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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

OMB No 1545-0052

2009

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

For calendar year 2009, or tax year beginning

, 2009, and ending

, 20

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☒ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

THE KATHARINE BRADFORD FOUNDATION JH0688

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

C/O NICHOLS & PRATT 50 CONGRESS STREET

City or town, state, and ZIP code

BOSTON, MA 02109

A Employer identification number

04-3545090

B Telephone number (see page 10 of the instructions)

(617) 523-6800

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) ▶ \$ 366,950.

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)
1 Contributions, gifts, grants, etc., received (attach schedule)	45,570.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	3.	3.		STMT 1
4 Dividends and interest from securities	13,506.	13,506.		STMT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	42,709.			
b Gross sales price for all assets on line 6a	115,973.			
7 Capital gain net income (from Part IV, line 2)		42,709.		
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)	706.			STMT 3
12 Total. Add lines 1 through 11	102,494.	56,218.		
13 Compensation of officers, directors, trustees, etc.	1,357.	746.		611.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 4	1,044.	1,044.	NONE	NONE
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	183.	183.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 5	35.			35.
24 Total operating and administrative expenses. Add lines 13 through 23	2,619.	1,973.	NONE	646.
25 Contributions, gifts, grants paid	97,797.			97,797.
26 Total expenses and disbursements. Add lines 24 and 25	100,416.	1,973.	NONE	98,443.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	2,078.			
b Net investment income (if negative, enter -0-)		54,245.		
c Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	3,604.	19,605.	19,605.
	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 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)	150,708.	99,802.	107,236.
	b	Investments - corporate stock (attach schedule)	138,932.	187,301.	240,109.
	c	Investments - corporate bonds (attach schedule)			
	Liabilities	11	Investments - land, buildings, and equipment basis		
		Less: accumulated depreciation (attach schedule) ▶			
12		Investments - mortgage loans			
13		Investments - other (attach schedule)	56,853.		
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)	350,097.	306,708.	366,950.
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 ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	350,097.	306,708.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	350,097.	306,708.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	350,097.	306,708.		

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	350,097.
2	Enter amount from Part I, line 27a	2	2,078.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	352,175.
5	Decreases not included in line 2 (itemize) ▶	5	45,467.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	306,708.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
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	42,709.	
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		

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.

(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))
2008	63,621.	430,652.	0.14773181130
2007	46,802.	520,966.	0.08983695673
2006	38,807.	503,221.	0.07711721093
2005	26,042.	498,167.	0.05227564251
2004	32,218.	437,016.	0.07372270123
2 Total of line 1, column (d)			2 0.44068432270
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 0.08813686454
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 338,379.
5 Multiply line 4 by line 3			5 29,824.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 542.
7 Add lines 5 and 6			7 30,366.
8 Enter qualifying distributions from Part XII, line 4 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.			8 98,443.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of ruling letter if necessary - see instructions)		1	542.
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			
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	
3 Add lines 1 and 2		3	542.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	542.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	148.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	148.	
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	394.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

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 page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
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"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> STMT 10		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 11	X	

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the 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?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ NICHOLS & PRATT, LLP Telephone no. ▶ (617) 523-6800			
Located at ▶ 50 CONGRESS ST, BOSTON, MA ZIP + 4 ▶ 02109				
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? <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 type="checkbox"/> Yes <input checked="" 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)? <input type="checkbox"/> 1b		
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
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 2009? 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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <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 page 20 of the instructions.) 2b		X
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 2009 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 2009) 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 2009? 4b		X

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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)? (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)? ☐ Yes ☒ No
- 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? ☐ Yes ☒ No
- If "Yes" to 6b, 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

5b

6b

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
SEE STATEMENT 12		1,357.	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ NONE

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

Total number of others receiving over \$50,000 for professional services **NONE**

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 NONE	
Total. Add lines 1 through 3	

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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	325,025.
b	Average of monthly cash balances	1b	18,507.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	343,532.
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	NONE
3	Subtract line 2 from line 1d	3	343,532.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	5,153.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	338,379.
6	Minimum investment return. Enter 5% of line 5	6	16,919.

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	16,919.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	542.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	542.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	16,377.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	16,377.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	16,377.

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	98,443.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	98,443.
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	542.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	97,901.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				16,377.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2009				
a From 2004	10,615.			
b From 2005	2,345.			
c From 2006	15,018.			
d From 2007	22,682.			
e From 2008	42,234.			
f Total of lines 3a through e	92,894.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 98,443.				
a Applied to 2008, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				16,377.
e Remaining amount distributed out of corpus	82,066.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	174,960.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010.				NONE
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)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	10,615.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	164,345.			
10 Analysis of line 9:				
a Excess from 2005	2,345.			
b Excess from 2006	15,018.			
c Excess from 2007	22,682.			
d Excess from 2008	42,234.			
e Excess from 2009	82,066.			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, 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)

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 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 page 28 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).)

KATHARINE BRADFORD

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.

N/A

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:

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> SEE STATEMENT 18				
Total			▶ 3a	97,797.
b <i>Approved for future payment</i>				
Total			▶ 3b	

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		14	3.	
4 Dividends and interest from securities		14	13,506.	
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		18	42,709.	
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory . .				
11 Other revenue a _____				
b _____		14	706.	
c _____				
d _____				
e _____				
12 Subtotal. Add columns (b), (d), and (e)			56,924.	
13 Total. Add line 12, columns (b), (d), and (e)			13	56,924.

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

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

[illegible]

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

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
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.		

[illegible]

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

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.

Sign Here

Signature of officer or trustee

Date _____

Title

Paid Preparer's Use Only	
---	--

Preparer's
signature

Date _____

Check if self-employed

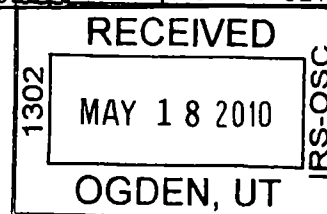
Preparer's identifying
number (See **Signature** on
page 30 of the instructions)
P00260194

Firm's name (or yours if self-employed), address, and ZIP code

THOMSON REUTERS (TAX & ACCOUNTING)
35 THOMSON PLACE, 1ST FL
BOSTON, MA 02210

EIN ▶ 75-1297386

Phone no. 617-856-2811

Form **990-PF** (2009)

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, or 990-PF.

OMB No 1545-0047

2009

Name of the organization

Employer identification number

THE KATHARINE BRADFORD FOUNDATION JH0688

04-3545090

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 an organization 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 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 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 (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions 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 990-EZ that received from any one contributor, during the year, 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. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

THE KATHARINE BRADFORD FOUNDATION JH0688

Employer identification number

04-3545090

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	KATHARINE BRADFORD c/o NICHOLS & PRATT, 50 CONGRESS ST BOSTON, MA 02109	\$ 45,570.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

THE KATHARINE BRADFORD FOUNDATION JH0688

Employer identification number

04-3545090

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
<u>1</u>	700 SH EXXON MOBIL CORP _____ _____ _____	\$ <u>45,570.</u>	<u>03/03/2009</u>
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2009

Name of estate or trust

THE KATHARINE BRADFORD FOUNDATION JH0688

Employer identification number

04-3545090

Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS		STMT 1			1.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►	5	1.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	42,708.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►	12	42,708.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		1.
14	Net long-term gain or (loss):			
a	Total for year	14a		42,708.
b	Unrecaptured section 1250 gain (see line 18 of the wrkst.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		42,709.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	16	()
a	The loss on line 15, column (3) or		
b	\$3,000		

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . .	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . .	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					1.	
6,480.00		300. BB&T CORPORATION PROPERTY TYPE: SECURITIES 12,170.00					11/28/2006 -5,690.00	06/22/2009
54,503.00		800. EXXONMOBIL CORP PROPERTY TYPE: SECURITIES 120.00					01/02/1941 54,383.00	04/13/2009
4,473.00		300. PFIZER INC PROPERTY TYPE: SECURITIES 10,068.00					11/13/2002 -5,595.00	06/22/2009
50,516.00		50000. U.S. TREASURY NOTES 5.500% 5/15 PROPERTY TYPE: SECURITIES 50,906.00					05/22/2006 -390.00	02/26/2009
TOTAL GAIN(LOSS)					----- 42,709. =====	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
SSB INSURED MONEY MARKET ACCOUNT	3.	3.
	-----	-----
TOTAL	3.	3.
	=====	=====

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ABBOTT LABS	468.	468.
BB&T CORPORATION	282.	282.
BP PLC SPONS ADR	840.	840.
DENTSPLY INTERNATIONAL INC	60.	60.
EMERSON ELEC CO	530.	530.
EXXONMOBIL CORP	206.	206.
FHLB	2,938.	2,938.
GENERAL ELECTRIC CORP	492.	492.
ISHARES MSCI PACIFIC EX-JAPAN INDEX	432.	432.
JOHNSON & JOHNSON	98.	98.
JOHNSON CONTROLS INC	104.	104.
MERCK & CO INC	608.	608.
FEDERATED US TREASURY CASH RSV FD-I	1.	1.
NOVARTIS AG SPONSORED ADR	514.	514.
PEPSICO INC	525.	525.
PFIZER INC	144.	144.
PRAXAIR INC	200.	200.
PROCTER & GAMBLE CO	688.	688.
SIGMA ALDRICH CORP	116.	116.
SOUTHERN COMPANY	520.	520.
UNILEVER PLC SPONS ADR	543.	543.
U.S. TREASURY NOTES 5.500% 5/15/09	790.	790.
U.S. TREASURY NOTES 4.875% 2/15/12	1,219.	1,219.
U.S. TREASURY NOTES 4.750% 5/15/14	1,188.	1,188.
TOTAL	13,506.	13,506.

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION

REVENUE
AND
EXPENSES
PER BOOKS

TOTALS

706.

=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
AUDIT & ACCOUNTING FEES (ALLOC	294.	294.		
TAX PREPARATION FEE (NON-ALLOC	750.	750.		
	-----	-----	-----	-----
TOTALS	1,044.	1,044.	NONE	NONE
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	180.	180.
FOREIGN TAXES ON QUALIFIED FOR	2.	2.
FOREIGN TAXES ON NONQUALIFIED	1.	1.
	-----	-----
TOTALS	183.	183.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSE-INCOME	35.	35.
TOTALS	35.	35.
	=====	=====

THE KATHARINE BRADFORD FOUNDATION JH0688

04-3545090

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED	99,802.	107,236.
	-----	-----
TOTALS	99,802.	107,236.
	=====	=====

THE KATHARINE BRADFORD FOUNDATION JH0688

04-3545090

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
SEE ATTACHED	187,301.	240,109.
	-----	-----
TOTALS	187,301.	240,109.
	=====	=====

Asset Detail**Statement of Value and Activity**

December 1, 2009 - December 31, 2009

Asset Detail

Description	Shares/Par Value	Tax Cost	Market Value	Current Yield	Est. Ann. Income	% of Mkt. Val.
Cash & Equivalents						
Money Market Funds						
Federated US Treasury Cash Rsv Fd-I CUSIP: 60934N682	19,605	\$19,604.75	\$19,604.75	0.12%	\$22.74	5.34%
Total Cash & Equivalents		\$19,604.75	\$19,604.75		\$22.74	5.34%
Equity						
Consumer Discretionary						
Johnson Controls Inc CUSIP: 478366107	200	\$7,888.58	\$5,448.00	1.91%	\$104.00	1.48%
Consumer Staples						
Pepsico Inc CUSIP: 713448108	300	\$13,850.00	\$18,240.00	2.96%	\$540.00	4.97%
Procter & Gamble Co CUSIP: 742718109	400	\$12,497.37	\$24,252.00	2.90%	\$704.00	6.61%
Unilever PLC Spons ADR CUSIP: 904767704	540	\$11,961.99	\$17,226.00	3.15%	\$542.70	4.69%
		\$38,309.36	\$59,718.00		\$1,786.70	16.27%
Energy						
BP PLC Spons ADR CUSIP: 055622104	300	\$15,451.95	\$17,391.00	5.80%	\$1,008.00	4.74%

0013959 - 1200053

**Asset Detail (continued)****Statement of Value and Activity**

December 1, 2009 - December 31, 2009

<i>Description</i>	<i>Shares/Par Value</i>	<i>Tax Cost</i>	<i>Market Value</i>	<i>Current Yield</i>	<i>Est. Ann. Income</i>	<i>% of Mkt. Val.</i>
Exxonmobil Corp CUSIP: 30231G102	100	\$14.96	\$8,819.00	2.46%	\$188.00	1.86%
<hr/>						
Health Care		\$15,466.91	\$24,210.00		\$1,176.00	6.60%
Abbott Labs CUSIP: 002824100	300	\$16,380.99	\$16,197.00	2.96%	\$480.00	4.41%
Dentsply International Inc CUSIP: 249030107	300	\$12,477.00	\$10,551.00	0.57%	\$60.00	2.88%
Johnson & Johnson CUSIP: 478160104	100	\$5,588.78	\$6,441.00	3.04%	\$196.00	1.76%
Merck & Co Inc CUSIP: 58933Y105	400	\$526.93	\$14,616.00	4.16%	\$608.00	3.98%
Novartis AG Sponsored ADR CUSIP: 66987V109	300	\$17,346.00	\$16,329.00	2.87%	\$436.20	4.45%
<hr/>						
Industrials		\$52,319.70	\$64,134.00		\$1,780.20	17.48%
Emerson Elec Co CUSIP: 291011104	400	\$11,322.00	\$17,040.00	3.15%	\$536.00	4.64%
General Electric Corp CUSIP: 369604103	600	\$28.04	\$9,078.00	2.64%	\$240.00	2.47%
<hr/>						
Technology		\$11,350.04	\$26,118.00		\$776.00	7.11%
Cisco Systems Inc CUSIP: 17275R102	300	\$5,490.00	\$7,182.00	0.00%	\$0.00	1.96%

Asset Detail (continued)**Statement of Value and Activity**

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Tax Cost	Market Value	Current Yield	Est. Ann. Income	% of Mkt. Val.
EMC Corp Mass CUSIP: 268648102	500	\$7,270.00	\$8,735.00	0.00%	\$0.00	2.38%
<hr/>						
Basic Materials						
Praxair Inc CUSIP: 7400SP104	150	\$11,587.50	\$12,046.50	1.99%	\$240.00	3.28%
Sigma Aldrich Corp CUSIP: 826552101	200	\$10,303.00	\$10,110.00	1.15%	\$116.00	2.76%
<hr/>						
Utilities						
Southern Company CUSIP: 842587107	300	\$10,539.00	\$9,996.00	5.25%	\$525.00	2.72%
<hr/>						
Equity Mutual Funds						
iShares MSCI Pacific Ex-Japan Index CUSIP: 464286665	300	\$16,777.00	\$12,411.00	3.45%	\$428.40	3.38%
<hr/>						
Total Equity		\$187,301.09	\$240,108.50		\$6,892.30	65.42%



Asset Detail (continued)

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Tax Cost	Market Value	Current Yield	Est. Ann. Income	% of Mkt. Val.
Fixed Income						
Government Securities						
Federal Home Loan Bank DTD 02/14/2001 5.875% 02/15/2011 Non Callable CUSIP: 3133MDBT9	50,000	\$49,266.00	\$52,828.00	5.56%	\$2,937.50	14.41%
United States Treasury Notes DTD 02/15/2002 4.875% 02/15/2012 CUSIP: 9128277L0	25,000	\$25,593.75	\$26,900.50	4.53%	\$1,218.75	7.33%
United States Treasury Notes DTD 05/15/2004 4.750% 05/15/2014 CUSIP: 912828CJ7	25,000	\$24,921.88	\$27,507.75	4.32%	\$1,187.50	7.50%
Total Fixed Income		\$99,801.83	\$107,236.25		\$5,343.75	29.24%
Total All Assets		\$306,707.47	\$366,949.50		\$12,298.79	100.00%

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT

ROUNDING	2.
DIFFERENCE BETWEEN MARKET & BOOK VALUE OF DONATED STOCK	45,465.

TOTAL	45,467.
	=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

MA

THE KATHARINE BRADFORD FOUNDATION JH0688

04-3545090

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS
=====

NAME AND ADDRESS

KATHARINE BRADFORD
c/o NICHOLS & PRATT, 50 CONGRESS ST
BOSTON, MA 02109

STATEMENT 11

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

PRESTON SAUNDERS

ADDRESS:

50 CONGRESS ST
BOSTON, MA 02109

TITLE:

TRUSTEE

COMPENSATION 679.

OFFICER NAME:

LEONARD PATENAUDE

ADDRESS:

50 CONGRESS ST
BOSTON, MA 02109

TITLE:

TRUSTEE

COMPENSATION 678.

OFFICER NAME:

KATHARINE BRADFORD

ADDRESS:

50 CONGRESS ST
BOSTON, MA 02109

TITLE:

TRUSTEE

OFFICER NAME:

ELIZABETH B BORDEN

ADDRESS:

50 CONGRESS ST
BOSTON, MA 02109

TITLE:

TRUSTEE

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

AMANDA D BRADFORD

ADDRESS:

50 CONGRESS ST
BOSTON, MA 02109

TITLE:

TRUSTEE

TOTAL COMPENSATION:

1,357.

=====

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

AMERICAN FARM LAND TRUST

ADDRESS:

1200 18TH STREET N.W SUITE 800

WASHINGTON, DC 20036

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROGRAMS

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

ANIMAL UMBRELLA, INC.

ADDRESS:

PO BOX 2675

ACTON, MA 01720

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROGRAMS

AMOUNT OF GRANT PAID 12,000.

RECIPIENT NAME:

BUDDY DOG HUMANE SOCIETY

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROGRAMS

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

EYE OF THE STORM EQUINE

ADDRESS:

PO BOX 218

STOW, MA 01775

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROGRAMS

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

HOYT FOUNDATION

ADDRESS:

241 MASHAPAUG ROAD

HOLLAND, MA

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROGRAMS

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

MERRIMAC RIVER FELINE RESCUE

ADDRESS:

63 ELM STREET

SALISBURY, MA 01952

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROGRAMS

AMOUNT OF GRANT PAID 35,750.

RECIPIENT NAME:

NORTH SHORE ELDER SERVICES

ADDRESS:

152 SYLVAN ST

DANVERS, MA 01923

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROGRAMS

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

SUZANNE ROSSETTI MEMORIAL FUND

ADDRESS:

436 LINCOLN AVE

SAUGUS, MA 01908

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

ART EXHIBIT

AMOUNT OF GRANT PAID 4,000.

=====

RECIPIENT NAME:

TRUSTEES OF BRANTWOOD

ADDRESS:

59 TEMPLE PLACE, SUITE 444

BOSTON, MA 02111

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROGRAMS

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

UNIVERSITY OF NEW HAMPSHIRE

ADDRESS:

206 MORRILL HALL

DURHAM, MA 03824

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROGRAMS

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

TRUSTEES OF RESERVATIONS

ADDRESS:

572 ESSEX ST

BEVERLY, MA 01915

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROGRAMS

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

COLD SPRING HARBOR LABORATORY

ADDRESS:

ONE BUNGTOWN RD

COLD SPRING HARBOR, NY 11724

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROGRAMS

AMOUNT OF GRANT PAID 2,500.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

ALZHEIMER'S FOUNDATION OF AMERICA

ADDRESS:

322 EIGHTH AVE., 7TH FLR

NEW YORK, NY 10001

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROGRAMS

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

KRISTEN ANN CARR FUND

ADDRESS:

39 WEST 32ND ST, SUITE 1403

NEW YORK, NY 10001

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROGRAMS

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

MSPCA - ANGELL

ADDRESS:

350 SO. HUNTINGTON AVE

BOSTON, MA 02130

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROGRAMS

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

HAMILTON-WENHAM REGIONAL HIGH
SCHOOL

ADDRESS:

775 BAY RD

HAMILTON, MA 01982

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROGRAMS

AMOUNT OF GRANT PAID 7,500.

THE KATHARINE BRADFORD FOUNDATION JH0688

04-3545090

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

FINEX HOUSE/KIM'S PROJECT

ADDRESS:

989 COMMONWEALTH AVE

ALLSTON, MA 02215

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROGRAMS

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

ESSEX COUNTY TRAIL ASSOC.

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROGRAMS

AMOUNT OF GRANT PAID 4,047.

TOTAL GRANTS PAID:

97,797.

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FEDERAL FOOTNOTES

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LEONARD PATENAUDE, PRESTON H. SAUNDERS, KATHARINE BRADFORD, ELIZABETH B. BORDEN AND AMANDA D. BRADFORD SERVE AS THE TRUSTEES OF THE KATHARINE BRADFORD FOUNDATION. A PORTION OF THE OVERALL TRUSTEES' FEES IS FOR THE SERVICES OF LEONARD PATENAUDE AND PRESTON H. SAUNDERS AS PROFESSIONAL TRUSTEES. THE REMAINING PORTION OF THE TRUSTEES' FEES IS FOR THE TRUSTEES' MANAGEMENT OF THE INVESTMENTS OF THE FOUNDATION. THE TRUSTEES MEET PERIODICALLY TO REVIEW GRANT PROPOSALS AND CARE FOR THE ADMINISTRATIVE ASPECTS OF THE FOUNDATION. THE TRUSTEES DEVOTE SEVERAL HOURS EACH QUARTER TO THESE VARIOUS TASKS.

FEDERAL CAPITAL GAIN DIVIDENDS
=====SHORT-TERM CAPITAL GAIN DIVIDENDS

FEDERATED US TREASURY CASH RSV FD-I

1.00

FEDERATED US TREASURY CASH RSV FD-I

TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS

1.00
=====