶ ☐

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)* ▶ $ 5,707,643

J Accounting method: ☑ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

		(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 (attach schedule)	244,201			
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	30,674	30,674		
	4 Dividends and interest from securities	107,110	107,110		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	(449,333)			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		(449,333)		
	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) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	(67,348)	(311,549)		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0	0		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	12,699	12,699		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	4,800	4,800		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	44	44		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	16,793	16,793		
	25 Contributions, gifts, grants paid	138,000			138,000
	26 **Total expenses and disbursements.** Add lines 24 and 25	155,543	17,543		138,000
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	(222,891)			
	b **Net investment income** (if negative, enter -0-)		0		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	4,291,456	4,581,516	4,581,516
	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 (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	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 (attach schedule)	0	272,347	272,347
	b Investments—corporate stock (attach schedule)	1,339,736	645,049	645,049
	c Investments—corporate bonds (attach schedule)	0	208,731	208,731
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans	75,000	0	0
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	5,706,192	5,707,643	5,707,643
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 (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ ☑ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	5,706,192	5,707,643	
	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** (see page 17 of the instructions)	5,706,192	5,707,643	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	5,706,192	5,707,643	

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	5,706,192
2 Enter amount from Part I, line 27a	2	(222,891)
3 Other increases not included in line 2 (itemize) ▶ Change in unrealized capital gains	3	224,342
4 Add lines 1, 2, and 3	4	5,707,643
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	5,707,643

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	KPxxx96 Mngd Acct securities stmt 5A	P	various	various
b	KPxxx97 Mngd Acct securities stmt 5B	P	various	various
c	Fidelity xxx520 stmt 6	P	various	various
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	308,654		491,759	(183,105)
b	814,025		1,145,751	(331,899)
c	346,443		280,772	65,671
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

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 — (449,333)

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions).
If (loss), enter -0- in Part I, line 8 . . . . — 3 — (151,177)

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 page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2007	311,000	5,706,192	0.0545
2006	144,000	4,288,601	0.0336
2005	33,000	2,432,486	0.0136
2004	70,500	2,316,797	0.0304
2003	251,750	2,304,985	0.1092

2 **Total** of line 1, column (d)	2	0.2413
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	0.0483
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5 . . .	4	5,513,199
5 Multiply line 4 by line 3 . . .	5	266,062
6 Enter 1% of net investment income (1% of Part I, line 27b) . . .	6	0
7 Add lines 5 and 6 . . .	7	266,062
8 Enter qualifying distributions from Part XII, line 4 . . .	8	138,000

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 on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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	1	0	
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	0	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	0	
6	Credits/Payments:			
a	2008 estimated tax payments and 2007 overpayment credited to 2008 — 6a — 1500 00			
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	1500	00
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0	00
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0	00
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0	00
11	Enter the amount of line 10 to be: **Credited to 2009 estimated tax** ▶ 1400.00 **Refunded** ▶	11	100	00

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		✔
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the 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.*			
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. ▶ $ ________ **(2)** On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
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.*	2		✔
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?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *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: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	✔	
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.*	7	✔	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ CA			
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 on page 27)? *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		✔

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		✔
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✔
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✔	

Website address ▶ www.wakerly.org/WFF

14 The books are in care of ▶ Michael Wakerly Telephone no. ▶ 650-9654241
Located at ▶ 373 Foxborough Dr., Mountain View, CA ZIP+4 ▶ 94041-1667

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 |

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? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ 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)? ☐ Yes ☑ 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.) ☐ Yes ☑ 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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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?	1c		✔
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? ☐ Yes ☑ No If "Yes," list the years ▶ 20..... , 20..... , 20..... , 20.....			
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 page 20 of the instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20.... , 20.... , 20.... , 20.....			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ 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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✔
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		✔

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

		Yes	No
5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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)? (see page 22 of the instructions) ☐ 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 page 22 of the instructions)?	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? ☐ 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			
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.*	6b		✔
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	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 (see page 22 of the instructions).

(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
John F. Wakerly **1704 Fairfax Lane, Oakbrook Terrace, IL 60181**	**Pres., Chair; 2.0 hr**	**-0-**	**-0-**	**-0-**
Regina M. Rich **3826 Brighton Ave., Eugene, OR 97405**	**VP,Secy.; 1.0 hr**	**-0-**	**-0-**	**-0-**
Ralph T. Wakerly **119 56th Ct., Downers Grove, IL 60158**	**Treas.; 1.5 hr**	**-0-**	**-0-**	**-0-**
Michael Wakerly, Susanne Wakerly **373 Foxborough Dr., Mountain View, CA 94041**	**Board mbr.; 0.5 hr**	**-0-**	**-0-**	**-0-**

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). 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 ▶

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). 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 . . . . ▶

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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 . . . . ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1.059.697
b	Average of monthly cash balances	1b	4,504,788
c	Fair market value of all other assets (see page 24 of the instructions)	1c	32,671
d	**Total** (add lines 1a, b, and c)	1d	5,597,157
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	5,597,157
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	83,957
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,513,199
6	**Minimum investment return.** Enter 5% of line 5	6	275,660

Part XI Distributable Amount (see page 25 of the 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	275,660
2a	Tax on investment income for 2008 from Part VI, line 5	2a	0		
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	0		
c	Add lines 2a and 2b			2c	0
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	275,660
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	275,660
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	275,660

Part XII Qualifying Distributions (see page 25 of the 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	138,000
b	Program-related investments—total from Part IX-B	1b	
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	138,000
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 (see page 26 of the instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	138,000

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				275,660
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			17,791	
b Total for prior years 20____,20____,20____		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: ▶ $ 138,000				
a Applied to 2007, but not more than line 2a			17,791	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2008 distributable amount				120,209
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:**				
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 page 27 of the instructions		0		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				155,451
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)	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 page 27 of the instructions and Part VII-A, question 9)

1a 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part 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 ⅔ 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 page 27 of 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).)

John F. Wakerly

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.

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 page 28 of the 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 Statement #7

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

See Statement #7

c Any submission deadlines:

See Statement #7

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

See Statement #7

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Statement #8				
Total . . . . ▶ **3a**				**138,000**
b *Approved for future payment*				
Total . . . . ▶ **3b**				**0**

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion 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					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)					

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

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 28 of the instructions.)
	N/A

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

			Yes	No
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?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		✔
	(2) Other assets	1a(2)		✔
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✔
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✔
	(3) Rental of facilities, equipment, or other assets	1b(3)		✔
	(4) Reimbursement arrangements	1b(4)		✔
	(5) Loans or loan guarantees	1b(5)		✔
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✔
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✔

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

Sign Here

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

▶ [illegible] | Aug 4, 2010 | ▶ **President and Chair**

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature ▶	Date	Check if self-employed ▶ ☐	Preparer's identifying number (see **Signature** on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code ▶		EIN ▶	
		Phone no ( )	

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	**Employer identification number**
Wakerly Family Foundation	77 : 0441943

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 33⅓% 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).

Name of organization	Employer identification number
Wakerly Family Foundation	77 0441943

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	John F. Wakerly 1704 Fairfax Lane Oakbrook Terrace, IL 60181	$ 244,201.13	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
Wakerly Family Foundation	77 0441943

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	1689 shares JNPR common stock	$ 44,201.13	8 / 1 / 2008
		$	/ /
		$	/ /
		$	/ /
		$	/ /
		$	/ /

Wakerly Family Foundation
Form 990-PF Statement #1
July 1, 2008 -- June 30, 2009

	Amount
Part I, line 1 -- Contributions -- see schedule B if nonzero	244,201
Part I, line 16c -- Professional fees -- see Statement #2 (expenses)	12,699
Part I, line 18 -- Taxes -- see Statement #2 (expenses)	4,800
Part I, line 23 -- Other expenses -- see Statement #2 (expenses)	44
Part II, line 10a -- Investments, government obligations (TOTAL)	272,347
All securities are valued at June 30, 2008 market value	
Fidelity x520 government bonds (see brokerage statement #3)	272,347
Part II, line 10b -- Investments, corporate stock (TOTAL)	645,049
All securities are valued at June 30, 2008 market value	
Fidelity x520 stocks (see brokerage statement #3)	645,049
Vanguard xxx905 stocks (see brokerage statement #4)	0
Part II, line 10c -- Investments, corporate bonds (TOTAL)	208,731
All securities are valued at June 30, 2008 market value	
Fidelity x520 corporate bonds (see brokerage statement #3)	0
Vanguard xxx905 corporate bonds (see brokerage statement #4)	208,731
Part III, line 3 -- Other increases	
Increase (decrease) in unrealized capital gains in securities since 6/30/2008	

Wakerly Family Foundation
Form 990-PF Statement #2 (Expenses)
July 1, 2008 -- June 30, 2009

Date	Ref	Description	Amount
11/24/2008	PW33	Account fee	150.00
various	PW96	Managed-account management fee	1,719.00
various	PW96	Misc.fees	136.00
various	PW97	Managed-account management fee	10,177.00
various	PW97	Misc.fees	154.00
various	Fid520	Misc. fees	363.00
		Total professional fees (line 16c)	12,699.00
7/12/2008	F1292	Secretary of State -- Form SI-100	20.00
8/12/2008	F1293	Registry of Charitable Trusts -- Form RRF-1	75.00
8/12/2008	F1294	Franchise Tax Board -- Filing fee	10 00
9/30/2008	Fdep	IRS -- overpayment refund	2,152 22
11/14/2008	EFTPS	2008 990PF est tax	750 00
12/18/2008	EFTPS	2008 990PF est tax	750 00
3/13/2009	EFTPS	2008 990PF est tax	250 00
6/15/2009	EFTPS	2008 990PF est tax	500 00
various	PW96	Foreign taxes	122 00
various	PW97	Foreign taxes	171 00
various	Fid520	Foreign taxes	1,084 00
		Total taxes (line 18)	4,800 22
6/25/2009	Visa	Budget conferencing	3 78
4/28/2009	Visa	Budget conferencing	4 75
3/10/2009	Visa	Budget conferencing	4 73
1/9/2009	Visa	Budget conferencing	16 47
12/8/2008	Visa	Budget conferencing	14 27
		Total other expenses (line 23)	44 00

FIDELITY PRIVATE CLIENT GROUP℠

Envelope 135494862

WAKERLY FAMILY FOUNDATION
ATTN JOHN FRANCIS WAKERLY
373 FOXBOROUGH DR
MOUNTAIN VIEW CA 94041-1667

Investment Report

June 1, 2009 - June 30, 2009

Online	Fidelity.com
FAST(sm)-Automated Telephone	800-544-5555
Private Client Group	800-544-5704

STATEMENT #3

GB = GOVT BONDS OR EQUIV.
CB = CORP BONDS OR EQUIV.
S = CORP STOCK OR EQUIV.

Fidelity Account ℠ [redacted]520 WAKERLY FAMILY FOUNDATION

Private Client Group Account Executive: PATRICK TERRAZZANO, Team 352

Account Summary

Beginning value as of Jun 1	$4,163,305.17
Transaction costs, loads and fees	-8.00
Change in investment value	-17,831.46
Ending value as of Jun 30	**$4,145,465.71**
Your commission schedule	Gold
Account eligible trades from Jul 2008 - Jun 2009	48

Income Summary

	This Period	Year to Date
Taxable		
Dividends	$4,179.18	$26,246.83
Interest	1,795.14	1,795.14
U.S. Gov't interest	0.00	2,711.73
Total	**$5,974.32**	**$30,753.70**

Realized Gain/Loss from Sales

	This Period	Year to Date
Short-term gain	$43,829.49	$65,671.41

Holdings (Symbol) as of June 30, 2009

	Performance June 30, 2009	Quantity June 30, 2009	Price per Unit June 30, 2009	Total Cost Basis	Total Value June 1, 2009	Total Value June 30, 2009
Stocks ***20% of holdings***						
S ISHARES COMEX GOLD TRUST ISHARES ETF (IAU)		500.000	$91.250	$47,863.00		$45,625.00
GB ISHARES BARCLAYS TREAS INFLATION PROTECTED SECS FD (TIP)		1,100.000	101.640	102,969.00	$111,991.00	111,804.00
S MARKET VECTORS ETF TR GOLD MINERS ETF FD (GDX)		1,200.000	37.815	27,149.00	52,992.00	45,378.00
S SPDR GOLD TR GOLD SHS (GLD)		1,000.000	91.180	76,852.00	96,200.00	91,180.00

![Fidelity Investments]

FIDELITY PRIVATE
CLIENT GROUP℠

Investment Report

June 1, 2009 - June 30, 2009

Fidelity Account ℠ [redacted]520 WAKERLY FAMILY FOUNDATION
Private Client Group Account Executive: PATRICK TERRAZZANO, Team 352

	Holdings (Symbol) as of June 30, 2009	Performance June 30, 2009	Quantity June 30, 2009	Price per Unit June 30, 2009	Total Cost Basis	Total Value June 1, 2009	Total Value June 30, 2009
S	SPDR INDEX SHS FDS DJ WILSHIRE INTL REAL ESTATE ETF (RWX)		800.000	28.730	26,891.58	23,080.00	22,984.00
GB	SPDR SER TR DB INTL GOVT INFLATION PROTECTED (WIP)		600.000	52.390	30,712.00	30,954.00	31,434.00
S	SPDR SER TR DJ WILSHIRE REIT ETF (RWR)		1,600.000	33.940	77,693.00	57,888.00	54,304.00
S	VANGUARD TAX MANAGED FD EUROPE PACIFIC ETF (VEA)		1,500.000	28.560	39,134.00	43,635.00	42,840.00
S	VANGUARD EMERGING MKTS VIPERS (VWO)	SOLD 6/26/09	3,500.000	31.820	81,487.00	114,170.00	111,370.00
S	VANGUARD INDEX FDS FORMERLY VANGUARD INDEX TR TO 05/24/01 REIT VIPER SHS (VNQ)	PENDING SETTLEMENT	1,100.000	31.010	51,873.13	35,816.00	34,111.00
S	VANGUARD INDEX FDS VANGUARD SMALL CAP VALUE VIPERS FORMERLY VANGUARD INDEX TR (VBR)		300.000	43.110	11,282.00	12,945.00	12,933.00
S	VANGUARD INDEX FDS VANGUARD VALUE VIPERS FORMERLY VANGUARD INDEX TR (VTV)		3,600.000	39.550	140,427.00	144,936.00	142,380.00
S	VANGUARD INDEX FDS VANGUARD TOTAL STK MKT ETF (VTI)		1,800.000	46.270	71,188.00	83,394.00	83,286.00
	Bonds ***3% of holdings***						
GB	UNITED STATES TREAS NTS TIPS 4.250% 01/15/2010 INFL. FACTOR = 1.26733 FIXED COUPON MOODYS Aaa S&P AAA SEMIANNUALLY CUSIP: 9128275W8		100,000.000	101.875	125,182.58*B*	129,163.58	129,109.24
	Mutual Funds ***77% of holdings***						
	FIDELITY INSTL MMKT PORT CL I MARKET VALUE 9/19/08 : $3,883,587.41 (FMPXX)	*7-day Yield: 0.70%*	3114,791.920	1.000	not applicable	3,054,184.60	3,114,791.92
S	FIDELITY INTERNAT'L REAL ESTATE FUND (FIREX)		9,250.694	7.570	100,000.00	69,195.19	70,027.75

Vanguard®

PORTFOLIO SUMMARY

STATEMENT #4

WAKERLY FAMILY FOUNDATION
373 FOXBOROUGH DR
MOUNTAIN VIEW CA 94041

4849

800-662-2739 - Client Services
www.vanguard.com
(800) 662-6273 - Tele-Account

TOTAL OF ALL ACCOUNTS

	Value on 12/31/2008	Value on 6/30/2009
	$ 200,191.71	$ 209,659.33

INVESTMENT ACCOUNTS

	Account number	Ticker	Value on 12/31/2008	Value on 6/30/2009
Prime Money Mkt Fund	[redacted]905	VMMXX	$ 200,191.71	$ 927.79
Short-Term Invest-Gr Adm	GB → [redacted]905	VFSUX	0.00	208,731.54
Total investment accounts			$ 200,191.71	$ 209,659.33

Income year-to-date	$ 2,372.12
Purchases year-to-date	$ 200,000.00
Redemptions year-to-date	200,000.00

Portfolio allocation	
Short-term investments	0.4%
Bonds	99.6
Stocks	0.0
	100.0%

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UBS

Prepared for WFF NWQ
KP [redacted]96 • WFF NWQ • BSA
Risk profile: Moderate
Return objective: Current Income and Capital Appreciation

Realized gain/(loss)

from 07/01/2008 to 06/30/2009

WAKERLY FAMILY FOUNDATION
FORM 990-PF STATEMENT #5A

Quantity	Description	Purchase Date	Purchase Amount	Sale Date	Sale Amount	Gain or Loss: Realized Gain/(Loss)	Gain or Loss: Percent Gain/(Loss)	Term
361.00	ACOM CO LTD SPON ADR	01/05/2007	3,399.25	10/07/2008	3,117.36	-281.89	-8.29%	L
455.00	ACOM CO LTD SPON ADR	01/05/2007	4,284.37	09/30/2008	3,885.62	-398.75	-9.31%	L
72.00	AETNA INC	01/03/2007	3,086.31	10/10/2008	2,205.13	-881.18	-28.55%	L
44.00	AGILENT TECHNOLOGIES INC	01/03/2007	1,509.20	10/10/2008	1,094.74	-414.46	-27.46%	L
558.00	ALCATEL-LUCENT SPON ADR	03/14/2007	6,634.34	10/10/2008	1,631.97	-5,002.37	-75.40%	L
95.00	ALCATEL-LUCENT SPON ADR	09/14/2007	859.66	10/10/2008	277.84	-581.82	-67.68%	L
165.00	ALCATEL-LUCENT SPON ADR	09/20/2007	1,485.13	10/10/2008	482.57	-1,002.56	-67.51%	L
927.00	ALCATEL-LUCENT SPON ADR	03/19/2008	4,765.52	10/10/2008	2,711.17	-2,054.35	-43.11%	S
97.00	ALTRIA GROUP INC	01/03/2007	1,947.89	10/10/2008	1,808.63	-139.26	-7.15%	L
192.00	ALUMINA LTD SPON ADR	01/05/2007	3,742.00	10/10/2008	1,387.95	-2,354.05	-62.91%	L
58.00	ALUMINA LTD SPON ADR	11/20/2007	1,363.80	10/10/2008	419.28	-944.52	-69.26%	S
61.00	AMER INTL GROUP INC	05/14/2008	2,404.68	09/12/2008	792.68	-1,612.00	-67.04%	S
14.00	AMER INTL GROUP INC	08/05/2008	393.54	09/12/2008	181.93	-211.61	-53.77%	S
54.00	AMGEN INC	07/10/2007	2,940.34	10/10/2008	2,793.75	-146.59	-4.99%	L
17.00	AMGEN INC	07/10/2007	925.66	08/14/2008	1,100.61	174.95	18.90%	L
44.00	AMGEN INC	11/15/2007	2,406.37	10/10/2008	2,276.39	-129.98	-5.40%	S
26.00	ANGLOGOLD ASHANTI LTD NEW SPON ADR	12/22/2006	1,193.92	10/10/2008	486.29	-707.63	-59.27%	L
127.00	ANGLOGOLD ASHANTI LTD NEW SPON ADR	01/03/2007	5,805.17	10/10/2008	2,375.35	-3,429.82	-59.08%	L
40.00	ANGLOGOLD ASHANTI LTD NEW SPON ADR	02/13/2008	1,385.66	10/10/2008	748.14	-637.52	-46.01%	S
66.00	ANGLOGOLD ASHANTI LTD NEW SPON ADR	03/19/2008	2,211.84	10/10/2008	1,234.44	-977.40	-44.19%	S
63.00	ANGLOGOLD ASHANTI LTD NEW SPON ADR	06/23/2008	1,550.72	10/10/2008	1,178.32	-372.40	-24.01%	S
120.00	AON CORP	01/03/2007	4,248.00	10/10/2008	5,075.52	827.52	19.48%	L
53.00	APACHE CORP	01/03/2007	3,424.86	10/10/2008	4,290.23	865.37	25.27%	L
32.00	APACHE CORP	04/20/2007	2,388.45	10/10/2008	2,590.33	201.88	8.45%	L
1.00	AT&T INC	12/22/2006	35.02	10/10/2008	24.81	-10.21	-29.15%	L
137.00	AT&T INC	01/03/2007	4,789.12	10/10/2008	3,399.22	-1,389.90	-29.02%	L
125.00	BARRICK GOLD CORP	01/03/2007	3,736.25	10/10/2008	4,321.80	585.55	15.67%	L
54.00	BARRICK GOLD CORP	01/03/2007	1,614.06	07/02/2008	2,458.83	844.77	52.34%	L
42.00	BARRICK GOLD CORP	04/30/2008	1,603.32	10/10/2008	1,452.12	-151.20	-9.43%	S
40.00	BARRICK GOLD CORP	09/16/2008	1,107.24	10/10/2008	1,382.98	275.74	24.90%	S
20.00	BP PLC SPON ADR	03/26/2007	1,283.95	10/10/2008	889.06	-394.89	-30.76%	L
92.00	BP PLC SPON ADR	05/21/2007	6,414.48	10/10/2008	4,089.66	-2,324.82	-36.24%	L

UBS

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Risk profile: Moderate
Return objective. Current Income and Capital Appreciation

Realized gain/(loss) - from 07/01/2008 to 06/30/2009 (continued)

Quantity	Description	Purchase Date	Purchase Amount	Sale Date	Sale Amount	Gain or Loss Realized Gain/(Loss)	Gain or Loss Percent Gain/(Loss)	Term
540.00	CA INC	01/03/2007	12,580.16	10/10/2008	9,268.54	-3,311.62	-26.32%	L
151.00	CBS CORP NEW CL B	01/03/2007	4,772.84	10/10/2008	1,714.63	-3,058.21	-64.08%	L
126.00	CENTRAIS ELETRICAS BRAS SA SPON ADR REP 50 COM (ELETROBRAS)	01/05/2007	1,428.78	10/10/2008	1,338.33	-90.45	-6.33%	L
60.00	CENTRAIS ELETRICAS BRAS SA SPON ADR REP 50 COM (ELETROBRAS)	03/05/2007	598.80	10/10/2008	637.30	38.50	6.43%	L
192.00	CENTRAIS ELETRICAS BRAS SA SPON ADR REP 50 PREF CL B ADR	01/05/2007	2,090.25	10/10/2008	1,770.74	-319.51	-15.29%	L
12.00	CITIGROUP INC	12/22/2006	657.36	10/06/2008	202.15	-455.21	-69.25%	L
176.00	CITIGROUP INC	01/03/2007	9,715.20	10/06/2008	2,964.88	-6,750.32	-69.48%	L
60.00	CITIGROUP INC	07/10/2007	3,060.42	10/06/2008	1,010.75	-2,049.67	-66.97%	L
101.00	COMCAST CORP NEW SPECIAL CL A	01/03/2007	2,834.62	10/10/2008	1,685.30	-1,149.32	-40.55%	L
120.00	COMCAST CORP NEW SPECIAL CL A	11/26/2007	2,295.85	10/10/2008	2,002.33	-293.52	-12.78%	S
18.00	DAI NIPPON PRINTING CO SPON ADR	12/27/2006	274.23	10/10/2008	209.52	-64.71	-23.60%	L
478.00	DAI NIPPON PRINTING CO SPON ADR	01/05/2007	7,399.44	10/10/2008	5,563.89	-1,835.55	-24.81%	L
30.00	DAI NIPPON PRINTING CO SPON ADR	03/16/2007	434.25	10/10/2008	349.20	-85.05	-19.59%	L
20.00	DAIWA HOUSE IND LTD ADR JAPAN ADR	11/09/2007	2,408.18	10/10/2008	1,474.74	-933.44	-38.76%	S
188.00	FANNIE MAE	01/03/2007	11,244.28	09/08/2008	173.25	-11,071.03	-98.46%	L
230.00	FUJI FILM HOLDINGS CORP ADR	01/03/2007	9,489.41	10/10/2008	4,709.72	-4,779.69	-50.37%	L
209.00	GENWORTH FINANCIAL INC CL A	01/03/2007	7,116.76	10/10/2008	1,020.32	-6,096.44	-85.66%	L
82.00	GENWORTH FINANCIAL INC CL A	01/09/2008	1,946.49	10/10/2008	400.32	-1,546.17	-79.43%	S
15.00	GOLD FIELDS LTD SPON ADR	03/05/2007	246.37	10/10/2008	130.57	-115.80	-47.00%	L
218.00	GOLD FIELDS LTD SPON ADR	05/17/2007	3,712.19	10/10/2008	1,897.67	-1,814.52	-48.88%	L
89.00	GOLD FIELDS LTD SPON ADR	11/12/2007	1,610.13	10/10/2008	774.74	-835.39	-51.88%	S
97.00	GOLD FIELDS LTD SPON ADR	02/06/2008	1,348.84	10/10/2008	844.37	-504.47	-37.40%	S
75.00	HARTFORD FINCL SERVICES GROUP INC	01/03/2007	7,037.24	10/10/2008	1,956.77	-5,080.47	-72.19%	L
31.00	HARTFORD FINCL SERVICES GROUP INC	07/25/2007	2,986.32	10/10/2008	808.80	-2,177.52	-72.92%	L
43.00	HESS CORP	04/18/2007	2,426.04	10/10/2008	2,701.07	275.03	11.34%	L
39.00	HESS CORP	08/28/2007	2,256.49	10/10/2008	2,449.81	193.32	8.57%	L
20.00	ILLINOIS TOOL WORKS INC	02/26/2008	980.91	10/10/2008	712.94	-267.97	-27.32%	S
52.00	ILLINOIS TOOL WORKS INC	02/27/2008	2,569.26	10/10/2008	1,853.63	-715.63	-27.85%	S
120.00	IMPALA PLATINUM HLDG LTD SPON ADR	09/05/2008	2,947.74	10/10/2008	1,958.18	-989.56	-33.57%	S
98.00	INGERSOLL RAND CO ** NAME CHANGE 2009** CL A	01/03/2007	3,797.32	10/10/2008	2,371.23	-1,426.09	-37.56%	L

UBS

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Risk profile: Moderate
Return objective: Current Income and Capital Appreciation

Realized gain/(loss) - from 07/01/2008 to 06/30/2009 (continued)

Quantity	Description	Purchase Date	Purchase Amount	Sale Date	Sale Amount	Gain or Loss: Realized Gain/(Loss)	Gain or Loss: Percent Gain/(Loss)	Term
165.00	INTL PAPER CO	01/03/2007	5,720.55	10/10/2008	3,586.77	-2,133.78	-37.30%	L
350.00	IVANHOE MINES LTD	01/03/2007	3,227.77	10/10/2008	1,560.34	-1,667.43	-51.66%	L
93.00	IVANHOE MINES LTD	03/19/2008	939.22	10/10/2008	414.60	-524.62	-55.86%	S
179.00	JPMORGAN CHASE & CO	01/03/2007	8,600.95	10/10/2008	7,389.83	-1,211.12	-14.08%	L
108.00	KIMBERLY CLARK CORP	01/03/2007	7,379.64	10/10/2008	6,662.63	-717.01	-9.72%	L
352.00	KIRIN HOLDINGS LTD SPON ADR	01/10/2007	5,512.36	10/10/2008	3,863.20	-1,649.16	-29.92%	L
6.00	KOREA ELECTRIC POWER CRP SPONSORED ADR SHS	12/22/2006	135.84	10/10/2008	59.86	-75.98	-55.93%	L
222.00	KOREA ELECTRIC POWER CRP SPONSORED ADR SHS	01/03/2007	5,101.96	10/10/2008	2,214.87	-2,887.09	-56.59%	L
58.00	KRAFT FOODS INC CL A	01/03/2007	1,727.13	10/10/2008	1,745.18	18.05	1.05%	L
263.00	KT CORP SPON ADR	03/27/2007	5,903.93	10/10/2008	3,763.51	-2,140.42	-36.25%	L
5.00	LIBERTY MEDIA INTERACTIVE SER A	12/22/2006	108.75	10/10/2008	45.29	-63.46	-58.35%	L
120.00	LIBERTY MEDIA INTERACTIVE SER A	01/03/2007	2,553.60	10/10/2008	1,086.95	-1,466.65	-57.43%	L
60.00	LIHIR GOLD LTD SPON ADR	01/05/2007	1,406.28	10/10/2008	1,070.06	-336.22	-23.91%	L
10.00	LIHIR GOLD LTD SPON ADR	04/29/2008	279.64	10/10/2008	178.34	-101.30	-36.23%	S
10.00	LIHIR GOLD LTD SPON ADR	04/29/2008	267.06	10/10/2008	178.34	-88.72	-33.22%	S
52.00	LOCKHEED MARTIN CORP	01/03/2007	4,778.58	10/10/2008	5,096.44	317.86	6.65%	L
34.00	LOEWS CORP	10/25/2007	1,692.41	10/10/2008	947.11	-745.30	-44.04%	S
15.00	LOEWS CORP	11/09/2007	688.30	10/10/2008	417.84	-270.46	-39.29%	S
71.00	LOEWS CORP	10/07/2008	2,453.58	10/10/2008	1,977.78	-475.80	-19.39%	S
35.00	LONMIN PLC NEW SPON ADR	01/03/2007	2,003.75	10/10/2008	976.11	-1,027.64	-51.29%	L
45.00	LONMIN PLC NEW SPON ADR	01/03/2007	2,576.25	08/06/2008	2,905.68	329.43	12.79%	L
2.00	LONMIN PLC NEW SPON ADR	09/30/2008	82.48	10/10/2008	55.78	-26.70	-32.37%	S
35.00	LONMIN PLC NEW SPON ADR	09/30/2008	1,347.47	10/10/2008	976.11	-371.36	-27.56%	S
28.00	LORILLARD INC	10/25/2007	1,991.07	10/10/2008	1,786.91	-204.16	-10.25%	S
12.00	LORILLARD INC	11/09/2007	786.62	10/10/2008	765.82	-20.80	-2.64%	S
33.00	MAGNA INTL INC CL A SUB VTG CANADA ORD	04/15/2008	2,288.49	10/10/2008	1,333.69	-954.80	-41.72%	S
37.00	MAGNA INTL INC CL A SUB VTG CANADA ORD	06/20/2008	2,479.37	10/10/2008	1,495.34	-984.03	-39.69%	S
250.00	MICROSOFT CORP	01/03/2007	7,455.00	10/10/2008	5,880.84	-1,574.16	-21.12%	L
138.00	MITSUI SUMITOMO UNSPONS ADR	11/09/2007	2,502.50	10/10/2008	2,246.33	-256.17	-10.24%	S
120.00	MITSUI SUMITOMO UNSPONS ADR	11/21/2007	2,211.78	10/10/2008	1,953.33	-258.45	-11.69%	S
222.00	MOTOROLA INC	01/03/2007	4,568.40	10/10/2008	1,120.80	-3,447.60	-75.47%	L
84.00	MOTOROLA INC	03/05/2007	1,559.04	10/10/2008	424.09	-1,134.95	-72.80%	L

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Risk profile Moderate
Return objective Current Income and Capital Appreciation

Realized gain/(loss) - from 07/01/2008 to 06/30/2009 (continued)

Quantity	Description	Purchase Date	Purchase Amount	Sale Date	Sale Amount	Gain or Loss: Realized Gain/(Loss)	Gain or Loss: Percent Gain/(Loss)	Term
116.00	MOTOROLA INC	06/06/2007	2,109.38	10/10/2008	585.64	-1,523.74	-72.24%	L
210.00	MOTOROLA INC	01/08/2008	3,155.40	10/10/2008	1,060.22	-2,095.18	-66.40%	S
145.00	NEC ELECTRONICS UNSPON ADR ADR	09/29/2006	2,504.80	08/26/2008	1,863.00	-641.80	-25.62%	L
133.00	NEWCREST MINING LTD SPON AUSTRALIA ADR	01/05/2007	2,620.63	10/10/2008	2,463.59	-157.04	-5.99%	L
64.00	NEWCREST MINING LTD SPON AUSTRALIA ADR	08/13/2008	1,352.41	10/10/2008	1,185.48	-166.93	-12.34%	S
60.00	NIPPON TELEG & TEL CORP SPON ADR	01/03/2007	1,490.00	10/03/2008	1,388.59	-101.41	-6.81%	L
29.00	NIPPON TELEG & TEL CORP SPON ADR	01/03/2007	720.17	10/10/2008	603.80	-116.37	-16.16%	L
11.00	NIPPON TELEG & TEL CORP SPON ADR	01/03/2007	273.17	10/06/2008	256.51	-16.66	-6.10%	L
276.00	NIPPON TELEG & TEL CORP SPON ADR	06/18/2007	6,271.27	10/10/2008	5,746.53	-524.74	-8.37%	L
112.00	NOBLE ENERGY INC	01/03/2007	5,353.52	10/10/2008	4,514.15	-839.37	-15.68%	L
5.00	NOBLE ENERGY INC	09/26/2008	294.85	10/10/2008	201.52	-93.33	-31.65%	S
28.00	NOVAGOLD RESOURCES INC NEW	12/05/2006	451.32	10/10/2008	135.36	-315.96	-70.01%	L
310.00	NOVAGOLD RESOURCES INC NEW	12/22/2006	5,111.90	10/10/2008	1,498.68	-3,613.22	-70.68%	L
81.00	NRG ENERGY INC NEW	03/07/2008	3,421.00	10/10/2008	1,454.19	-1,966.81	-57.49%	S
31.00	NRG ENERGY INC NEW	05/12/2008	1,314.17	10/10/2008	556.54	-757.63	-57.65%	S
200.00	PANASONIC CORP SPON ADR	08/17/2007	3,538.60	10/10/2008	2,920.73	-617.87	-17.46%	L
47.00	PETRO-CANADA COM STOCK	05/21/2007	2,383.17	10/10/2008	1,172.50	-1,210.67	-50.80%	L
52.00	PETRO-CANADA COM STOCK	05/22/2007	2,652.07	10/10/2008	1,297.23	-1,354.84	-51.09%	L
97.00	PHILIP MORRIS INTL INC	01/03/2007	4,438.62	10/10/2008	4,295.70	-142.92	-3.22%	L
134.00	PITNEY BOWES INC	01/03/2007	6,210.90	10/10/2008	3,613.54	-2,597.36	-41.82%	L
26.00	PITNEY BOWES INC	11/16/2007	987.04	10/10/2008	701.13	-285.91	-28.97%	S
55.00	PITNEY BOWES INC	01/04/2008	2,022.55	10/10/2008	1,483.17	-539.38	-26.67%	S
12.00	PITNEY BOWES INC	01/07/2008	443.52	10/10/2008	323.60	-119.92	-27.04%	S
312.00	PROMISE CO LTD UNSPON ADR	01/05/2007	5,440.06	10/10/2008	2,490.73	-2,949.33	-54.22%	L
83.00	RADIAN GROUP INC	01/03/2007	4,575.85	07/23/2008	130.76	-4,445.09	-97 14%	L
90.00	RAYTHEON CO NEW	01/03/2007	4,686.30	10/10/2008	4,457.82	-228.48	-4.88%	L
96.00	ROYAL DUTCH SHELL PLC ADS REPSTG 2 CL B ORD SHS SPON ADR	01/03/2007	6,756.48	10/10/2008	4,940.64	-1,815.84	-26 88%	L
153.00	SANOFI-AVENTIS SA SPON ADR	01/18/2008	6,838.20	10/10/2008	4,459.70	-2,378.50	-34 78%	S
55.00	SANOFI-AVENTIS SA SPON ADR	04/08/2008	2,111.29	10/10/2008	1,603.16	-508.13	-24 07%	S
32.00	SANOFI-AVENTIS SA SPON ADR	04/14/2008	1,220.10	10/10/2008	932.75	-287.35	-23 55%	S
1,059.00	SEGA SAMMY HLDG INC SPON ADR	03/05/2007	6,557.96	10/10/2008	2,220.23	-4,337.73	-66.14%	L
460.00	SEGA SAMMY HLDG INC SPON ADR	01/07/2008	1,487.27	10/10/2008	964.40	-522.87	-35.16%	S
274.00	SEKISUI HOUSE LTD SPON ADR	09/06/2007	3,320.52	10/10/2008	2,023.10	-1,297.42	-39.07%	L

UBS

Realized gain/(loss) - from 07/01/2008 to 06/30/2009 (continued)

Quantity	Description	Purchase Date	Purchase Amount	Sale Date	Sale Amount	Gain or Loss: Realized Gain/(Loss)	Gain or Loss: Percent Gain/(Loss)	Term
121.00	SEKISUI HOUSE LTD SPON ADR	09/13/2007	1,417.02	10/10/2008	893.41	-523.61	-36.95%	L
175.00	SHISEIDO CO LTD SPONS ADR JAPAN	01/05/2007	3,815.25	10/10/2008	3,485.98	-329.27	-8.63%	L
101.00	SK TELECOM CO LTD ADR	02/14/2008	2,283.83	10/10/2008	1,764.96	-518.87	-22.72%	S
60.00	SK TELECOM CO LTD ADR	04/23/2008	1,317.60	10/10/2008	1,048.49	-269.11	-20.42%	S
49.00	SK TELECOM CO LTD ADR	04/29/2008	1,088.88	10/10/2008	856.27	-232.61	-21.36%	S
341.00	SPRINT NEXTEL CORP SERIES 1 COMMON STOCK	01/03/2007	6,506.28	10/10/2008	1,576.98	-4,929.30	-75.76%	L
451.00	STORA ENSO OYJ REPSTG SER R SHS SPON ADR	05/12/2008	5,853.66	10/10/2008	3,715.47	-2,138.19	-36.53%	S
70.00	SUNCOR INC	03/26/2007	2,559.69	10/10/2008	1,904.26	-655.43	-25.61%	L
44.00	SUNCOR INC	05/21/2007	1,924.15	10/10/2008	1,196.97	-727.18	-37.79%	L
21.00	SWISSCOM AG SPON ADR	12/27/2006	798.37	10/10/2008	602.20	-196.17	-24.57%	L
202.00	SWISSCOM AG SPON ADR	01/05/2007	7,815.91	10/10/2008	5,792.61	-2,023.30	-25.89%	L
37.00	TDK CORP ADR JAPAN ADR	07/03/2008	2,260.50	10/10/2008	1,391.49	-869.01	-38.44%	S
50.00	TECHNIP SA NEW SPON ADR	01/09/2007	3,273.55	10/10/2008	1,957.23	-1,316.32	-40.21%	L
314.00	TELECOM ITALIA SPA NEW REPSTG 10 SAVINGS SHS SPON ADR	01/05/2007	8,051.81	10/10/2008	2,495.86	-5,555.95	-69.00%	L
149.00	TELECOM ITALIA SPA NEW REPSTG 10 SAVINGS SHS SPON ADR	03/20/2007	3,645.90	10/10/2008	1,184.34	-2,461.56	-67.52%	L
199.00	TOMKINS PLC SPONSORED ADR UNTD KINGDOM ADR	10/05/2007	3,682.71	10/10/2008	1,980.86	-1,701.85	-46.21%	L
132.00	TOMKINS PLC SPONSORED ADR UNTD KINGDOM ADR	05/12/2008	1,913.21	10/10/2008	1,313.94	-599.27	-31.32%	S
66.00	UNION PACIFIC CORP	01/03/2007	3,048.40	10/10/2008	4,033.92	985.52	32.33%	L
12.00	UNION PACIFIC CORP	01/03/2007	554.26	08/07/2008	984.30	430.04	77.59%	L
21.00	UNITED STATES STEEL CORP NEW	12/22/2006	1,500.87	10/10/2008	1,150.20	-350.67	-23.36%	L
20.00	UNITED STATES STEEL CORP NEW	09/18/2008	1,799.29	10/10/2008	1,095.43	-703.86	-39.12%	S
46.00	UNITED UTILITIES GROUP ADR	09/29/2006	1,598.26	10/10/2008	965.44	-632.82	-39.59%	L
66.00	UNITED UTILITIES GROUP ADR	08/16/2007	2,156.59	10/10/2008	1,385.19	-771.40	-35.77%	L
0.05	UNITED UTILITIES GROUP ADR	08/16/2007	1.48	07/29/2008	1.25	-0.23	-15.54%	S
231.00	VIACOM INC NEW CL B	01/03/2007	9,599.71	10/10/2008	4,783.35	-4,816.36	-50.17%	L
136.00	VODAFONE GROUP PLC NEW SPON ADR	01/03/2007	3,839.28	10/10/2008	2,868.51	-970.77	-25.29%	L
83.00	VODAFONE GROUP PLC NEW SPON ADR	09/24/2008	1,855.98	10/10/2008	1,750.64	-105.34	-5.68%	S
206.00	WACHOVIA CORP ** MERGER EFF 01/2009**	06/18/2008	3,450.15	09/30/2008	691.64	-2,758.51	-79.95%	S
6.00	WACOAL HOLDINGS CORP ADR	12/27/2006	411.63	10/10/2008	267.27	-144.36	-35.07%	L
76.00	WACOAL HOLDINGS CORP ADR	01/05/2007	5,246.63	10/10/2008	3,385.47	-1,861.16	-35.47%	L

UBS

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Risk profile: Moderate
Return objective: Current Income and Capital Appreciation

Realized gain/(loss) - from 07/01/2008 to 06/30/2009 (continued)

Quantity	Description	Purchase Date	Purchase Amount	Sale Date	Sale Amount	Gain or Loss Realized Gain/(Loss)	Gain or Loss Percent Gain/(Loss)	Term
247.00	WELLS FARGO & CO NEW	01/03/2007	8,837.41	10/10/2008	7,285.08	-1,552.33	-17.57%	L
TOTAL GAINS:						6,363.53		
TOTAL LOSS:						-189,468.46		
SHORT TERM - TOTAL REALIZED GAIN/(LOSS):						-36,101.00		S
LONG TERM - TOTAL REALIZED GAIN/(LOSS):						-147,003.93		L
TOTAL REALIZED GAIN/(LOSS):			491,758.81		308,653.88	-183,104.93	-37.23%	

UBS

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Risk profile: Moderate
Return objective. Current Income and Capital Appreciation

Realized gain/(loss)

from 07/01/2008 to 06/30/2009

WAKERLY FAMILY FOUNDATION
2008 FORM 990-PF STATEMENT #5B

Quantity	Description	Purchase Date	Purchase Amount	Sale Date	Sale Amount	Gain or Loss Realized Gain/(Loss)	Gain or Loss Percent Gain/(Loss)	Term
740.00	AEGON NV ADR N Y SHS NETHERLANDS ADR	05/01/2008	11,980.60	10/09/2008	4,365.97	-7,614.63	-63.56%	S
235.00	AEGON NV ADR N Y SHS NETHERLANDS ADR	05/01/2008	3,804.65	09/11/2008	2,728.45	-1,076.20	-28.29%	S
36.00	AEGON NV ADR N Y SHS NETHERLANDS ADR	09/15/2008	417.58	10/09/2008	212.40	-205.18	-49.14%	S
145.00	AKZO NOBEL NV ADR	03/10/2004	5,533.82	10/09/2008	6,002.96	469.14	8.48%	L
90.00	AKZO NOBEL NV ADR	08/21/2008	5,335.70	10/09/2008	3,725.98	-1,609.72	-30.17%	S
80.00	AKZO NOBEL NV ADR	09/11/2008	4,462.04	10/09/2008	3,311.98	-1,150.06	-25.77%	S
270.00	ALCATEL-LUCENT SPON ADR	03/13/2001	9,876.79	09/11/2008	1,331.12	-8,545.67	-86.52%	L
45.00	ALCATEL-LUCENT SPON ADR	04/09/2001	1,297.22	09/11/2008	221.85	-1,075.37	-82.90%	L
120.00	ALCATEL-LUCENT SPON ADR	05/22/2001	3,731.40	09/11/2008	591.61	-3,139.79	-84.15%	L
520.00	ALCATEL-LUCENT SPON ADR	02/27/2002	7,269.34	09/11/2008	2,563.64	-4,705.70	-64.73%	L
320.00	ALCATEL-LUCENT SPON ADR	09/13/2004	4,033.28	09/11/2008	1,577.62	-2,455.66	-60.88%	L
355.00	ALCATEL-LUCENT SPON ADR	11/08/2005	4,949.78	09/11/2008	1,750.17	-3,199.61	-64.64%	L
874.00	ALCATEL-LUCENT SPON ADR	11/08/2005	12,186.22	10/09/2008	2,558.79	-9,627.43	-79 00%	L
445.00	ALCATEL-LUCENT SPON ADR	02/08/2006	6,161.35	10/09/2008	1,302.82	-4,858.53	-78 85%	L
230.00	AMER INTL GROUP INC	05/01/2008	11,033.10	10/09/2008	770.49	-10,262.61	-93.02%	S
170.00	AMER INTL GROUP INC	05/12/2008	6,673.33	10/09/2008	569.49	-6,103.84	-91 47%	S
220.00	AMER INTL GROUP INC	07/02/2008	5,888.67	10/09/2008	736.99	-5,151.68	-87 48%	S
40.00	AMGEN INC	05/18/2007	2,164.31	07/28/2008	2,440.70	276.39	12.77%	L
130.00	AMGEN INC	05/18/2007	7,034.01	07/11/2008	6,712.06	-321.95	-4 58%	L
70.00	AMGEN INC	06/25/2007	3,910.05	10/09/2008	3,625.27	-284.78	-7 28%	L
90.00	AMGEN INC	06/25/2007	5,027.20	08/22/2008	5,761.79	734.59	14.61%	L
120.00	AMGEN INC	06/25/2007	6,702.94	07/28/2008	7,322.09	619.15	9.24%	L
335.00	ASTRAZENECA PLC SPON ADR	05/24/2007	17,957.21	09/11/2008	15,051.80	-2,905.41	-16.18%	L
15.00	ASTRAZENECA PLC SPON ADR	05/24/2007	804.05	10/09/2008	592.50	-211.55	-26.31%	L
180.00	ASTRAZENECA PLC SPON ADR	01/03/2008	7,686.90	10/09/2008	7,109.95	-576.95	-7.51%	S
275.00	AT&T INC	07/22/2005	5,525.36	10/09/2008	6,833.71	1,308.35	23.68%	L
275.00	BANK OF AMER CORP	05/01/2008	10,758.00	09/11/2008	8,755.95	-2,002.05	-18.61%	S
240.00	BANK OF AMER CORP	07/03/2008	5,355.62	10/09/2008	5,678.36	322.74	6.03%	S
110.00	BANK OF AMER CORP	07/03/2008	2,454.66	09/11/2008	3,502.38	1,047.72	42.68%	S
945.00	BOSTON SCIENTIFIC CORP	09/22/2006	13,955.19	09/11/2008	12,295.79	-1,659.40	-11.89%	L
55.00	BOSTON SCIENTIFIC CORP	03/20/2007	829.50	09/11/2008	715.63	-113.87	-13.73%	L
505.00	BOSTON SCIENTIFIC CORP	03/20/2007	7,616.31	10/09/2008	4,544.97	-3,071.34	-40.33%	L

Realized gain/(loss) - from 07/01/2008 to 06/30/2009 (continued)

						Gain or Loss		
Quantity	Description	Purchase Date	Purchase Amount	Sale Date	Sale Amount	Realized Gain/(Loss)	Percent Gain/(Loss)	Term
50.00	BRISTOL MYERS SQUIBB CO	05/21/2002	1,510.96	09/11/2008	1,084.07	-426.89	-28.25%	L
340.00	BRISTOL MYERS SQUIBB CO	02/14/2005	8,200.22	09/11/2008	7,371.67	-828.55	-10.10%	L
140.00	BRISTOL MYERS SQUIBB CO	02/03/2006	3,146.65	09/11/2008	3,035.39	-111.26	-3.54%	L
300.00	BRISTOL MYERS SQUIBB CO	02/03/2006	6,742.83	10/09/2008	5,738.96	-1,003.87	-14.89%	L
20.00	CENTRAIS ELETRICAS BRAS SA SPON ADR REP 50 COM (ELETROBRAS)	01/31/2000	180.00	10/09/2008	213.00	33.00	18.33%	L
640.00	CENTRAIS ELETRICAS BRAS SA SPON ADR REP 50 COM (ELETROBRAS)	01/31/2000	5,760.00	09/11/2008	9,087.94	3,327.94	57.78%	L
280.00	CENTRAIS ELETRICAS BRAS SA SPON ADR REP 50 COM (ELETROBRAS)	01/09/2002	2,023.53	10/09/2008	2,981.98	958.45	47.37%	L
710.00	CIT GROUP INC NEW (DEL)	05/01/2008	8,406.40	10/09/2008	4,707.27	-3,699.13	-44.00%	S
230.00	CITIGROUP INC	03/07/2007	11,573.74	09/11/2008	4,133.07	-7,440.67	-64.29%	L
345.00	CITIGROUP INC	01/03/2008	10,036.74	09/11/2008	6,199.61	-3,837.13	-38.23%	S
25.00	CITIGROUP INC	05/01/2008	650.77	09/11/2008	449.25	-201.52	-30.97%	S
420.00	CITIGROUP INC	05/01/2008	10,932.98	10/09/2008	6,396.56	-4,536.42	-41.49%	S
455.00	CONSECO INC NEW	05/01/2008	5,414.50	10/09/2008	1,210.29	-4,204.21	-77.65%	S
90.00	CONTAX PARTICIPACOES SA SPON ADR	09/06/2005	54.00	10/09/2008	50.84	-3.16	-5.85%	L
110.00	DELL INC	09/13/2006	2,388.93	10/09/2008	1,513.59	-875.34	-36.64%	L
565.00	DELL INC	09/13/2006	12,270.39	09/11/2008	10,729.28	-1,541.11	-12.56%	L
225.00	DELL INC	09/22/2006	4,779.16	10/09/2008	3,095.98	-1,683.18	-35.22%	L
150.00	DELL INC	09/29/2008	2,455.77	10/09/2008	2,063.99	-391.78	-15.95%	S
240.00	DEUTSCHE TELEKOM AG DE SPON ADR	09/20/2000	8,489.86	09/11/2008	3,792.82	-4,697.04	-55.33%	L
200.00	DEUTSCHE TELEKOM AG DE SPON ADR	05/21/2001	4,518.42	09/11/2008	3,160.68	-1,357.74	-30.05%	L
350.00	DEUTSCHE TELEKOM AG DE SPON ADR	02/04/2004	6,975.12	09/11/2008	5,531.19	-1,443.93	-20.70%	L
265.00	DEUTSCHE TELEKOM AG DE SPON ADR	10/26/2005	4,774.90	10/09/2008	3,912.91	-861.99	-18.05%	L
425.00	DEUTSCHE TELEKOM AG DE SPON ADR	10/26/2005	7,657.86	09/11/2008	6,716.45	-941.41	-12.29%	L
420.00	DEUTSCHE TELEKOM AG DE SPON ADR	03/21/2007	6,996.78	10/09/2008	6,201.60	-795.18	-11.36%	L
210.00	DOW CHEMICAL	11/22/2006	8,375.93	10/09/2008	5,888.37	-2,487.56	-29.70%	L
165.00	DOW CHEMICAL	01/03/2007	6,600.00	10/09/2008	4,626.57	-1,973.43	-29.90%	L
3.00	FAIRPOINT COMMUNICATIONS INC	07/18/2000	33.86	10/09/2008	16.91	-16.95	-50.06%	L
450.00	FANNIE MAE	02/20/2008	13,251.83	09/23/2008	545.26	-12,706.57	-95.89%	S
275.00	FANNIE MAE	07/01/2008	5,308.46	09/23/2008	333.21	-4,975.25	-93.72%	S
390.00	FIFTH THIRD BANCORP	06/05/2008	6,862.95	10/09/2008	4,808.67	-2,054.28	-29.93%	S
360.00	FIFTH THIRD BANCORP	06/05/2008	6,335.03	10/01/2008	4,239.29	-2,095.74	-33.08%	S

Prepared for WFF Brandes
KP[redacted]97 • WFF Brandes • BSA
Risk profile. Moderate
Return objective· Current Income and Capital Appreciation

Realized gain/(loss) - from 07/01/2008 to 06/30/2009 (continued)

Quantity	Description	Purchase Date	Purchase Amount	Sale Date	Sale Amount	Gain or Loss: Realized Gain/(Loss)	Gain or Loss: Percent Gain/(Loss)	Term
1,165.00	FORD MOTOR CO COM NEW	08/27/2008	5,091.40	10/09/2008	3,483.33	-1,608.07	-31.58%	S
1,475.00	FORD MOTOR CO COM NEW	08/27/2008	6,446.19	09/11/2008	6,947.21	501.02	7.77%	S
240.00	FRANCE TELECOM SA SPON ADR	06/14/2004	5,885.69	10/09/2008	6,184.76	299.07	5.08%	L
240.00	FRANCE TELECOM SA SPON ADR	06/14/2004	5,885.69	09/11/2008	6,451.16	565.47	9.61%	L
460.00	FREDDIE MAC	02/20/2008	12,613.11	09/19/2008	262.88	-12,350.23	-97.92%	S
300.00	FREDDIE MAC	06/03/2008	7,446.03	09/19/2008	171.45	-7,274.58	-97.70%	S
260.00	FUJI FILM HOLDINGS CORP ADR	05/01/2008	10,493.16	10/09/2008	5,329.97	-5,163.19	-49.21%	S
470.00	GENERAL MOTORS CORP IN DEFAULT	06/06/2008	7,805.24	10/09/2008	3,440.38	-4,364.86	-55.92%	S
460.00	GENERAL MOTORS CORP IN DEFAULT	06/06/2008	7,639.17	09/11/2008	5,603.45	-2,035.72	-26.65%	S
80.00	GENL ELECTRIC CO	10/02/2008	1,776.80	10/09/2008	1,720.79	-56.01	-3.15%	S
10.00	GLAXO SMITHKLINE PLC ADR	07/15/2002	374.24	09/11/2008	438.43	64.19	17.15%	L
120.00	GLAXO SMITHKLINE PLC ADR	01/14/2004	5,452.26	09/11/2008	5,261.13	-191.13	-3.51%	L
100.00	GLAXO SMITHKLINE PLC ADR	02/27/2004	4,261.37	09/11/2008	4,384.28	122.91	2.88%	L
110.00	GLAXO SMITHKLINE PLC ADR	09/13/2004	4,627.34	09/11/2008	4,822.70	195.36	4.22%	L
195.00	GLAXO SMITHKLINE PLC ADR	06/26/2007	10,198.36	10/09/2008	7,548.79	-2,649.57	-25.98%	L
15.00	GLAXO SMITHKLINE PLC ADR	06/26/2007	784.49	09/11/2008	657.64	-126.85	-16.17%	L
70.00	HITACHI LTD ADR NEW JAPAN	01/31/2000	9,992.50	07/08/2008	5,077.03	-4,915.47	-49.19%	L
70.00	HITACHI LTD ADR NEW JAPAN	02/04/2004	4,363.16	07/28/2008	5,010.29	647.13	14.83%	L
100.00	HITACHI LTD ADR NEW JAPAN	02/04/2004	6,233.08	10/09/2008	5,759.96	-473.12	-7.59%	L
600.00	HOME DEPOT INC	11/05/2007	17,851.38	09/11/2008	17,291.90	-559.48	-3.13%	S
15.00	HOME DEPOT INC	01/03/2008	391.31	09/11/2008	432.30	40.99	10.48%	S
225.00	HOME DEPOT INC	01/03/2008	5,869.67	10/09/2008	4,749.72	-1,119.95	-19.08%	S
115.00	HSBC HOLDINGS PLC NEW GB SPON ADR	03/23/2007	10,215.35	10/09/2008	8,636.44	-1,578.91	-15.46%	L
1.00	HSBC HOLDINGS PLC NEW GB SPON ADR	07/05/2007	93.57	10/09/2008	75.10	-18.47	-19.74%	L
1.00	HSBC HOLDINGS PLC NEW GB SPON ADR	10/04/2007	89.06	10/09/2008	75.10	-13.96	-15.67%	L
2.00	HSBC HOLDINGS PLC NEW GB SPON ADR	01/16/2008	170.73	10/09/2008	150.20	-20.53	-12.02%	S
4.00	HSBC HOLDINGS PLC NEW GB SPON ADR	05/07/2008	332.96	10/09/2008	300.40	-32.56	-9.78%	S
225.00	INTEL CORP	03/30/2007	4,303.51	09/11/2008	4,475.22	171.71	3.99%	L
215.00	INTEL CORP	03/30/2007	4,112.24	10/09/2008	3,590.47	-521.77	-12.69%	L
110.00	J. SAINSBURY PLC SPON ADR	09/05/2008	2,636.00	09/11/2008	2,641.08	5.08	0.19%	S
170.00	J. SAINSBURY PLC SPON ADR	09/05/2008	4,073.81	10/09/2008	3,263.98	-809.83	-19.88%	S
315.00	KEYCORP NEW	06/13/2008	3,699.27	10/09/2008	2,929.48	-769.79	-20.81%	S
341.00	KONINKLIJKE AHOLD NV NEW 2007 SPON ADR	12/17/2003	3,158.09	10/09/2008	3,396.34	238.25	7.54%	L
835.00	KONINKLIJKE AHOLD NV NEW 2007 SPON ADR	12/17/2003	7,733.14	09/11/2008	10,303.84	2,570.70	33.24%	L

Realized gain/(loss) - from 07/01/2008 to 06/30/2009 (continued)

Quantity	Description	Purchase Date	Purchase Amount	Sale Date	Sale Amount	Gain or Loss: Realized Gain/(Loss)	Gain or Loss: Percent Gain/(Loss)	Term
250.00	KT CORP SPON ADR	02/22/2002	5,170.33	10/09/2008	3,582.48	-1,587.85	-30.71%	L
250.00	KT CORP SPON ADR	02/22/2002	5,170.33	07/21/2008	5,103.32	-67.01	-1.30%	L
100.00	KT CORP SPON ADR	05/08/2002	2,280.90	10/09/2008	1,432.99	-847.91	-37.17%	L
200.00	L M ERICSSON TELEFON CO SEK 10 NEW 2002 ADR	10/24/2007	2,962.59	10/09/2008	1,383.39	-1,579.20	-53.30%	S
610.00	L M ERICSSON TELEFON CO SEK 10 NEW 2002 ADR	10/24/2007	9,035.90	09/11/2008	6,228.06	-2,807.84	-31.07%	S
640.00	L M ERICSSON TELEFON CO SEK 10 NEW 2002 ADR	01/03/2008	7,401.25	10/09/2008	4,426.85	-2,974.40	-40.19%	S
105.00	MARKS & SPENCER GROUP INC SPON ADR	07/11/2003	1,126.55	09/11/2008	872.54	-254.01	-22.55%	L
225.00	MARKS & SPENCER GROUP INC SPON ADR	10/22/2003	2,265.59	09/11/2008	1,869.74	-395.85	-17.47%	L
270.00	MARKS & SPENCER GROUP INC SPON ADR	10/22/2003	2,718.71	10/09/2008	2,092.49	-626.22	-23.03%	L
350.00	MARKS & SPENCER GROUP INC SPON ADR	03/27/2008	5,730.83	10/09/2008	2,712.48	-3,018.35	-52.67%	S
65.00	MARSH & MCLENNAN COS INC	02/22/2007	1,946.22	10/09/2008	1,872.63	-73.59	-3.78%	L
160.00	MARSH & MCLENNAN COS INC	02/22/2007	4,790.69	09/11/2008	5,182.85	392.16	8.19%	L
360.00	MARSH & MCLENNAN COS INC	02/22/2007	10,779.05	09/03/2008	11,556.93	777.88	7.22%	L
230.00	MASCO CORP	05/01/2008	4,259.37	10/09/2008	3,472.98	-786.39	-18.46%	S
340.00	MASCO CORP	05/01/2008	6,296.46	09/11/2008	6,433.44	136.98	2.18%	S
515.00	MCCLATCHY CO (HOLDING CO) CL A	05/01/2008	5,403.33	10/09/2008	2,368.98	-3,034.35	-56.16%	S
240.00	MICROSOFT CORP	05/05/2006	5,716.39	10/09/2008	5,650.64	-65.75	-1.15%	L
180.00	MICROSOFT CORP	05/05/2006	4,287.29	09/11/2008	4,845.57	558.28	13.02%	L
40.00	MITSUBISHI UFJ FINANCIAL GROUP INC SPON ADR	03/13/2001	377.90	09/11/2008	309.88	-68.02	-18.00%	L
935.00	MITSUBISHI UFJ FINANCIAL GROUP INC SPON ADR	03/01/2002	5,760.54	09/11/2008	7,243.40	1,482.86	25.74%	L
920.00	MITSUBISHI UFJ FINANCIAL GROUP INC SPON ADR	01/31/2007	11,104.22	09/11/2008	7,127.20	-3,977.02	-35.82%	L
450.00	MITSUBISHI UFJ FINANCIAL GROUP INC SPON ADR	04/25/2007	4,899.92	09/11/2008	3,486.13	-1,413.79	-28.85%	L
180.00	MITSUBISHI UFJ FINANCIAL GROUP INC SPON ADR	04/25/2007	1,959.97	10/09/2008	1,356.63	-603.34	-30.78%	L
660.00	MITSUBISHI UFJ FINANCIAL GROUP INC SPON ADR	09/10/2007	6,024.08	10/09/2008	4,974.33	-1,049.75	-17.43%	L
195.00	MITSUI SUMITOMO UNSPONS ADR	11/30/2006	3,923.82	10/09/2008	3,178.13	-745.69	-19.00%	L
645.00	MITSUI SUMITOMO UNSPONS ADR	11/30/2006	12,978.80	09/11/2008	10,481.19	-2,497.61	-19.24%	L
300.00	MITSUI SUMITOMO UNSPONS ADR	02/14/2007	6,175.80	10/09/2008	4,889.43	-1,286.37	-20.83%	L
90.00	MIZUHO FINANCIAL GROUP INC SPON ADR	05/17/2007	1,125.11	10/09/2008	661.50	-463.61	-41.21%	L
870.00	MIZUHO FINANCIAL GROUP INC SPON ADR	05/17/2007	10,876.04	09/11/2008	7,247.05	-3,628.99	-33.37%	L
700.00	MIZUHO FINANCIAL GROUP INC SPON ADR	09/20/2007	7,640.78	10/09/2008	5,144.96	-2,495.82	-32.66%	L
660.00	NIPPON TELEG & TEL CORP SPON ADR	06/12/2001	19,067.00	09/11/2008	15,364.71	-3,702.29	-19.42%	L

Prepared for WFF Brandes
KP[redacted]97 • WFF Brandes • BSA
Risk profile: Moderate
Return objective: Current Income and Capital Appreciation

Realized gain/(loss) - from 07/01/2008 to 06/30/2009 (continued)

Quantity	Description	Purchase Date	Purchase Amount	Sale Date	Sale Amount	Gain or Loss: Realized Gain/(Loss)	Gain or Loss: Percent Gain/(Loss)	Term
50.00	NIPPON TELEG & TEL CORP SPON ADR	02/14/2005	1,067.85	10/09/2008	1,041.90	-25.95	-2.43%	L
300.00	NIPPON TELEG & TEL CORP SPON ADR	02/14/2005	6,407.10	09/11/2008	6,983.96	576.86	9.00%	L
320.00	NIPPON TELEG & TEL CORP SPON ADR	05/23/2007	7,527.17	10/09/2008	6,668.15	-859.02	-11.41%	L
98.00	NORTEL NETWORKS CORP NEW (HOLDING CO) (NEW)	04/13/2005	2,579.46	10/09/2008	160.72	-2,418.74	-93.77%	L
160.00	NORTEL NETWORKS CORP NEW (HOLDING CO) (NEW)	05/13/2005	4,187.20	10/09/2008	262.39	-3,924.81	-93.73%	L
480.00	PFIZER INC	07/13/2005	12,945.60	09/11/2008	8,683.14	-4,262.46	-32.93%	L
595.00	PFIZER INC	06/21/2007	15,434.00	10/09/2008	10,131.36	-5,302.64	-34.36%	L
25.00	PFIZER INC	06/21/2007	648.49	09/11/2008	452.25	-196.24	-30.26%	L
255.00	PORTUGAL TELECOM SGPS S.A. 1 ADR = 1 ORD SPON ADR	02/17/2004	2,945.96	09/11/2008	2,572.93	-373.03	-12.66%	L
420.00	PORTUGAL TELECOM SGPS S.A. 1 ADR = 1 ORD SPON ADR	02/17/2004	4,852.18	10/09/2008	3,376.78	-1,475.40	-30.41%	L
27.00	ROYAL BANK SCOTLAND GROUP PLC REPSTG SHS **REVERSE SP	01/01/1111	0.00	10/09/2008	47.47	N/A	N/A	L
74.00	ROYAL BANK SCOTLAND GROUP PLC REPSTG SHS **REVERSE SP	10/05/2007	822.63	09/11/2008	301.19	-521.44	-63.39%	S
1,016.00	ROYAL BANK SCOTLAND GROUP PLC REPSTG SHS **REVERSE SP	11/02/2007	10,157.87	09/11/2008	4,135.19	-6,022.68	-59.29%	S
34.00	ROYAL BANK SCOTLAND GROUP PLC REPSTG SHS **REVERSE SP	11/02/2007	339.93	10/09/2008	59.78	-280.15	-82.41%	S
1,077.00	ROYAL BANK SCOTLAND GROUP PLC REPSTG SHS **REVERSE SP	03/28/2008	7,241.75	10/09/2008	1,893.56	-5,348.19	-73.85%	S
40.00	SAFEWAY INC	09/24/2003	949.40	09/11/2008	1,048.85	99.45	10.48%	L
320.00	SAFEWAY INC	02/03/2004	7,336.10	09/11/2008	8,390.82	1,054.72	14 38%	L
55.00	SAFEWAY INC	02/23/2005	996.11	09/11/2008	1,442.17	446.06	44 78%	L
245.00	SAFEWAY INC	02/23/2005	4,437.20	10/09/2008	5,796.66	1,359.46	30 64%	L
370.00	SANOFI-AVENTIS SA SPON ADR	10/26/2006	16,318.74	09/11/2008	12,879.99	-3,438.75	-21 07%	L
90.00	SANOFI-AVENTIS SA SPON ADR	11/08/2006	3,821.90	10/09/2008	2,625.32	-1,196.58	-31 31%	L
50.00	SANOFI-AVENTIS SA SPON ADR	11/08/2006	2,123.28	09/11/2008	1,740.54	-382.74	-18.03%	L
190.00	SANOFI-AVENTIS SA SPON ADR	06/25/2007	7,681.47	10/09/2008	5,542.34	-2,139.13	-27.85%	L
355.00	SARA LEE CORP	05/08/2006	5,637.38	09/11/2008	4,870.57	-766.81	-13.60%	L
470.00	SARA LEE CORP	05/08/2006	7,463.58	10/09/2008	5,367.36	-2,096.22	-28.09%	L
290.00	SCHERING PLOUGH CORP	05/16/2008	5,607.32	10/09/2008	4,262.97	-1,344.35	-23.97%	S

UBS

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Risk profile Moderate
Return objective: Current Income and Capital Appreciation

Realized gain/(loss) - from 07/01/2008 to 06/30/2009 (continued)

Quantity	Description	Purchase Date	Purchase Amount	Sale Date	Sale Amount	Gain or Loss Realized Gain/(Loss)	Gain or Loss Percent Gain/(Loss)	Term
410.00	SCHERING PLOUGH CORP	05/16/2008	7,927.60	09/11/2008	7,656.50	-271.10	-3.42%	S
260.00	SLM CORP VTG	05/01/2008	4,947.54	09/11/2008	3,856.55	-1,090.99	-22.05%	S
290.00	SLM CORP VTG	05/01/2008	5,518.41	10/09/2008	2,288.08	-3,230.33	-58.54%	S
40.00	SLM CORP VTG	09/16/2008	501.12	10/09/2008	315.60	-185.52	-37.02%	S
125.00	SONY CORP ADR NEW JAPAN ADR	05/01/2008	5,830.00	10/09/2008	3,089.98	-2,740.02	-47.00%	S
210.00	SONY CORP ADR NEW JAPAN ADR	05/01/2008	9,794.40	09/11/2008	7,247.05	-2,547.35	-26.01%	S
15.00	SONY CORP ADR NEW JAPAN ADR	09/16/2008	504.60	10/09/2008	370.80	-133.80	-26.52%	S
360.00	STMICROELECTRONICS N.V	03/01/2005	6,497.21	09/11/2008	4,313.31	-2,183.90	-33.61%	L
490.00	STMICROELECTRONICS N.V	05/13/2005	7,065.85	09/11/2008	5,870.90	-1,194.95	-16.91%	L
145.00	STMICROELECTRONICS N.V	05/01/2008	1,703.61	09/11/2008	1,737.31	33.70	1.98%	S
360.00	STMICROELECTRONICS N.V	05/01/2008	4,229.64	10/09/2008	3,448.78	-780.86	-18.46%	S
2,100.00	SUMITOMO MITSUI FINANCIAL GROUP INC ADR	09/07/2007	15,554.07	09/11/2008	12,725.92	-2,828.15	-18.18%	L
1,020.00	SUMITOMO MITSUI FINANCIAL GROUP INC ADR	09/07/2007	7,554.83	10/09/2008	5,977.16	-1,577.67	-20.88%	L
135.00	SUPERVALU INC	01/07/2008	4,586.87	10/09/2008	2,812.03	-1,774.84	-38.69%	S
195.00	SUPERVALU INC	01/07/2008	6,625.48	09/11/2008	4,705.91	-1,919.57	-28.97%	S
0.80	TELE NORTE CELULAR PARTICIPACOES S A 'LIQUIDATION	06/19/2000	62.69	07/30/2008	16.07	-46.62	-74.37%	L
1.00	TELE NORTE CELULAR PARTICIPACOES S A 'LIQUIDATION	06/19/2000	78.36	08/26/2008	20.09	-58.27	-74.36%	L
90.00	TELE NORTE LESTE PARTICIPACOES S A ADR	07/11/2007	1,934.10	10/09/2008	1,198.79	-735.31	-38.02%	L
90.00	TELEBRAS TELECOMUNICA- BRASILEIRAS SA REP 1 DEP SHR SPON	06/19/2000	6,911.32	10/09/2008	818.99	-6,092.33	-88.15%	L
305.00	TELECOM ITALIA SPA NEW REPSTG 10 ORD SHS SPON ADR	08/20/2003	7,753.07	09/11/2008	4,718.47	-3,034.60	-39.14%	L
55.00	TELECOM ITALIA SPA NEW REPSTG 10 ORD SHS SPON ADR	08/20/2003	1,398.09	10/09/2008	650.10	-747.99	-53.50%	L
645.00	TELECOM ITALIA SPA NEW REPSTG 10 ORD SHS SPON ADR	03/31/2006	18,848.96	10/09/2008	7,623.85	-11,225.11	-59.55%	L
2.00	TELEFONICA S A SPON ADR	05/10/2000	101.68	10/09/2008	127.62	25.94	25.51%	L
55.00	TELEFONICA S A SPON ADR	05/10/2000	2,796.15	09/11/2008	3,901.67	1,105.52	39.54%	L
60.00	TELEFONICA S A SPON ADR	05/01/2008	5,229.60	10/09/2008	3,828.57	-1,401.03	-26.79%	S
195.00	TELEFONOS DE MEXICO S A SPON ADR REPSTG SH ORD L MEXICO ADR	07/16/2001	1,761.43	10/09/2008	4,498.62	2,737.19	155.40%	L
2.00	TELEMIG CELULAR PARTICIPACOES S A ADR	06/19/2000	482.98	10/09/2008	64.31	-418.67	-86.68%	L
195.00	TELMEX INTERNACIONAL SAB DE CV SER L SPON	07/16/2001	1,459.29	10/09/2008	1,992.88	533.59	36.57%	L

UBS

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Risk profile: Moderate
Return objective: Current Income and Capital Appreciation

Realized gain/(loss) - from 07/01/2008 to 06/30/2009 (continued)

Quantity	Description	Purchase Date	Purchase Amount	Sale Date	Sale Amount	Gain or Loss: Realized Gain/(Loss)	Gain or Loss: Percent Gain/(Loss)	Term
	ADR							
760.00	TENET HEALTHCARE CORP	11/12/2003	9,837.67	10/09/2008	3,245.18	-6,592.49	-67.01%	L
450.00	TENET HEALTHCARE CORP	03/16/2005	4,727.30	10/09/2008	1,921.49	-2,805.81	-59.35%	L
7.00	TIM PARTICIPACOES SA ADR	08/27/2004	0.00	10/09/2008	116.05	N/A	N/A	L
137.00	TOKIO MARINE HOLDINGS INC SPON ADR	01/31/2000	2,863.30	09/11/2008	4,601.80	1,738.50	60.72%	L
133.00	TOKIO MARINE HOLDINGS INC SPON ADR	01/25/2002	1,708.30	09/11/2008	4,467.44	2,759.14	161.51%	L
92.00	TOKIO MARINE HOLDINGS INC SPON ADR	01/25/2002	1,181.68	10/09/2008	3,063.58	1,881.90	159.26%	L
290.00	UNILEVER NV N Y SHS NEW NETHERLANDS SPON ADR	06/14/2006	6,117.84	09/11/2008	8,328.90	2,211.06	36.14%	L
225.00	UNILEVER NV N Y SHS NEW NETHERLANDS SPON ADR	06/14/2006	4,746.60	10/09/2008	5,681.21	934.61	19 69%	L
155.00	VERIZON COMMUNICATIONS INC	07/18/2000	7,198.37	10/09/2008	4,327.57	-2,870.80	-39 88%	L
30.00	VERIZON COMMUNICATIONS INC	05/23/2002	1,231.25	10/09/2008	837.60	-393.65	-31 97%	L
40.00	VIVO PARTICIPACOES SA REPSTG PFD **REVERSE SPLIT 10/200	06/19/2000	30.26	10/09/2008	125.19	94.93	313 71%	L
3.00	VIVO PARTICIPACOES SA REPSTG PFD **REVERSE SPLIT 10/200	09/13/2004	0.00	10/09/2008	9.39	N/A	N/A	L
12.00	VIVO PARTICIPACOES SA REPSTG PFD **REVERSE SPLIT 10/200	12/10/2004	111.35	10/09/2008	37.56	-73.79	-66.27%	L
400.00	WACHOVIA CORP ** MERGER EFF 01/2009**	04/16/2008	10,012.80	09/11/2008	5,597.29	-4,415.51	-44.10%	S
240.00	WACHOVIA CORP ** MERGER EFF 01/2009**	05/28/2008	5,647.97	09/11/2008	3,358.37	-2,289.60	-40.54%	S
250.00	WACHOVIA CORP ** MERGER EFF 01/2009**	07/17/2008	2,881.75	09/11/2008	3,498.31	616.56	21.40%	S
465.00	WACHOVIA CORP ** MERGER EFF 01/2009**	07/17/2008	5,360.06	10/09/2008	2,404.03	-2,956.03	-55.15%	S
2,535.00	WASH MUTUAL INC	06/10/2008	17,531.30	09/29/2008	144.23	-17,387.07	-99.18%	S
150.00	WYETH	03/07/2007	7,413.42	07/11/2008	7,226.89	-186.53	-2.52%	L
80.00	WYETH	03/07/2007	3,953.82	09/11/2008	3,189.85	-763.97	-19.32%	L
95.00	WYETH	08/29/2007	4,451.55	09/11/2008	3,787.94	-663.61	-14.91%	L
45.00	WYETH	08/29/2007	2,108.63	10/09/2008	1,534.04	-574.59	-27.25%	L
170.00	WYETH	09/26/2007	7,510.63	10/09/2008	5,795.26	-1,715.37	-22.84%	L
555.00	XEROX CORP	06/01/2001	5,607.72	09/11/2008	7,427.69	1,819.97	32.45%	L
320.00	XEROX CORP	09/09/2005	4,287.90	10/09/2008	2,607.98	-1,679.92	-39.18%	L
415.00	XEROX CORP	09/09/2005	5,560.88	09/11/2008	5,554.03	-6.85	-0.12%	L
TOTAL GAINS:						37,896.67		
TOTAL LOSS:						-369,795.21		
SHORT TERM - TOTAL REALIZED GAIN/(LOSS):						-178,755.92		S

UBS

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Realized gain/(loss) - from 07/01/2008 to 06/30/2009 (continued)

						Gain or Loss		
Quantity	Description	Purchase Date	Purchase Amount	Sale Date	Sale Amount	Realized Gain/(Loss)	Percent Gain/(Loss)	Term
LONG TERM - TOTAL REALIZED GAIN/(LOSS):						-153,142.65		L
TOTAL REALIZED GAIN/(LOSS):			1,145,750.85		814,025.19	-331,898.57	-28.97%	

Accounts & Trade > Portfolio > Tax Information >

Short-Term Realized Gain/Loss Details

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Account WFF Investment [redacted]520)

WAKERLY FAMILY FOUNDATION
2008 FORM 990-PF STATEMENT #6

Tax Year: 2009

2009 Realized Gain/Loss Summary As of 07/01/2009, 1:58 AM

		Realized Gain	Realized Loss	Disallowed Loss	Net Gain/Loss
Short-Term Realized Gain/Loss		$65,671.41	$0.00	$0.00	$65,671.41
Long-Term Realized Gain/Loss	Details	$0.00	$0.00	$0.00	$0.00

2009 Short-Term Realized Gain/Loss Details

The information below lists realized gains and losses for transactions in your account as of the trade date and may not include all activity for the year. *

Qty	Security Description	CUSIP	Date Acquired	Date Sold	Proceeds**	Cost Basis	Gain/Loss
100000.0000	GENERAL ELEC CAP CORP MTN BE 5.87500% 02/15/2012FR	36962GXS8	03/05/2009	06/02/2009	$104,400.00	$90,897.63d	$13,502.37
2285.0000	TEMPLETON GLOBAL INCOME FD INC DELAWARE	880198106	10/06/2008	05/12/2009	$18,598.28	$16,566.25	$2,032.03
4000.0000	TEMPLETON GLOBAL INCOME FD INC DELAWARE	880198106	10/08/2008	05/12/2009	$32,557.16	$26,968.00	$5,589.16
1715.0000	TEMPLETON GLOBAL INCOME FD INC DELAWARE	880198106	10/06/2008	05/12/2009	$13,958.88	$12,420.48	$1,538.40
2000.0000	TEMPLETON GLOBAL INCOME FD INC DELAWARE	880198106	10/22/2008	05/12/2009	$16,278.58	$14,228.00	$2,050.58
2000.0000	TEMPLETON GLOBAL INCOME FD INC DELAWARE	880198106	02/24/2009	05/12/2009	$16,278.59	$12,268.00	$4,010.59
2000.0000	TEMPLETON GLOBAL INCOME FD INC DELAWARE	880198106	11/20/2008	05/12/2009	$16,278.58	$13,668.00	$2,610.58
2000.0000	TEMPLETON GLOBAL INCOME FD INC DELAWARE	880198106	02/24/2009	05/12/2009	$16,278.58	$12,268.00	$4,010.58
				Total for Security			**$21,841.92**
1000.0000	VANGUARD EMERGING MKTS VIPERS	922042858	10/21/2008	06/26/2009	$31,946.89	$24,778.00	$7,168.89
1000.0000	VANGUARD EMERGING MKTS VIPERS	922042858	10/15/2008	06/26/2009	$31,946.89	$25,208.00	$6,738.89
1000.0000	VANGUARD EMERGING MKTS VIPERS	922042858	10/22/2008	06/26/2009	$31,946.89	$22,058.00	$9,888.89
500.0000	VANGUARD EMERGING MKTS VIPERS	922042858	11/20/2008	06/26/2009	$15,973.45	$9,443.00	$6,530.45
				Total for Security			**$30,327.12**
					Total $346,442.77		**$65,671.41**

*Fidelity is required to report proceeds from sales of securities to the Internal Revenue Service Fidelity provides cost basis and associated realized gain and loss information to you as a courtesy service. Such information may not reflect all adjustments necessary for tax reporting purposes. You should verify cost basis and corresponding gain/loss information provided by Fidelity against your own records when calculating reportable gain or loss resulting from a sale. You are solely responsible for the accuracy of cost basis and gain/loss information reported to federal, state, and other taxing authorities. Fidelity makes no warranties with respect to, and specifically disclaims any liability arising out of your use of, or any tax position

Wakerly Family Foundation
a private charitable foundation
Kate Wakerly (1948-2004), Founding President

Statement of Purpose

The Wakerly Family Foundation (WFF), a private foundation, provides financial assistance to qualified public charitable organizations, with a focus on the areas of social services, education, and economic development. We support organizations that receive the majority of their funding from private (non-governmental) sources. **WFF does not consider unsolicited proposals**, and this policy is expected to continue indefinitely. Most grants are made in local areas where one or more WFF board members can monitor needs and outcomes.

WFF's board of directors is responsible for identifying charitable giving opportunities that are consistent with the foundation's purpose, and is especially interested in funding projects and programs which:

- benefit private education, and assist faculty at private schools, including retired faculty who are members of religious orders. Programs which enhance education in English, math, and science are also encouraged.
- support children in at-risk or economically disadvantaged households.
- help to provide additional low-income and very-low-income housing, especially owner-occupied housing.
- foster job skills training, especially for people who are unemployed or under-employed, with a goal of assisting workers toward full economic self-sufficiency. A particular focus is households that have experienced the loss of a parent and may be struggling financially.
- create new areas of employment through entrepreneurship. Projects that create new jobs for people who have difficulty finding traditional types of employment are encouraged.
- assist immigrants to the U.S. in the areas of education, employment, and housing.
- assist low-income populations with self-help projects including small, starter businesses which will employ members of those populations in their own communities.
- provide direct assistance or emergency aid to an economically disadvantaged population, with particular interest in programs that provide or facilitate access to quality, affordable health care for working, low-income individuals and families.
- promote individual responsibility and economic freedom.

WFF is especially interested in supporting relatively small, low-overhead organizations and programs that can obtain high leverage using WFF's grants.

Organizations and entities that are not eligible or are not normally considered for funding by WFF include:

- any organization which is not a 501(c)3 public charity
- government agencies, or entities receiving the majority of their support from government sources at the local, state, or federal level (including public schools)
- political parties and lobbying organizations

Grants available and funding cycle

Any WFF board member may invite a qualified organization to request a grant of up to $10,000. Generally, grants will range from $1,000 to $10,000 and will be given for one year. Proposals will be reviewed by one or more board members, depending on the request size. Selected applicants may also request funding beyond $10,000 for special projects, but these will require additional consideration and review by WFF's full board of directors. WFF's total annual grant-making budget is on the order of $250,000.

Organizations will be asked to apply for grants at various times throughout the year. WFF's fiscal year runs from July 1 to June 30.

When you are asked to apply for funding, please submit a brief proposal (1 to 2 pages is fine) describing your organization and the program or project for which funding is requested. Your proposal should address the following points as applicable:

- What is the program for which you are seeking support?
- What community needs will be served by this program? What challenges will this program help participants overcome?
- Who are the target populations (demographic, geographic) that will be served?
- What other organizations or agencies are serving your target population, and how will your project differ from the services currently offered? How will your organization work together with other entities for the benefit of your clients?
- What are the expected outcomes of your project or program? How and how often will you evaluate the effectiveness of your program?
- What are the expected consequences if your project/program is not implemented?
- What is the total cost of your project or program, and for what portion of that total are you requesting WFF support?
- You may also be asked to include one or more of the following: certification of your organization's status under IRS Section 501(c)3 (if not available at guidestar.org); names and affiliations of your board members; projected budget for the year for which you are seeking funding; your program ratio (percentage of funds that go directly to your cause); an overview of your financial statements including major sources and uses of funds.

After receiving your proposal and any supplemental materials required, one or more WFF board members will determine whether your project or program can receive funding in the current fiscal year. At that time, your proposal may be funded immediately, or additional information and/or a site visit may be requested. If your proposal is selected for funding or further consideration, a board member will generally respond within one month.

Solicited proposals can be submitted only by email and should be directed to:

John Wakerly, President, Wakerly Family Foundation
Email: <WFF's president's first name> at wakerly.com

Latest revision 8/13/2008

Wakerly Family Foundation

Grants for Fiscal year 2008 - 2009

8-13-08, Christian Brothers of Ireland. For support of retired brothers.	$ 1,000.00
9-30-08, Leukemia & Lymphoma Society of Illinois, general fund.	$ 1,000.00
11-16-08, FOOD for Lane County. Food for the poor and elderly.	$ 5,000.00
11-17-08, Silicon Valley Community Foundation, for Mtn. View Voice Holiday Fund, Mtn. View, CA. Contribution to newspaper's annual fund, which distributes money to local charities in the Palo Alto, Mountain View and East Palo Alto communities.	$ 10,000.00
11-17-08, Sustainable Living Foundation, Los Altos, CA. African relief.	$ 7,000.00
11-17-08, Bear Necessities, Chicago, IL. Small Miracles programs.	$ 10,000.00
11-17-08, Humanitarian Service Project, Chicago, IL. Food for elderly and other clients.	$ 12,000.00
11-17-08, Marquette University, Milwaukee, WI. Outreach fund to attract underserved and minority high school students to seek degrees in the School of Engineering.	$ 40,000.00
11-17-08, Cristo Rey Jesuit High School. Ten financial-aid awards for needy families to send their children to this work-study high school	$ 12,000.00
12-4-08, Notre Dame High School for Girls, Chicago, IL. For Service Learning Program.	$ 10,000.00
12-4-08, St.Vincent de Paul Society of Lane County, Eugene OR. 20K endowment for Social Service Office; 5K current needs.	$ 25,000.00
12-8-08, Mesothelioma Applied Research Foundation, Santa Barbara, CA. For research to eradicate mesothelioma.	$ 1,000.00
12-8-08, University of Notre Dame, Sound Bend, IN. Sorin Society, annual membership – general fund.	$ 1,500.00
12-18-08, Day Worker Center of Mountain View, CA. For general operating budget.	$ 1,000.00
12-18-08, Sisters of Notre Dame, California Province. General fund.	$ 1,000.00

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12-18-08, Catholic Charities of San Jose, CA. General fund.	$ 500.00
Total for year	16 grants, $138,000.00

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