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

**2008**

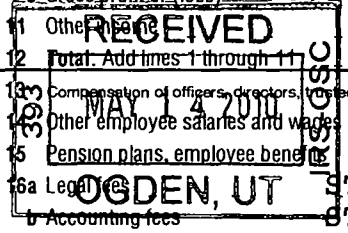
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2008, or tax year beginning **JUL 1, 2008**, and ending **JUN 30, 2009**  
 G Check all that apply:  Initial return  Final return  Amended return  Address change  Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>EDGERTON FOUNDATION</b>	A Employer identification number <b>91-2160742</b>
	Number and street (or P O box number if mail is not delivered to street address) Room/suite <b>9454 WILSHIRE BLVD, 4TH FLOOR</b>	B Telephone number <b>310-288-4272</b>
	City or town, state, and ZIP code <b>BEVERLY HILLS, CA 90212</b>	C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>78,577,150.</b> (Part I, column (d) must be on cash basis.)	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	182,468.	182,468.		STATEMENT 2
4 Dividends and interest from securities	849,202.	849,202.		STATEMENT 3
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	<5,851,880.>			STATEMENT 1
b Gross sales price for all assets on line 6a	15,790,398.			
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)	<67,910.>	<67,910.>		STATEMENT 4
11 Other income				
12 Total. Add lines 1 through 11	<4,888,120.>	963,760.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees	788.	0.		788.
b Accounting fees	112,426.	51,534.		60,892.
c Other professional fees	160,973.	160,973.		0.
17 Interest				
18 Taxes	3,449.	394.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications	1,017.	0.		1,017.
23 Other expenses	191,234.	1,899.		179,614.
24 Total operating and administrative expenses. Add lines 13 through 23	469,887.	214,800.		242,311.
25 Contributions, gifts, grants paid	1,948,197.			1,948,197.
26 Total expenses and disbursements. Add lines 24 and 25	2,418,084.	214,800.		2,190,508.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<7,306,204.>			
b Net investment income (if negative, enter -0-)		748,960.		
c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	393,793.	1,719,455.	1,719,455.
	2 Savings and temporary cash investments	2,003,220.	743,663.	743,663.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 10	54,454,254.	42,869,190.	26,032,366.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	45,601,233.	49,775,278.	50,081,666.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ DIVIDEND RECEIVABLE)	3,357.	0.	0.
16 Total assets (to be completed by all filers)	102,455,857.	95,107,586.	78,577,150.	
Net Assets or Fund Balances	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
22 Other liabilities (describe ▶ STATEMENT 12)	136,618.	19,551.		
23 Total liabilities (add lines 17 through 22)	136,618.	19,551.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	70,990,812.	70,990,812.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	31,328,427.	24,097,223.		
30 Total net assets or fund balances	102,319,239.	95,088,035.		
31 Total liabilities and net assets/fund balances	102,455,857.	95,107,586.		

**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	102,319,239.
2 Enter amount from Part I, line 27a	2	<7,306,204.>
3 Other increases not included in line 2 (itemize) ▶ PRIOR PERIOD RETURNED CONTRIBUTION	3	75,000.
4 Add lines 1, 2, and 3	4	95,088,035.
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	95,088,035.



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

1a. Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary-see instructions)		
b. Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	7,490.
c. All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)	2	0.
2. Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	7,490.
3. Add lines 1 and 2	4	0.
4. Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	5	7,490.
5. Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6. Credits/Payments:		
a. 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	52,169.
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	52,169.
8. Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9. Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10. Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	44,679.
11. Enter the amount of line 10 to be: Credited to 2009 estimated tax <input type="checkbox"/> 44,679. Refunded <input type="checkbox"/> 0.	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a. During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b. Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>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.</i>		X
c. Did the foundation file Form 1120-POL for this year?		X
d. Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e. Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2. Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	X
3. Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a. Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
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? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	X
6. Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7. Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	X
8a. Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>CA, NV</u>		
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? <i>If "No," attach explanation</i>	8b	X
9. Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	X
10. Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	X

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>BRADFORD W. EDGERTON, M.D.</u> Telephone no. ▶ <u>310-288-4272</u> Located at ▶ <u>9454 WILSHIRE BLVD., 4TH FLOOR, BEVERLY HILLS, CA</u> ZIP+4 ▶ <u>90212</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶   15			N/A

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

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

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here  Yes  No

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) N/A

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?  Yes  No  
 If you answered "Yes" to 6a, also file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BRADFORD W. EDGERTON, M.D. 9454 WILSHIRE BLVD., 4TH FLOOR BEVERLY HILLS, CA 90212	PRESIDENT 20.00	0.	0.	0.
LOUISE D. EDGERTON 9454 WILSHIRE BLVD., 4TH FLOOR BEVERLY HILLS, CA 90212	SECRETARY/TREASURER 20.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

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

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 ▶ 0.

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	76,793,230.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	3,314,328.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	16,914.
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	80,124,472.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	80,124,472.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	1,201,867.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	78,922,605.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	3,946,130.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	3,946,130.
<b>2a</b>	Tax on investment income for 2008 from Part VI, line 5	<b>2a</b>	7,490.
<b>b</b>	Income tax for 2008. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	7,490.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	3,938,640.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	75,000.
<b>5</b>	Add lines 3 and 4	<b>5</b>	4,013,640.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	4,013,640.

**Part XII** Qualifying Distributions (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	2,190,508.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	2,190,508.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	7,490.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	2,183,018.

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

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				4,013,640.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			1,750,332.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ \$ 2,190,508.				
a Applied to 2007, but not more than line 2a			1,750,332.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount				440,176.
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 instructions		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				3,573,464.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

**Part XV** **Supplementary Information** (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>					
Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
<i>a Paid during the year</i>					
SEE ATTACHED GRANT SCHEDULE					1,948,197.
<b>Total</b>				<b>▶ 3a</b>	<b>1,948,197.</b>
<i>b Approved for future payment</i>					
NONE					
<b>Total</b>				<b>▶ 3b</b>	<b>0.</b>





**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 PRIVATE CAPITAL MANAG. (SEE ATTACHED SCHEDULE)	P	VARIOUS	VARIOUS
b BERNZOTT CAPITAL ADV. (SEE ATTACHED SCHEDULE)	P	VARIOUS	VARIOUS
c FIDELITY (SEE ATTACHED SCHEDULE)	P	VARIOUS	VARIOUS
d SUMMIT PRIVATE INV. (SEE ATTACHED SCHEDULE)	P	VARIOUS	VARIOUS
e VOYAGER ADVANTAGE (SEE ATTACHED SCHEDULE)	P	VARIOUS	VARIOUS
f PRIVATE CAPITAL MANAG. DISALLOWED LOSS	P	VARIOUS	VARIOUS
g K-1 - RCP FUND II, LP	P	VARIOUS	VARIOUS
h K-1 - RCP FUND II, LP	P	VARIOUS	VARIOUS
i K-1 - RCP FUND II, LP	P	VARIOUS	VARIOUS
j K-1 - RCP FUND III, LP	P	VARIOUS	VARIOUS
k K-1 - RCP FUND III, LP	P	VARIOUS	VARIOUS
l K-1 - RCP FUND III, LP	P	VARIOUS	VARIOUS
m K-1 - RCP FUND IV, LP	P	VARIOUS	VARIOUS
n K-1 - RCP FUND IV, LP	P	VARIOUS	VARIOUS
o K-1 - RCP FUND IV, LP	P	VARIOUS	VARIOUS

(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 1,260,967.		1,983,034.	<722,067.>
b 3,007,334.		3,402,999.	<395,665.>
c 6,641,598.		12,147,851.	<5,506,253.>
d 2,500,000.		2,703,766.	<203,766.>
e 1,031,797.		972,081.	59,716.
f 12,056.			12,056.
g		3,182.	<3,182.>
h 198,503.			198,503.
i		69.	<69.>
j		2,596.	<2,596.>
k		53,656.	<53,656.>
l		19.	<19.>
m 23.			23.
n		3,053.	<3,053.>
o		96.	<96.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<722,067.>
b			<395,665.>
c			<5,506,253.>
d			<203,766.>
e			59,716.
f			12,056.
g			<3,182.>
h			198,503.
i			<69.>
j			<2,596.>
k			<53,656.>
l			<19.>
m			23.
n			<3,053.>
o			<96.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a K-1 - PARK STREET CAPITAL FUND VI, LP	P	VARIOUS	VARIOUS
b K-1 - PARK STREET CAPITAL FUND VI, LP	P	VARIOUS	VARIOUS
c K-1 - PARK STREET CAPITAL FUND VI, LP	P	VARIOUS	VARIOUS
d K-1 - PARK STREET CAPITAL FUND VIII, LP	P	VARIOUS	VARIOUS
e K-1 - PARK STREET CAPITAL FUND VIII, LP	P	VARIOUS	VARIOUS
f K-1 - HRJ CAPITAL VC IV, LP	P	VARIOUS	VARIOUS
g K-1 - HRJ CAPITAL VC IV, LP	P	VARIOUS	VARIOUS
h K-1 - HRJ CAPITAL VC IV, LP	P	VARIOUS	VARIOUS
i K-1 - HRJ CAPITAL VC V (DOMESTIC), LP	P	VARIOUS	VARIOUS
j K-1 - HRJ CAPITAL VC V (DOMESTIC), LP	P	VARIOUS	VARIOUS
k K-1 - HRJ CAPITAL VC V (DOMESTIC), LP	P	VARIOUS	VARIOUS
l K-1 - HRJ CAPITAL VC V (FOREIGN), LP	P	VARIOUS	VARIOUS
m K-1 - HRJ CAPITAL VC V (FOREIGN), LP	P	VARIOUS	VARIOUS
n K-1 - PRIVATE EQUITY INV. FUND IV, LP	P	VARIOUS	VARIOUS
o K-1 - PRIVATE EQUITY INV. FUND IV, LP	P	VARIOUS	VARIOUS

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a		2,695.	<2,695.>
b	227,015.		227,015.
c	8,141.		8,141.
d		3,276.	<3,276.>
e		5,284.	<5,284.>
f	11,707.		11,707.
g	37,164.		37,164.
h	1.		1.
i		1,026.	<1,026.>
j	9,238.		9,238.
k	1.		1.
l		110.	<110.>
m	517.		517.
n	246,474.		246,474.
o		357,485.	<357,485.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<2,695.>
b			227,015.
c			8,141.
d			<3,276.>
e			<5,284.>
f			11,707.
g			37,164.
h			1.
i			<1,026.>
j			9,238.
k			1.
l			<110.>
m			517.
n			246,474.
o			<357,485.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a K-1 - PRIVATE EQUITY INV. FUND IV, LP	P	VARIOUS	VARIOUS
b CAPITAL GAINS DIVIDENDS			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 4.			4.
b 597,858.			597,858.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			4.
b			597,858.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	<5,851,880.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
PRIVATE CAPITAL MANAG. (SEE ATTACHED SCHEDULE)	1,260,967.	1,983,034.	0.	PURCHASED	VARIOUS	VARIOUS
						<722,067.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
BERNZOTT CAPITAL ADV. (SEE ATTACHED SCHEDULE)	3,007,334.	3,402,999.	0.	PURCHASED	VARIOUS	VARIOUS
						<395,665.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
FIDELITY (SEE ATTACHED SCHEDULE)	6,641,598.	12,147,851.	0.	PURCHASED	VARIOUS	VARIOUS
						<5,506,253.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SUMMIT PRIVATE INV. (SEE ATTACHED SCHEDULE)	2,500,000.	2,703,766.	0.	0.	<203,766.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VOYAGER ADVANTAGE (SEE ATTACHED SCHEDULE)	1,031,797.	972,081.	0.	0.	59,716.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PRIVATE CAPITAL MANAG. DISALLOWED LOSS	12,056.	0.	0.	0.	12,056.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
K-1 - RCP FUND II, LP	0.	3,182.	0.	0.	<3,182.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
K-1 - RCP FUND II, LP	198,503.	0.	0.	0.	198,503.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
K-1 - RCP FUND II, LP	0.	69.	0.	0.	<69.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
K-1 - RCP FUND III, LP	0.	2,596.	0.	0.	<2,596.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
K-1 - RCP FUND III, LP	0.	53,656.	0.	0.	<53,656.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
K-1 - RCP FUND III, LP	0.	19.	0.	PURCHASED	VARIOUS	VARIOUS
						<19.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
K-1 - RCP FUND IV, LP	23.	0.	0.	PURCHASED	VARIOUS	VARIOUS
						23.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
K-1 - RCP FUND IV, LP	0.	3,053.	0.	PURCHASED	VARIOUS	VARIOUS
						<3,053.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
K-1 - RCP FUND IV, LP	0.	96.	0.	PURCHASED	VARIOUS	VARIOUS
						<96.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
K-1 - PARK STREET CAPITAL FUND VI, LP	0.	2,695.	0.	0.	<2,695.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
K-1 - PARK STREET CAPITAL FUND VI, LP	227,015.	0.	0.	0.	227,015.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
K-1 - PARK STREET CAPITAL FUND VI, LP	8,141.	0.	0.	0.	8,141.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
K-1 - PARK STREET CAPITAL FUND VIII, LP	0.	3,276.	0.	0.	<3,276.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
K-1 - PARK STREET CAPITAL FUND VIII, LP	0.	5,284.	0.	0.	<5,284.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
K-1 - HRJ CAPITAL VC IV, LP	11,707.	0.	0.	0.	11,707.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
K-1 - HRJ CAPITAL VC IV, LP	37,164.	0.	0.	0.	37,164.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
K-1 - HRJ CAPITAL VC IV, LP	1.	0.	0.	0.	1.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
K-1 - HRJ CAPITAL VC V (DOMESTIC), LP	0.	1,026.	0.	PURCHASED	VARIOUS	VARIOUS
						<1,026.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
K-1 - HRJ CAPITAL VC V (DOMESTIC), LP	9,238.	0.	0.	PURCHASED	VARIOUS	VARIOUS
						9,238.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
K-1 - HRJ CAPITAL VC V (DOMESTIC), LP	1.	0.	0.	PURCHASED	VARIOUS	VARIOUS
						1.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
K-1 - HRJ CAPITAL VC V (FOREIGN), LP	0.	110.	0.	PURCHASED	VARIOUS	VARIOUS
						<110.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
K-1 - HRJ CAPITAL VC V (FOREIGN), LP	517.	0.	0.	0.	517.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
K-1 - PRIVATE EQUITY INV. FUND IV, LP	246,474.	0.	0.	0.	246,474.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
K-1 - PRIVATE EQUITY INV. FUND IV, LP	0.	357,485.	0.	0.	<357,485.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
K-1 - PRIVATE EQUITY INV. FUND IV, LP	4.	0.	0.	0.	4.

CAPITAL GAINS DIVIDENDS FROM PART IV					597,858.
TOTAL TO FORM 990-PF, PART I, LINE 6A					<5,851,880.>

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

SOURCE	AMOUNT
BERNZOTT CAPITAL ADVISOR	145.
CITY NATIONAL BANK ( 2 ACCOUNTS)	1,828.
FIDELITY	1,615.
K-1 - HRJ CAPITAL VC IV, LP	9,476.
K-1 - HRJ CAPITAL VC V (DOMESTIC), LP	2,053.
K-1 - HRJ CAPITAL VC V (FOREIGN), LP	829.
K-1 - PARK STREET CAPITAL FUND VI, LP	19,304.
K-1 - PARK STREET CAPITAL FUND VII, LP	38,924.
K-1 - PARK STREET CAPITAL FUND VIII, LP	13,735.
K-1 - PARK STREET CAPITAL NRF III, LP	1,569.
K-1 - PRIVATE EQUITY INV. FUND IV, LP	32,443.
K-1 - RCP FUND II, L.P.	10,825.
K-1 - RCP FUND III, L.P.	26,984.
K-1 - RCP FUND IV, L.P.	21,053.
K-1 - RCP FUND V, L.P.	1,269.
PRIVATE CAPITAL MANAGEMENT	416.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	182,468.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BERNZOTT CAPITAL ADVISOR	81,060.	0.	81,060.
FIDELITY	635,947.	0.	635,947.
FIDELITY	597,858.	597,858.	0.
K-1 - HRJ CAPITAL VC IV, LP	3,549.	0.	3,549.
K-1 - HRJ CAPITAL VC V (DOMESTIC), LP	251.	0.	251.
K-1 - HRJ CAPITAL VC V (FOREIGN), LP	625.	0.	625.
K-1 - PARK STREET CAPITAL FUND VI, LP	15,498.	0.	15,498.
K-1 - PARK STREET CAPITAL FUND VII, LP	13,359.	0.	13,359.
K-1 - PARK STREET CAPITAL FUND VIII, LP	954.	0.	954.
K-1 - PARK STREET CAPITAL NRF III, LP	13.	0.	13.
K-1 - PRIVATE EQUITY INV. FUND IV, LP	7,328.	0.	7,328.
K-1 - RCP FUND II, L.P.	14,904.	0.	14,904.
K-1 - RCP FUND III, L.P.	27,165.	0.	27,165.
K-1 - RCP FUND IV, L.P.	3,274.	0.	3,274.

EDGERTON FOUNDATION

91-2160742

K-1 - RCP. FUND V, L.P.	19.	0.	19.
PRIVATE CAPITAL MANAGEMENT	45,256.	0.	45,256.
TOTAL TO FM 990-PF, PART I, LN 4	1,447,060.	597,858.	849,202.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1 - PARK STREET CAPITAL FUND VII, LP	8,392.	8,392.	
K-1 - RCP FUND II, L.P.	<578.>	<578.>	
K-1 - RCP FUND II, L.P.	<3.>	<3.>	
K-1 - PARK STREET CAPITAL FUND VI, LP	2,237.	2,237.	
K-1 - PARK STREET CAPITAL FUND VI, LP	<27,991.>	<27,991.>	
K-1 - PARK STREET CAPITAL FUND VII, LP	5,600.	5,600.	
K-1 - HRJ CAPITAL VC IV, LP	3,398.	3,398.	
K-1 - HRJ CAPITAL VC V (FOREIGN), LP	1,439.	1,439.	
K-1 - PRIVATE EQUITY INV FUND	<130.>	<130.>	
K-1 - RCP FUND III, L.P.	26.	26.	
K-1 - RCP FUND IV, L.P.	408.	408.	
K-1 - RCP FUND IV, L.P.	<542.>	<542.>	
K-1 - PARK STREET CAPITAL NRF III, LP	29,502.	29,502.	
K-1 - PARK STREET CAPITAL NRF III, LP	31.	31.	
K-1 - PARK STREET CAPITAL NRF III, LP	<16,419.>	<16,419.>	
K-1 - PARK STREET CAPITAL FUND VII, LP	3,087.	3,087.	
K-1 - PARK STREET CAPITAL FUND VIII, LP	1.	1.	
K-1 - PARK STREET CAPITAL FUND VIII, LP	<182.>	<182.>	
K-1 - PARK STREET CAPITAL NRF III, LP	<3,048.>	<3,048.>	
K-1 - PARK STREET CAPITAL FUND VI, LP	<197.>	<197.>	
K-1 - PARK STREET CAPITAL FUND VII, LP	<91,195.>	<91,195.>	
K-1 - PARK STREET CAPITAL FUND VII, LP	<6,359.>	<6,359.>	
K-1 - PARK STREET CAPITAL FUND VIII, LP	1,943.	1,943.	
K-1 - PARK STREET CAPITAL FUND VIII, LP	906.	906.	

K-1 - PARK STREET CAPITAL NRF III, LP	48.	48.
K-1 - PARK STREET CAPITAL NRF III, LP	<863.>	<863.>
K-1 - HRJ CAPITAL VC IV, LP	3,747.	3,747.
K-1 - HRJ CAPITAL VC IV, LP	8,671.	8,671.
K-1 - HRJ CAPITAL VC V (DOMESTIC), LP	<162.>	<162.>
K-1 - PRIVATE EQUITY INV FUND	10,065.	10,065.
K-1 - RCP FUND V, L.P.	256.	256.
K-1 - PRIVATE EQUITY INV FUND	2.	2.
<b>TOTAL TO FORM 990-PF, PART I, LINE 11</b>	<b>&lt;67,910.&gt;</b>	<b>&lt;67,910.&gt;</b>

FORM 990-PF	LEGAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	788.	0.		788.	
TO FM 990-PF, PG 1, LN 16A	788.	0.		788.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	112,426.	51,534.		60,892.	
TO FORM 990-PF, PG 1, LN 16B	112,426.	51,534.		60,892.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT ADVISORY FEES	160,973.	160,973.		0.	
TO FORM 990-PF, PG 1, LN 16C	160,973.	160,973.		0.	

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	3,055.	0.		0.
STATE TAXES FROM K-1S	394.	394.		0.
TO FORM 990-PF, PG 1, LN 18	3,449.	394.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOOKS & PUBLICATIONS	7,748.	732.		7,016.
COMPUTER SUPPLIES	6,862.	0.		6,862.
CONSULTING	14,000.	0.		14,000.
DUES	9,250.	0.		9,250.
INSURANCE	6,150.	0.		6,150.
INTERNET SERVICES	46,913.	0.		46,913.
LICENSE AND PERMITS	300.	0.		300.
MEALS	6,398.	0.		6,398.
OFFICE EXPENSE	1,687.	0.		1,687.
OUTSIDE SERVICES	21,731.	0.		21,731.
POSTAGE AND DELIVERY	2,351.	34.		2,317.
RETIREMENT PLAN ADMINISTRATION	5,136.	0.		5,136.
TELEPHONE	2,092.	0.		2,092.
TRAVEL	40,513.	0.		40,513.
NON-DEDUCTIBLE EXPENSES FROM K-1S	9,721.	0.		0.
BANK CHARGES	1,133.	1,133.		0.
RESEARCH	7,040.	0.		7,040.
STORAGE	1,165.	0.		1,165.
EQUIPMENT RENTAL	3.	0.		3.
MISCELLANEOUS	1,041.	0.		1,041.
TO FORM 990-PF, PG 1, LN 23	191,234.	1,899.		179,614.

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FORM 990-PF	CORPORATE STOCK	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
T. ROWE PRICE	2,500.	1,806.
JP MORGAN MID CAP VALUE	2,890,102.	1,919,685.
BRIDGEWAY SMALL CAP VALUE FUND	3,464,573.	2,155,377.
BRIDGEWAY ULTRA-SMALL COMPANY MARKET FUND	4,072,638.	2,223,806.
DFA U.S. SMALL CAP VALUE	3,828,416.	2,119,866.
DODGE & COX STOCK	3,456,099.	2,052,104.
FAIRHOLME FUND	2,535.	2,596.
HOTCHKIS & WILEY ALL CAP VALUE	4,475,448.	2,393,425.
PRIVATE CAPITAL MANAGEMENT - COMMON STOCK	3,204,931.	2,216,212.
BERNZOTT CAPITAL ADVISORS - COMMON STOCK	1,875,085.	1,914,185.
DFA REAL ESTATE SECURITIES	3,711,479.	1,898,876.
MORGAN STANLEY INSTL US REAL ESTATE	6,385,314.	2,035,863.
CREDIT SUISSE COMMODITY RETURN STRATEGY	1,000,000.	683,177.
OPPENHEIMER COMMOD. STRAT. TOT. RET	1,000,035.	416,988.
PIMCO COMMODITY REAL RETURN STRATEGY INS.	3,500,035.	3,998,400.
MORGAN STANLEY INSTL INTL REAL ESTATE	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	42,869,190.	26,032,366.

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FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
HRJ CAPITAL VC IV, LP	COST	3,315,667.	3,315,667.
PARK STREET CAPITAL VI, LP	COST	4,884,626.	4,884,626.
RCP FUND II, LP	COST	1,953,973.	1,953,973.
RCP FUND III, LP	COST	2,488,486.	2,488,486.
SUMMIT PRIVATE INV.	COST	12,296,234.	12,244,021.
VOYAGER ADVANTAGE	COST	3,322,782.	3,681,383.
PARK STREET CAPITAL VII, LP	COST	3,354,194.	3,354,194.
PRIVATE EQUITY INV FUND IV, LP	COST	4,143,752.	4,143,752.
BOOK/TAX DIFFERENCE - RCP FUND III, L.P.	COST	32,956.	32,956.
BOOK/TAX DIFFERENCE - PARK STREET CAPITAL VI, L.P.	COST	<173,582.>	<173,582.>
BOOK/TAX DIFFERENCE - HRJ CAPITAL VC IV, L.P.	COST	<330,385.>	<330,385.>
BOOK/TAX DIFFERENCE - PRIVATE EQUITY INV. FUND IV, L.P.	COST	36,596.	36,596.
SUSPENDED LOSSES - HRJ CAPITAL VC IV	COST	492,153.	492,153.
SUSPENDED LOSSES - RCP FUND II	COST	295,944.	295,944.
SUSPENDED LOSSES - RCP FUND III	COST	495,436.	495,436.

EDGERTON FOUNDATION

91-2160742

SUSPENDED LOSSES - PARK ST. VI	COST	638,284.	638,284.
SUSPENDED LOSSES - PRIVATE EQUITY	COST		
IV		511,596.	511,596.
RCP FUND IV, LP	COST	3,591,221.	3,591,221.
RCP FUND V, LP	COST	1,132,448.	1,132,448.
PARK STREET CAPITAL NRF III, LP	COST	1,518,187.	1,518,187.
PARK STREET CAPITAL VIII, LP	COST	1,799,787.	1,799,787.
HRJ CAPITAL VC V, LP	COST	1,329,013.	1,329,013.
HRJ CAPITAL VC V (FOREIGN), LP	COST	579,122.	579,122.
BOOK/TAX DIFFERENCE - RCP FUND IV, L.P.	COST	<191,835.>	<191,835.>
SUSPENDED LOSSES - RCP FUND IV	COST	426,481.	426,481.
SUSPENDED LOSSES - PARK STREET NRF III, L.P.	COST	56,445.	56,445.
BOOK/TAX DIFFERENCE - PARK STREET CAPITAL VII, L.P.	COST	562,003.	562,003.
SUSPENDED LOSSES - PARK ST. VII	COST	366,445.	366,445.
BOOK/TAX DIFFERENCE - HRJ CAPITAL VC V (DOMESTIC), L.P.	COST	2,220.	2,220.
SUSPENDED LOSSES - HRJ CAPITAL VC V (DOMESTIC)	COST	201,584.	201,584.
BOOK/TAX DIFFERENCE - HRJ CAPITAL VC V (FOREIGN), L.P.	COST	<39,123.>	<39,123.>
SUSPENDED LOSSES - HRJ CAPITAL VC V(FOREIGN)	COST	101,022.	101,022.
BOOK/TAX DIFFERENCE - RCP FUND V, L.P.	COST	19,214.	19,214.
SUSPENDED LOSSES - RCP FUND V	COST	248,470.	248,470.
SUSPENDED LOSSES - PARK ST. VIII	COST	161,948.	161,948.
BOOK/TAX DIFFERENCE - PARK STREET CAPITAL VIII, L.P.	COST	151,914.	151,914.
		<hr/>	<hr/>
TOTAL TO FORM 990-PF, PART II, LINE 13		49,775,278.	50,081,666.
		<hr/> <hr/>	<hr/> <hr/>

FORM 990-PF	OTHER LIABILITIES	STATEMENT	12
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
CREDIT CARD PAYABLE	22,427.	9,639.	
PENDING PAYABLE FROM SECURITIES PURCHASED	113,575.	9,912.	
ACCRUED EXPENSES	616.	0.	
	<hr/>	<hr/>	
TOTAL TO FORM 990-PF, PART II, LINE 22	136,618.	19,551.	
	<hr/> <hr/>	<hr/> <hr/>	

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

▶ File a separate application for each return.

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

## Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

**Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits.

Type or print	Name of Exempt Organization <b>EDGERTON FOUNDATION</b>	Employer identification number <b>91-2160742</b>
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. <b>9454 WILSHIRE BLVD, 4TH FLOOR</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>BEVERLY HILLS, CA 90212</b>	

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

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

# COPY

**BRADFORD W. EDGERTON, M.D.**

• The books are in the care of ▶ **9454 WILSHIRE BLVD., 4TH FLOOR - BEVERLY HILLS, CA 90212**  
Telephone No. ▶ **310-288-4272** FAX No. ▶

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

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2010** , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶  calendar year \_\_\_\_\_ or

▶  tax year beginning **JUL 1, 2008** , and ending **JUN 30, 2009** .

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

3a If this application is for Form 990 BL, 990-PF, 990 T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	3a	\$	0.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	49,114..
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

e

- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box  **X**
- Note. Only complete Part II if you have already been granted an automatic 3 month extension on a previously filed Form 8868.
- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

<b>Part II</b>			<b>Additional (Not Automatic) 3-Month Extension of Time.</b> Only file the original (no copies needed).		
Type or print  File by the extended due date for filing the return. See instructions	Name of Exempt Organization		Employer identification number		
	EDGERTON FOUNDATION		91-2160742		
	Number, street, and room or suite no. If a P.O. box, see instructions		For IRS use only		
9454 WILSHIRE BLVD, 4TH FLOOR					
City, town or post office, state, and ZIP code. For a foreign address, see instructions.					
BEVERLY HILLS, CA 90212					

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

- Form 990     Form 990-EZ     Form 990-T (sec. 401(a) or 408(a) trust)     Form 1041-A     Form 5227     Form 8870
- Form 990-BL     Form 990-PF     Form 990-T (trust other than above)     Form 4720     Form 6069

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

BRADFORD W. EDGERTON, M.D.

- The books are in the care of **▶ 9454 WILSHIRE BLVD., 4TH FLOOR - BEVERLY HILLS, CA 90212**  
Telephone No. **▶ 310-288-4272**      FAX No **▶**

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

- 4 I request an additional 3-month extension of time until MAY 15, 2010.
- 5 For calendar year \_\_\_\_\_, or other tax year beginning JUL 1, 2008, and ending JUN 30, 2009.
- 6 If this tax year is for less than 12 months, check reason:  Initial return     Final return     Change in accounting period
- 7 State in detail why you need the extension

**ADDITIONAL TIME IS NEEDED TO OBTAIN THE NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE TAX RETURN.**

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	0.
c	Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

**Signature and Verification**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **▶ *Gloria Burbant*** Title **▶ CPA** Date **▶ 2/15/10**

COPY

Gibson Capital, LLC  
**REALIZED GAINS AND LOSSES**  
**Edgerton Foundation - Private Capital Management**  
From 07-01-08 Through 06-30-09

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
<b>Common Stocks</b>								
05-29-08	12-17-08	200 000	Ameristar Casino Inc Common Stock	3,600 57		1,851 98	-1,748 59	
05-29-08	12-17-08	300 000	Ameristar Casino Inc Common Stock	5,400 86		2,791 84	-2,609 02	
		500 000		9,001 43		4,643 82	-4,357 61	
03-17-08	04-29-09	300 000	Autonation Inc	4,111 17		5,368 52		1,257 35
03-17-08	09-23-08	200 000	Autonation Inc	2,740 78		2,533 98	-206 80	
03-17-08	12-17-08	600 000	Autonation Inc	8,222 33		5,862 12	-2,360 21	
		800 000		10,963 11		8,396 10	-2,567 01	
12-07-06	07-01-08	400 000	Avid Technology Inc	15,833 78		6,871 96		-8,961 82
12-07-06	09-23-08	200 000	Avid Technology Inc	7,916 89		4,879 97		-3,036 92
12-07-06	12-17-08	200 000	Avid Technology Inc	7,916 89		2,184 24		-5,732 65
12-07-06	12-17-08	300 000	Avid Technology Inc	11,875 33		3,287 98		-8,587 35
12-07-06	12-17-08	300 000	Avid Technology Inc	11,875 33		3,285 52		-8,589 81
		1,400 000		55,418 22		20,509 67		-34,908 55
06-12-06	07-01-08	100 000	Bank Hawaii Corp	5,163 67		4,751 67		-412 00
06-12-06	09-23-08	100 000	Bank Hawaii Corp	5,163 67		5,441 96		278 29
06-12-06	12-17-08	104 000	Bank Hawaii Corp	5,370 21		4,339 17		-1,031 04
06-12-06	12-17-08	96 000	Bank Hawaii Corp	4,957 12		4,013 08		-944 04
		400 000		20,654 67		18,545 88		-2,108 79
12-31-04	07-01-08	200 000	Bio Rad Labs Inc Cl A	10,947 50		16,161 94		5,214 44
12-31-04	09-23-08	100 000	Bio Rad Labs Inc. Cl. A	5,473 75		10,012 94		4,539 19
12-31-04	12-17-08	200 000	Bio Rad Labs Inc. Cl A	10,947 50		13,693 92		2,746 42
		500 000		27,368 75		39,868 80		12,500 05
07-27-05	07-01-08	300 000	Boyd Gaming Corporation	15,523 01		3,466 58		-12,056 43
07-27-05	09-23-08	300 000	Boyd Gaming Corporation	15,523 01		3,006 98		-12,516 03
07-27-05	12-17-08	500 000	Boyd Gaming Corporation	25,871 69		2,385 94		-23,485 75
08-09-05	12-17-08	400 000	Boyd Gaming Corporation	20,146 62		1,908 75		-18,237 87
		1,500 000		77,064 33		10,768 25		-66,296 08
12-31-04	07-01-08	500 000	Brookline Bancorp Inc	5,729 46		4,883 52		-845 94
12-31-04	07-30-08	4,800 000	Brookline Bancorp Inc.	55,002 77		47,244 61		-7,758 16
		5,300 000		60,732 23		52,128 13		-8,604 10
07-20-05	07-01-08	1,800 000	CA, Inc. (formerly Computer Assoc Intl)	52,214 16		41,373 76		-10,840 40
07-20-05	09-23-08	1,000 000	CA, Inc (formerly Computer Assoc Intl)	29,007 86		20,721 88		-8,285 98
07-20-05	12-17-08	500 000	CA, Inc (formerly Computer Assoc Intl)	14,503 93		9,021 44		-5,482 49
07-20-05	12-17-08	800 000	CA, Inc (formerly Computer Assoc Intl)	23,206 29		14,431 99		-8,774 30
07-20-05	12-17-08	1,500 000	CA, Inc (formerly Computer Assoc Intl)	43,511 80		27,066 99		-16,444 81
		5,600 000		162,444 04		112,616 06		-49,827 98
08-31-06	07-02-08	600 000	Dundee Corp Cl A Sub VTG	8,094 90		7,189 61		-905 29
08-31-06	09-23-08	300 000	Dundee Corp Cl A Sub VTG	4,047 45		3,475 76		-571 69
		900 000		12,142 35		10,665 37		-1,476 98
07-28-05	07-01-08	900 000	Eastman Kodak Co	24,105 18		12,771 92		-11,333 26
07-28-05	09-23-08	500 000	Eastman Kodak Co	13,391 76		7,366 95		-6,024 81

Gibson Capital, LLC  
**REALIZED GAINS AND LOSSES**  
***Edgerton Foundation - Private Capital Management***  
*From 07-01-08 Through 06-30-09*

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
07-28-05	12-17-08	1,400,000	Eastman Kodak Co	37,496 94		8,786 75		-28,710.19
		2,800 000		74,993 88		28,925 62		-46,068 26
05-09-06	07-01-08	300 000	First Niagra Financial Group Inc New	4,189 51		3,988 57		-200 94
05-09-06	07-25-08	3,100 000	First Niagra Financial Group Inc New	43,291.59		43,328 75		37 16
		3,400 000		47,481 10		47,317 32		-163.78
06-13-06	12-17-08	100 000	Fulton Financial Corp PA	1,589 02		966 99		-622 03
06-13-06	12-17-08	400 000	Fulton Financial Corp PA	6,356 06		3,900 97		-2,455 09
06-13-06	01-13-09	2,400 000	Fulton Financial Corp PA	38,136 38		20,561 56		-17,574 82
		2,900 000		46,081 46		25,429 52		-20,651 94
09-21-05	07-01-08	300 000	Glacier Bancorp Inc	5,999 68		4,828 57		-1,171 11
09-21-05	09-23-08	200 000	Glacier Bancorp Inc	3,999 79		5,101 97		1,102 18
09-21-05	12-17-08	200.000	Glacier Bancorp Inc	3,999 79		3,552 38		-447 41
09-21-05	12-17-08	300.000	Glacier Bancorp Inc.	5,999.68		5,317 57		-682.11
		1,000 000		19,998 93		18,800 49		-1,198 44
01-30-07	07-01-08	700 000	Health Management Association Inc Class A	12,659.99		4,465 67		-8,194 32
07-29-05	06-04-09	1,200 000	Hearst-Argyle Television Inc	30,092 96		5,400 00		-24,692 96
07-20-05	06-04-09	2,500 000	Hearst-Argyle Television Inc	59,908 00		11,250 00		-48,658 00
02-27-08	06-04-09	1,200 000	Hearst-Argyle Television Inc	27,170 60		5,400 00		-21,770 60
11-28-07	06-04-09	900 000	Hearst-Argyle Television Inc.	16,977.77		4,050 00		-12,927 77
		5,800 000		134,149 33		26,100 00		-108,049.33
06-25-08	06-04-09	1,500 000	Hearst-Argyle Television Inc	29,558.00		6,750 00	-22,808 00	
04-04-05	07-01-08	700 000	Hewlett-Packard Co	15,225 00		30,744 08		15,519 08
04-04-05	09-23-08	400 000	Hewlett-Packard Co	8,700 00		19,147 89		10,447 89
04-04-05	12-17-08	1,100 000	Hewlett-Packard Co.	23,925 00		40,374 75		16,449.75
		2,200 000		47,850.00		90,266 72		42,416 72
04-27-06	07-01-08	100.000	Intl Business Machines Corp	8,402 40		11,891.37		3,488 97
04-27-06	09-23-08	100 000	Intl Business Machines Corp	8,402 40		11,612 93		3,210 53
04-27-06	12-17-08	200 000	Intl Business Machines Corp	16,804 80		17,161.22		356.42
		400 000		33,609 60		40,665 52		7,055 92
02-04-08	12-17-08	800.000	Intl Game Technology	34,528.00		9,542.74	-24,985 26	
03-13-08	12-17-08	700 000	Intl. Game Technology	30,965 43		8,349.90	-22,615 53	
04-11-08	12-17-08	500 000	Intl. Game Technology	19,131 67		5,964 22	-13,167 45	
		2,000.000		84,625 10		23,856.86	-60,768 24	
02-26-08	07-01-08	500 000	MGM Mirage	33,670 00		16,028 41	-17,641 59	
02-26-08	09-23-08	300.000	MGM Mirage	20,202 00		9,291 94	-10,910 06	
02-26-08	12-17-08	200 000	MGM Mirage	13,468 00		2,842.30	-10,625 70	
		1,000 000		67,340 00		28,162 65	-39,177 35	
07-20-05	07-01-08	100 000	Marcus Corp	1,502 93		1,441 43		-61 50
07-20-05	09-23-08	200 000	Marcus Corp	3,005 87		3,055 98		50 11
07-20-05	12-17-08	100 000	Marcus Corp	1,502 93		1,288 87		-214 06
07-20-05	12-17-08	300 000	Marcus Corp	4,508 80		3,855 97		-652 83
07-20-05	12-17-08	100 000	Marcus Corp	1,502 93		1,289 25		-213 68
		800 000		12,023 48		10,931 50		-1,091 98
10-20-05	07-01-08	200 000	Mine Safety Appliances Co	7,378 86		7,767 95		389 09
10-20-05	09-23-08	100 000	Mine Safety Appliances Co	3,689 43		3,726 97		37 54

Gibson Capital, LLC  
**REALIZED GAINS AND LOSSES**  
**Edgerton Foundation - Private Capital Management**  
From 07-01-08 Through 06-30-09

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
10-20-05	12-17-08	200 000	Mine Safety Appliances Co	7,378 86		4,807 97		-2,570 89
		500 000		18,447 15		16,302 89		-2,144.26
06-12-07	09-23-08	1,100 000	Motorola, Inc	19,443 25		8,384 95		-11,058 30
06-12-07	12-17-08	3,000 000	Motorola, Inc	53,027 06		13,319 42		-39,707 64
		4,100 000		72,470 31		21,704 37		-50,765 94
01-19-06	12-17-08	300 000	Northern Tr Corp.	15,102 52		15,285 91		183 39
03-19-08	07-01-08	200 000	Northern Tr Corp	13,756 67		13,913 94	157 27	
03-19-08	09-23-08	100 000	Northern Tr Corp	6,878 34		7,491 95	613 61	
		300 000		20,635.01		21,405 89	770 88	
04-26-06	09-23-08	300 000	Novellus Sys Inc.	7,407 45		6,042 96		-1,364 49
04-26-06	12-17-08	1,000 000	Novellus Sys Inc	24,691 50		13,223 72		-11,467 78
		1,300 000		32,098 95		19,266 68		-12,832 27
12-31-04	07-01-08	400 000	Progress Software Corp	5,724 98		10,244 14		4,519 16
12-31-04	09-23-08	200 000	Progress Software Corp	2,862.49		5,247 97		2,385 48
12-31-04	12-17-08	600 000	Progress Software Corp	8,587 47		11,778 33		3,190 86
		1,200 000		17,174 94		27,270 44		10,095 50
12-31-04	07-01-08	400 000	Qualcomm, Inc	7,379 28		18,204 77		10,825.49
12-31-04	09-23-08	200 000	Qualcomm, Inc	3,689 64		9,251 94		5,562 30
12-31-04	12-17-08	700.000	Qualcomm, Inc	12,913.74		24,592 38		11,678 64
		1,300 000		23,982 66		52,049 09		28,066 43
05-17-06	07-01-08	600 000	Raymond James Financial	17,350 93		15,673 93		-1,677 00
05-17-06	09-23-08	300 000	Raymond James Financial	8,675 46		9,156 94		481 48
05-17-06	12-17-08	800 000	Raymond James Financial	23,134 57		15,359 99		-7,774 58
05-17-06	12-17-08	100 000	Raymond James Financial	2,891 82		1,922 98		-968.84
		1,800 000		52,052.78		42,113 84		-9,938.94
04-25-07	12-17-08	1,400 000	Royal Canbbean Cruises Ltd	58,094 55		16,415 68		-41,678 87
04-25-07	05-05-09	300 000	Royal Canbbean Cruises Ltd	12,448.83		4,668 15		-7,780 68
11-02-07	05-05-09	500 000	Royal Canbbean Cruises Ltd	20,349 95		7,780 24		-12,569 71
11-02-07	05-18-09	1,700 000	Royal Caribbean Cruises Ltd	69,189 83		26,727 72		-42,462 11
11-02-07	05-19-09	300 000	Royal Caribbean Cruises Ltd	12,209 97		4,776 37		-7,433 60
01-22-08	05-19-09	800 000	Royal Canbbean Cruises Ltd	27,688 00		12,736 98		-14,951 02
03-07-08	05-19-09	200 000	Royal Canbbean Cruises Ltd	6,683 70		3,184 25		-3,499 45
		5,200 000		206,664 83		76,289 39		-130,375 44
12-26-07	12-17-08	400 000	Royal Caribbean Cruises Ltd	17,192 56		4,690 20	-12,502.36	
12-03-07	07-01-08	1,700 000	Sprint Nextel Corp FON shares	26,875 21		15,022 97	-11,852 24	
08-11-05	01-14-09	2,250 000	Sterling Finl Corp Wash	60,008.00		8,317 06		-51,690 94
03-11-08	01-14-09	500 000	Sterling Finl Corp Wash	7,512 95		1,848 23	-5,664 72	
01-11-06	07-01-08	1,000 000	Symantec Corp	19,797 30		19,682 61		-114 69
12-30-05	07-01-08	100 000	Symantec Corp	1,729 06		1,968 26		239 20
12-30-05	09-23-08	600 000	Symantec Corp	10,374 39		11,661 93		1,287 54
12-30-05	12-17-08	1,200 000	Symantec Corp	20,748 77		16,166 18		-4,582 59
12-30-05	12-17-08	600 000	Symantec Corp.	10,374 39		8,073 95		-2,300 44
		3,500 000		63,023.91		57,552 93		-5,470 98
04-26-07	07-01-08	900 000	Tibco Software, Inc	8,395 38		6,877 86		-1,517 52
04-26-07	09-23-08	500 000	Tibco Software, Inc	4,664 10		3,526 98		-1,137 12

Gibson Capital, LLC  
**REALIZED GAINS AND LOSSES**  
**Edgerton Foundation - Private Capital Management**  
*From 07-01-08 Through 06-30-09*

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
04-26-07	12-17-08	1,500,000	Tibco Software, Inc	13,992.31		7,449.95		-6,542.36
		2,900,000		27,051.80		17,854.79		-9,197.01
08-10-05	07-01-08	200,000	Universal Health Svcs Inc Cl. B	10,539.33		12,601.68		2,062.35
08-10-05	09-23-08	100,000	Universal Health Svcs Inc Cl. B	5,269.66		6,095.96		826.30
08-10-05	12-17-08	200,000	Universal Health Svcs Inc Cl. B	10,539.33		6,874.16		-3,665.17
		500,000		26,348.32		25,571.80		-776.52
05-04-06	07-01-08	2,866,000	Valley National Bancorp	65,776.52		45,538.50		-20,238.02
05-24-06	12-17-08	200,000	Wiley John & Sons Inc Cl A Common	6,920.89		6,507.96		-412.93
03-12-08	07-01-08	200,000	Wiley John & Sons Inc Cl A Common	7,874.52		8,815.95	941.43	
03-12-08	09-23-08	100,000	Wiley John & Sons Inc. Cl A Common	3,937.26		3,895.97	-41.29	
03-12-08	12-17-08	100,000	Wiley John & Sons Inc Cl A Common	3,937.26		3,241.98	-695.28	
		400,000		15,749.04		15,953.90	204.86	
07-20-05	07-01-08	800,000	Windstream Corp	8,897.11		9,914.42		1,017.31
07-20-05	09-23-08	400,000	Windstream Corp	4,448.55		4,611.97		163.42
07-20-05	12-17-08	1,200,000	Windstream Corp	13,345.66		10,795.65		-2,550.01
		2,400,000		26,691.32		25,322.04		-1,369.28
10-11-07	07-01-08	800,000	Xerox Corp.	13,813.53		10,625.38	-3,188.15	
10-11-07	07-24-08	2,100,000	Xerox Corp.	36,260.52		28,658.93	-7,601.59	
10-11-07	07-28-08	600,000	Xerox Corp.	10,360.15		7,995.95	-2,364.20	
04-11-08	07-28-08	1,700,000	Xerox Corp.	25,627.00		22,655.18	-2,971.82	
03-19-08	07-28-08	2,100,000	Xerox Corp.	31,592.00		27,985.80	-3,606.20	
02-25-08	07-28-08	900,000	Xerox Corp.	13,329.62		11,993.92	-1,335.70	
		8,200,000	/	130,982.82		109,915.16	-21,067.66	
<b>Common Stocks Total</b>				<b>1,983,033.64</b>		<b>1,260,966.51</b>	<b>-179,789.44</b>	<b>-542,277.69</b>
<b>TOTAL GAINS</b>							<b>1,712.31</b>	<b>109,547.34</b>
<b>TOTAL LOSSES</b>							<b>-181,501.75</b>	<b>-651,825.03</b>
<b>TOTAL REALIZED GAIN/LOSS</b>				<b>1,983,033.64</b>	<b>0.00</b>	<b>1,260,966.51</b>	<b>-179,789.44</b>	<b>-542,277.69</b>

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+12,056.43 disallowed loss

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Gibson Capital, LLC  
**REALIZED GAINS AND LOSSES**  
**Edgerton Foundation - Bernzott Capital Advisors**  
From 07-01-08 Through 06-30-09

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
<b>U.S. Stocks</b>								
05-12-08	12-17-08	2,900 000	Henry Jack & Associates, Inc	66,812 88		53,870 21	-12,942 67	
U S Stocks Total				66,812 88		53,870 21	-12,942 67	0 00
<b>Common Stocks</b>								
10-26-05	12-17-08	4,600 000	Atmos Energy Corp	120,344.74		107,230 23		-13,114 51
10-26-05	02-04-09	1,400 000	Atmos Energy Corp	36,626 66		34,699 94		-1,926 72
10-26-05	05-04-09	1,300 000	Atmos Energy Corp	34,010 47		34,221 48		211 01
02-03-06	05-04-09	300 000	Atmos Energy Corp	7,831 90		7,897 27		65 37
		7,600 000		198,813 77		184,048.92		-14,764 85
02-20-08	04-08-09	650 000	Beckman Coulter Inc	44,042 46		34,145.37		-9,897.09
11-27-07	12-29-08	2,050 000	Brnks Home Security Holdings, Inc	57,913 13		41,546 29		-16,366 84
11-27-07	02-03-09	400 000	Brnks Home Security Holdings, Inc.	11,300 12		9,825.33		-1,474 79
		2,450 000		69,213 25		51,371 62		-17,841 63
10-07-08	02-03-09	150 000	Brnks Home Security Holdings, Inc.	3,765 35		3,684 50		-80 85
11-12-08	02-03-09	950.000	Brnks Home Security Holdings, Inc.	13,692 73		23,335 16	9,642 43	
		1,100 000		17,458 08		27,019 66	9,561 58	
01-03-08	12-17-08	8,100 000	Cabelas Inc	118,712 79		58,963 08	-59,749 71	
07-02-08	12-17-08	3,900 000	Cabelas Inc	41,793 29		28,389 63	-13,403.66	
		12,000 000		160,506 08		87,352.71	-73,153 37	
04-01-08	12-17-08	2,750 000	Cintas Corp	81,372 50		70,665 33	-10,707 17	
04-01-08	03-25-09	350 000	Cintas Corp.	10,356 50		8,518 71	-1,837 79	
06-23-08	03-25-09	650 000	Cintas Corp	17,178 54		15,820 45	-1,358 09	
		3,750 000		108,907 54		95,004.49	-13,903 05	
08-04-08	03-18-09	1,800 000	Coinstar, Inc.	55,817 27		52,707 76	-3,109 51	
08-04-08	03-26-09	800 000	Coinstar, Inc	24,807 67		25,414 74	607 07	
10-09-08	03-26-09	200.000	Coinstar, Inc	5,602 54		6,353 68	751 14	
10-09-08	04-02-09	800 000	Coinstar, Inc.	22,410 15		27,625 76	5,215 61	
		3,600 000		108,637 63		112,101 94	3,464 31	
09-18-08	12-17-08	6,000 000	Deluxe Corp	79,131 20		81,494 83	2,363 63	
10-23-08	12-17-08	4,250 000	Deluxe Corp	38,559 00		57,725 51	19,166 51	
03-04-09	04-27-09	1,400 000	Deluxe Corp.	10,611 13		19,213 12	8,601 99	
03-04-09	05-08-09	1,100 000	Deluxe Corp	8,337 32		17,269 79	8,932 47	
03-04-09	06-04-09	400 000	Deluxe Corp.	3,031.75		6,185 24	3,153 49	
		13,150 000		139,670 41		181,888 49	42,218 08	
10-09-08	12-29-08	900 000	Equifax Inc	24,822 12		22,421 40	-2,400 72	
02-06-06	07-08-08	2,300 000	Family Dollar Stores, Inc	53,874 62		54,432 42		557 79
02-07-06	07-08-08	600 000	Family Dollar Stores, Inc	13,998 30		14,199 76		201 46
02-07-06	09-08-08	3,400 000	Family Dollar Stores, Inc	79,323 70		92,876 31		13,552 61
		6,300 000		147,196 62		161,508 49		14,311 86
10-10-08	12-29-08	1,600 000	Graco Inc	41,163 20		35,163 80	-5,999 40	
10-10-08	01-28-09	200 000	Graco Inc	5,145 40		4,505 75	-639.65	
10-10-08	06-09-09	700 000	Graco Inc	18,008 90		16,400 78	-1,608 12	

Gibson Capital, LLC  
**REALIZED GAINS AND LOSSES**  
**Edgerton Foundation - Bernzott Capital Advisors**  
*From 07-01-08 Through 06-30-09*

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
10-23-08	06-09-09	300 000	Graco Inc	7,005 05		7,028.91	23 86	
		2,800 000		71,322 55		63,099 24	-8,223 31	
03-02-06	08-05-08	1,650.000	Health Care REIT, Inc	57,264 68		83,866 48		26,601 80
05-04-06	08-05-08	1,000 000	Health Care REIT, Inc	33,663 01		50,828 17		17,165 16
		2,650.000		90,927 69		134,694.65		43,766 96
10-03-08	05-28-09	2,800 000	Intl Game Technology	44,186 23		45,978 89	1,792 66	
05-22-08	11-26-08	800 000	Martin Marietta Matenals, Inc	94,156 64		67,992 65	-26,163 99	
09-25-08	12-29-08	1,750 000	McCormick & Co Inc	67,940 77		54,347 22	-13,593 55	
01-07-08	12-17-08	2,000 000	Mobile Mini Inc	34,775 80		27,365 04	-7,410 76	
01-07-08	12-29-08	2,500 000	Mobile Mini Inc	43,469 75		33,664 31	-9,805 44	
		4,500 000		78,245 55		61,029 35	-17,216 20	
12-16-08	04-27-09	2,400 000	NBTY, Inc.	32,996 94		61,200 50	28,203 56	
10-14-08	12-17-08	2,700 000	Patterson Companies Inc	70,247 00		50,577 71	-19,669 29	
07-26-06	07-01-08	800.000	Pentair Inc	22,684 96		27,451 84		4,766 88
07-26-06	07-28-08	300 000	Pentair Inc	8,506 86		10,536 78		2,029 92
09-28-06	07-28-08	2,200 000	Pentair Inc	57,209 32		77,269 72		20,060 40
		3,300 000		88,401 14		115,258 34		26,857 20
10-16-08	12-09-08	2,350 000	Pentair Inc	61,533 37		56,489 66	-5,043 71	
09-18-08	06-08-09	1,500 000	SEI Investments Co	27,849 43		25,566 34	-2,283 09	
02-12-07	09-19-08	7,900 000	Sonic Corp	173,072 41		135,709 13		-37,363.28
05-14-08	12-29-08	1,800 000	Sonic Corp	35,717 12		20,334 30	-15,382 82	
06-26-08	12-29-08	550 000	Sonic Corp	8,011 74		6,213 26	-1,798 48	
		2,350 000		43,728 86		26,547 56	-17,181 30	
09-23-05	12-08-08	2,400 000	Sonoco Prods Co	64,717 82		57,597 43		-7,120 39
09-23-05	12-29-08	1,850 000	Sonoco Prods Co	49,886 65		40,736 54		-9,150 11
09-23-05	03-04-09	1,000 000	Sonoco Prods Co	26,965 76		18,169.69		-8,796.07
10-05-05	03-04-09	1,000 000	Sonoco Prods Co	26,578 00		18,169 70		-8,408 30
		6,250 000		168,148 22		134,673 36		-33,474 86
04-29-08	12-12-08	1,000 000	Stanley Works	49,518 20		31,291 97	-18,226 23	
04-24-08	12-12-08	1,900 000	Stanley Works	92,319.67		59,454 73	-32,864 94	
10-07-08	12-12-08	700 000	Stanley Works	26,323 48		21,904 38	-4,419 10	
		3,600 000		168,161 35		112,651 08	-55,510 27	
09-16-08	12-17-08	2,450.000	Total Sys Svcs, Inc	43,656 67		33,305 20	-10,351 47	
10-21-08	02-06-09	1,800 000	Watson Wyatt Worldwide Inc	68,239.64		89,909 23	21,669 59	
07-19-05	08-08-08	1,500 000	iStar Financial Inc	61,269 39		10,777 34		-50,492 05
10-05-05	08-08-08	1,000 000	iStar Financial Inc	38,987 31		7,184 89		-31,802 42
07-30-07	08-08-08	600 000	iStar Financial Inc	21,882 44		4,310 94		-17,571 50
11-22-05	08-08-08	1,000 000	iStar Financial Inc	35,280 56		7,184 89		-28,095 67
		4,100 000		157,419 70		29,458 06		-127,961 64
12-19-07	08-08-08	2,400 000	iStar Financial Inc	63,899 84		17,243 74	-46,656 10	
03-06-08	08-08-08	1,500 000	iStar Financial Inc	20,523 05		10,777 34	-9,745.71	
07-02-08	08-08-08	4,000 000	iStar Financial Inc	52,062 00		28,739 57	-23,322 43	
		7,900 000		136,484 89		56,760 65	-79,724 24	

Gibson Capital, LLC  
**REALIZED GAINS AND LOSSES**  
**Edgerton Foundation - Bernzott Capital Advisors**  
*From 07-01-08 Through 06-30-09*

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
Common Stocks Total				2,705,987 01		2,312,111 91	-237,507.78	-156,367 32
<b>Real Estate Securities</b>								
10-05-05	06-26-09	2,000 000	Entertainment Pptys Trust	85,145 70		40,947 74		-44,197 96
02-12-08	09-18-08	2,000 000	Federal Realty Investor Trust	142,778 00		157,983.11	15,205 11	
03-01-07	09-19-08	3,600.000	Realty Income Corp (Maryland)	97,584 34		109,097 63		11,513 29
07-25-07	09-19-08	100 000	Realty Income Corp (Maryland)	2,355 62		3,030.49		674 87
		3,700 000		99,939 96		112,128 12		12,188 16
01-08-08	09-19-08	2,900 000	Realty Income Corp (Maryland)	65,167 61		87,884 21	22,716 60	
11-01-05	07-23-08	5,400 000	UDR Inc	117,076 41		135,615 90		18,539 49
11-01-05	08-06-08	600 000	UDR Inc	13,008 49		15,647 73		2,639 24
11-20-07	12-29-08	3,100 000	UDR Inc	64,575 79		39,573 74		-25,002 05
		9,100 000		194,660 69		190,837 37		-3,823 32
11-20-07	08-06-08	1,900 000	UDR Inc	39,578 71		49,551 15	9,972 44	
02-02-09	02-27-09	250 000	UDR Inc	2,928 38		2,020 53	-907 85	
		2,150 000		42,507 09		51,571 68	9,064 59	
Real Estate Securities Total				630,199 06		641,352 23	46,986 30	-35,833 13
TOTAL GAINS							158,018 15	118,579 30
TOTAL LOSSES							-361,482 30	-310,779 75
TOTAL REALIZED GAIN/LOSS				3,402,998.95	0.00	3,007,334.35	-203,464.15	-192,200.45

Gibson Capital, LLC  
**REALIZED GAINS AND LOSSES**  
**Edgerton Foundation**  
From 07-01-08 Through 06-30-09

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
<b>U.S. Stocks</b>								
01-30-06	12-17-08	30,043 860	Bridgeway Small Cap Value Fund, Class N	469,888 71		273,965 00		-195,923.71
02-07-06	09-22-08	9,868 008	Bridgeway Ultra-Small Company Market Fund	189,762 90		156,965 00		-32,797 90
02-07-06	12-17-08	30,453 109	Bridgeway Ultra-Small Company Market Fund	585,616 70		288,965 00		-296,651 70
		<u>40,321 117</u>		<u>775,379 61</u>		<u>445,930 00</u>		<u>-329,449 61</u>
07-06-05	09-22-08	9,946 476	DFA U S. Small Cap Value Portfolio	271,241 98		222,965 00		-48,276 98
07-06-05	12-17-08	29,227 557	DFA U S Small Cap Value Portfolio	797,040 13		419,965 00		-377,075.13
		<u>39,174 033</u>		<u>1,068,282 11</u>		<u>642,930 00</u>		<u>-425,352 11</u>
07-06-05	12-17-08	8,105 573	Dodge & Cox Stock	1,052,920 08		604,965 00		-447,955 08
07-06-05	12-17-08	56,140 351	Hotchkis & Wiley All Cap Value Instl	1,153,690 94		511,965 00		-641,725 94
07-06-05	12-17-08	45,958 365	JP Morgan Mid Cap Val I	1,085,089 87		733,463 77		-351,626 10
03-07-05	12-17-08	4,730 858	JP Morgan Mid Cap Val I	109,897 83		75,501 23		-34,396 60
		<u>50,689 223</u>		<u>1,194,987 70</u>		<u>808,965 00</u>		<u>-386,022 70</u>
U S Stocks Total				5,715,149 16		3,288,720.00	0 00	-2,426,429 16
<b>Real Estate Securities</b>								
06-29-07	07-01-08	42,685 638	DFA Real Estate Securities	1,263,084.71		959,965 00		-303,119 71
06-29-07	09-22-08	21,621 622	DFA Real Estate Securities	639,792 24		495,965 00		-143,827 24
		<u>64,307 260</u>		<u>1,902,876 95</u>		<u>1,455,930 00</u>		<u>-446,946 95</u>
01-08-07	12-17-08	88,105 727	Morgan Stanley Instl Intl Real Estate A	3,000,035.00		1,118,919 28		-1,881,115 72
01-02-08	12-17-08	43,391 720	Morgan Stanley Instl. Intl. Real Estate A	1,090,035 00		551,063 30	-538,971 70	
01-08-07	09-22-08	15,829.847	Morgan Stanley Instl US Real A	439,755 72		226,965 00		-212,790 72
Real Estate Securities Total				6,432,702 67		3,352,877 58	-538,971 70	-2,540,853 39
TOTAL GAINS							0 00	0 00
TOTAL LOSSES							-538,971 70	-4,967,282 54
TOTAL REALIZED GAIN/LOSS				<u>12,147,851.82</u>	<u>0.00</u>	<u>6,641,597.58</u>	<u>-538,971.70</u>	<u>-4,967,282.54</u>
		-5,506,254 24	✓					

Gibson Capital, LLC  
**REALIZED GAINS AND LOSSES**  
**Edgerton Foundation - Summit Private Investments Offshore, Ltd.**  
*From 07-01-08 Through 06-30-09*

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
<b>Hedge Funds (priced monthly)</b>								
01-01-05	12-31-08	27,037 660	Summit Private Investments Offshore LTD	2,703,766 00		2,500,000 00		-203,766 00
Hedge Funds (priced monthly) Total				2,703,766 00		2,500,000 00	0 00	-203,766 00
TOTAL GAINS							0 00	0 00
TOTAL LOSSES							0 00	-203,766 00
TOTAL REALIZED GAIN/LOSS							0.00	-203,766.00

Gibson Capital, LLC  
**REALIZED GAINS AND LOSSES**  
**Edgerton Foundation - Voyager Advantage, Ltd.**  
*From 07-01-08 Through 06-30-09*

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss		
							Short Term	Long Term	
<b>Hedge Funds (priced monthly)</b>									
01-01-05	12-31-08	9,405,569	Voyager Advantage, LTD	940,556.90		1,000,000.00		59,443.10	
12-31-08	04-30-09	296,506	Voyager Advantage, LTD Redeeming Shares	31,524.52		31,797.30	272.78		
Hedge Funds (priced monthly) Total				972,081.42		1,031,797.30	272.78	59,443.10	
TOTAL GAINS								272.78	59,443.10
TOTAL LOSSES								0.00	0.00
TOTAL REALIZED GAIN/LOSS				59,715.88 ✓					

Edgerton Foundation  
Grants

July 2008 through June 2009

	<u>RECIPIENT NAME</u>	<u>ADDRESS</u>	<u>FOUND/</u> <u>OF/</u>
1	Amazon Conservation Association	1731 Connecticut Avenue NW, 3rd floor Washington, DC 20009	Put
2	American Repertory Theatre	64 Brattle St Cambridge, MA 02138	Put
3	Atlantic Theater Company	76 Ninth Ave #537 New York, NY 10011	Put
4	Beczak Environmental Education Center	35 Alexander Street Yonkers, NY 10701	Put
5	Bereavement Center of Westchester	Development Department 69 Main Street Tuckahoe, NY 10707	Put
6	Berkeley Repertory Theatre	2025 Addison Street Berkeley, CA 94704	Put
7	Bev Hills Firemens Relief Fund	P O Box 1720 Beverly Hills, CA 90213	Put
8	Bev Hills Police Officers Benevolent Fund	464 N. Rexford Drive Beverly Hills, CA 90210	Put
9	Blue Door Artist Association	160 Shonnard Terrace Yonkers, NY 10701	Put
10	blueEnergy	22 Margrave Place #5 San Francisco, CA 94133	Put
11	Carey Institute of Ecosystem Studies	P.O. Box AB Milbrook, NY 12545	Put
12	Catalytic Diplomacy	5615 Warwick Place Chevy Chase, MD 20815	Put
13	Center Theatre Group	601 West Temple Street Los Angeles, CA 90012	Put
14	Childrens Hospital Los Angeles Foundation	4650 Sunset Blvd , #4 Los Angeles, CA 90027	Put
15	City Theatre Co	1300 Bingham St Pittsburgh, PA 15203	Put
16	Denver Center Theatre Co.	1101 13th St Denver, Co 80204	Put
17	Florida Stage	262 S. Ocean Blvd. Manalapan, FL 33462	Put
18	Foxcroft School	P.O. 5555 Middleburg, VA 20118	Put
19	Friends of Old Croton Aqueduct	PO 182 Hastings on Hudson, NY 10706	Put
20	Friends Peace Team	1001 Park Ave. St. Louis, MO 63104	Put
21	Geffen Playhouse	Development Office 10886 Le Conte Avenue Los Angeles, CA 90024	Put
22	Harvard-Westlake School	700 North Faring Road Los Angeles, CA 90077	Put
23	Hastings Historical Society	407 Broadway Hastings on Hudson, NY 10706	Put
24	Hudsonia Ltd	P O. Box 66 Red Hook, NY 12571	Put
25	International Medical Corps	1919 Santa Monica Blvd. Suite 400 Santa Monica, CA 90404	Put
26	International Theatre & Literacy Project	160 West 87 Street Suite 5-C New York, NY 10024	Put
27	Kenyon College (Lectureship)	Office of Development College Relations Center Gambier, Ohio 4302	Put
28	La Jolla Playhouse	Box 12039 La Jolla, CA 92039	Put
29	LACMA	5905 Wilshire Blvd Los Angeles, CA 90036	Put
30	Lake Placid Center for the Arts	17 Alonguin Drive Lake Placid, NY 12946	Put
31	Lincoln Center Theater	150 West 65th Street NY, NY 10023-6975	Put
32	Long Wharf Theatre	222 Sargent Dr. New Haven, CT 06511	Put
33	Los Angeles Philharmonic Association	151 South Grand Avenue Los Angeles, CA 90012	Put
34	McCarter Theatre Center	91 University Place Princeton, NJ 08540	Put

**Edgerton Foundation  
Grants  
July 2008 through June 2009**

<u>RECIPIENT NAME</u>	<u>ADDRESS</u>	<u>FOUND/ OF I</u>
35 Music Center	135 North Grand Ave. Los Angeles, CA 90012	Put
36 New York City Center	130 West 56th Street New York, NY 10019	Put
37 Occidental College	1600 Campus Road Los Angeles, CA 90041	Put
38 Old Globe Theatre	PO Box 122171 San Diego, CA 92112-2171	Put
39 Oregon Shakespeare Festival	PO Box 158 Ashland, OR 97520	Put
40 Pacific Council on International Policy	801 S. Figueroa St. Suite 1130 Los Angeles, CA 90017	Put
41 Performance Network	120 E. Huron Street Ann Arbor, MI 48104	Put
42 Phoenix Theatre	100 E. McDowell Road Phoenix, AZ 85004	Put
43 Pittsburgh Public Theater	621 Penn Ave. Pittsburgh, PA 15222	Put
44 Planned Parenthood Hudson Peconic, Inc.	4 Skyline Drive Hawthorne, New York 10532-2150	Put
45 Portland Stage Company	PO Box 1458 Portland, ME 04104	Put
47 Rachel's Network	1200 18th Street NW, Suite 801 Washington, DC 20036	Put
48 South Coast Repertory	655 Town Center Drive Costa Mesa, CA 92626	Put
49 Southern Environmental Law Center	201 West Main Street, Suite 14 Charlottesville, VA 22902-5065	Put
51 The Arboretum	301 N. Baldwin Avenue Arcadia, CA 91007-2697	Put
52 The Piggery Theatre, Inc.	P.O. Box 2709 North Halley QC J0B 2C0	Put
53 Theatre Communications Group	520 8th Avenue, 24th Floor New York, NY 10018-4156	Put
54 Virginia Organizing Project	703 Concord Ave Charlottesville VA 22903	Put
55 Wilma Theater	265 S. Broad Stret Philadelphia, PA 19107	Put
56 Woolly Mammoth Theatre	641 D Street NW Washington, DC 20004	Put
<b>TOTAL</b>		