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# Return of Private Foundation

## or Section 4947(a)(1) Nonexempt Charitable Trust

### Treated as a Private Foundation

2009

Department of the Treasury  
Internal Revenue Service

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 , and ending

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label Otherwise, print or type. See Specific Instructions.

Name of foundation  
**CAROLINE BLANTON THAYER CHARITABLE TRUST**  
#1011477

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**HEMENWAY & BARNES PO BOX 961209**

City or town, state, and ZIP code  
**BOSTON, MA 02196-1209**

A Employer identification number  
**04-6676539**

B Telephone number  
**(617) 227-7940**

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)  
\$ **3,828,579.** (Part I, column (d) must be on cash basis)

J Accounting method: ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				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		476.	476.		STATEMENT 2
4 Dividends and interest from securities		101,774.	101,774.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<103,288.>			STATEMENT 1
b Gross sales price for all assets on line 6a		388,342.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		1,138.	0.		STATEMENT 4
12 Total Add lines 1 through 11		100.	102,250.		
13 Compensation of officers, directors, trustees, etc		28,501.	28,501.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees		2,000.	2,000.		0.
17 Interest					
18 Taxes		4,973.	4,093.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		83.	13.		70.
24 Total operating and administrative expenses Add lines 13 through 23		35,557.	34,607.		70.
25 Contributors, gifts, grants paid		206,000.			206,000.
26 Total expenses and disbursements. Add lines 24 and 25		241,557.	34,607.		206,070.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<241,457.>			
b Net investment income (if negative, enter -0-)			67,643.		
c Adjusted net income (if negative, enter -0-)				N/A	

lyne

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## CAROLINE BLANTON THAYER CHARITABLE TRUST

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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		1,898.		
	2	Savings and temporary cash investments		367,236.	242,474.	242,474.
	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 STMT 8		546,672.	347,453.	369,626.
	b	Investments - corporate stock STMT 9		2,094,755.	2,128,312.	2,775,869.
	c	Investments - corporate bonds STMT 10		350,438.	400,688.	440,610.
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		3,360,999.	3,118,927.	3,828,579.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		3,360,999.	3,118,927.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		0.	0.		
30	Total net assets or fund balances		3,360,999.	3,118,927.		
31	Total liabilities and net assets/fund balances		3,360,999.	3,118,927.		

## 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	3,360,999.
2	Enter amount from Part I, line 27a	2	<241,457.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,119,542.
5	Decreases not included in line 2 (itemize) ▶ YEAR END DIVIDEND POSTED 1/04/10	5	615.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,118,927.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b <b>SEE ATTACHED STATEMENTS</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 <b>388,342.</b>		<b>492,347.</b>	<b>&lt;104,005.&gt;</b>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			<b>&lt;104,005.&gt;</b>

  

2 Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>	2	<b>&lt;104,005.&gt;</b>
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	<b>N/A</b>

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	<b>209,208.</b>	<b>4,178,721.</b>	<b>.050065</b>
2007	<b>150,447.</b>	<b>4,417,897.</b>	<b>.034054</b>
2006	<b>150,070.</b>	<b>3,998,719.</b>	<b>.037530</b>
2005	<b>189,035.</b>	<b>3,886,923.</b>	<b>.048634</b>
2004	<b>114,070.</b>	<b>3,823,734.</b>	<b>.029832</b>

  

2 Total of line 1, column (d)	2	<b>.200115</b>
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	<b>.040023</b>
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	<b>3,497,515.</b>
5 Multiply line 4 by line 3	5	<b>139,981.</b>
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	<b>676.</b>
7 Add lines 5 and 6	7	<b>140,657.</b>
8 Enter qualifying distributions from Part XII, line 4	8	<b>206,070.</b>

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of 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	676.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	676.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	676.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	880.	
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	880.	
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	204.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 204. Refunded <input type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► HEMENWAY & BARNES LLP Telephone no. ► (617) 227-7940  
 Located at ► 60 STATE STREET, BOSTON, MA ZIP+4 ► 02109

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☒ X  
 and enter the amount of tax-exempt interest received or accrued during the year ► 15 0.

**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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		<input checked="" type="checkbox"/> <u>X</u>
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?		<input checked="" type="checkbox"/> <u>X</u>
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 instructions.)	<u>N/A</u>	
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.)	<u>N/A</u>	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		<input checked="" type="checkbox"/> <u>X</u>
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?		<input checked="" type="checkbox"/> <u>X</u>

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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)?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

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?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHAEL J PUZO	TRUSTEE			
HEMENWAY & BARNES LLP, 60 STATE ST				
BOSTON, MA 02109	1.50	28,501.	0.	0.
HELEN T CHAPPELL	TRUSTEE			
25 HIGH STREET				
ANDOVER, MA 01810	0.50	0.	0.	0.
MILLICENT S THAYER	TRUSTEE			
3 MEADOW ROAD				
LEVERETT, MA 01054	0.50	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

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

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

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

0

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

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

	Expenses
1 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	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,194,805.
b	Average of monthly cash balances	1b	355,972.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,550,777.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,550,777.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	53,262.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,497,515.
6	Minimum investment return. Enter 5% of line 5	6	174,876.

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

1	Minimum investment return from Part X, line 6	1	174,876.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	676.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	676.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	174,200.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	174,200.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	174,200.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	206,070.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	206,070.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	676.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	205,394.

**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.

## CAROLINE BLANTON THAYER CHARITABLE TRUST

Form 990-PF (2009)

#1011477

04-6676539

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				174,200.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			202,588.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 206,070.				
a Applied to 2008, but not more than line 2a			202,588.	
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 2009 distributable amount				3,482.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (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 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				170,718.
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 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

## Page 10

N/A

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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 Paid during the year SEE STATEMENT ATTACHED		N/A	PUBLIC CHARITY	GENERAL PURPOSE	206,000.
Total					▶ 3a 206,000.
b Approved for future payment  NONE					
Total					▶ 3b 0.

Enter gross amounts unless otherwise indicated.

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

N/A
-----

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

		Yes	No
<b>1</b>	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?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
<b>b</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
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
<b>d</b>	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]

☐ Yes ☒ No

**b If "Yes," complete the following schedule.**

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

**Sian Here**

Signature of officer or trustee

5/7/10  
Date

Trustee  
Title

Preparer's  
signature

▶ *Catarrhus Blund*

Date 5/6/10

Check if self-employed ☐

Preparer's identifying number

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

HEMENWAY & BARNES LLP  
60 STATE STREET  
BOSTON, MA 02109-1899

EIN ▶ 04-1433295

Phone no. (617) 227-7940

Form **990-PF** (2009)

**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	2815 SHS TIMBERWEST FOREST CORP RTS	P	01/07/09	02/03/09
b	151.564 SHS LINCOLN NATL CORP IND	P	02/24/03	02/11/09
c	269.447 SHS LINCOLN NATL CORP IND	P	05/21/03	02/11/09
d	269.29 SHS LINCOLN NATL CORP IND	P	08/20/03	02/11/09
e	300 SHS AFLAC	P	02/15/06	03/10/09
f	300 SHS AFLAC	P	05/26/06	03/10/09
g	300 SHS AFLAC	P	02/14/07	03/10/09
h	200M US TREAS NTS 3.625%	P	02/17/05	07/15/09
i	100 SHS NOKIA CORP ADR	P	02/06/02	08/12/09
j	100 SHS NOKIA CORP ADR	P	05/22/02	08/12/09
k	300 SHS NOKIA CORP ADR	P	02/24/03	08/12/09
l	500 SHS NOKIA CORP ADR	P	08/20/03	08/12/09
m	500 SHS NOKIA CORP ADR	P	11/19/03	08/12/09
n	500 SHS NOKIA CORP ADR	P	08/23/04	08/12/09
o	300 SHS NOKIA CORP ADR	P	02/17/05	08/12/09

(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 199.			199.
b 2,197.		3,265.	<1,068.>
c 3,906.		12,114.	<8,208.>
d 3,904.		13,386.	<9,482.>
e 3,585.		14,473.	<10,888.>
f 3,585.		14,105.	<10,520.>
g 3,585.		14,432.	<10,847.>
h 200,000.		199,219.	781.
i 1,329.		2,185.	<856.>
j 1,329.		1,490.	<161.>
k 3,987.		4,173.	<186.>
l 6,645.		7,895.	<1,250.>
m 6,645.		8,880.	<2,235.>
n 6,645.		5,980.	665.
o 3,987.		4,761.	<774.>

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			199.
b			<1,068.>
c			<8,208.>
d			<9,482.>
e			<10,888.>
f			<10,520.>
g			<10,847.>
h			781.
i			<856.>
j			<161.>
k			<186.>
l			<1,250.>
m			<2,235.>
n			665.
o			<774.>

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	300 SHS NOKIA CORP ADR	P	05/18/05	08/12/09
b	2000 SHS PANASONIC CORP ADR	P	11/14/07	08/12/09
c	25 SHS AMERICAN INT'L GROUP INC	P	05/16/07	08/21/09
d	15 SHS AMERICAN INT'L GROUP ADR	P	11/14/07	08/21/09
e	600 SHS SUNCOR ENERGY INC NEW	P	05/18/05	11/11/09
f	300 SHS SUNCOR ENERGY INC NEW	P	05/16/07	11/11/09
g	500 SHS SONOSITE INC	P	02/17/05	11/11/09
h	500 SHS SONOSITE INC	P	05/18/05	11/11/09
i	500 SHS NIKO RESOURCES LTD	P	02/17/05	11/11/09
j	50.521 SHS LINCOLN NAT'L CORP	P	01/17/96	02/11/09
k	157.178 SHS LINCOLN NAT'L CORP	P	02/24/03	02/11/09
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 3,987.		5,328.	<1,341.>
b 30,780.		39,929.	<9,149.>
c 824.		36,075.	<35,251.>
d 494.		17,626.	<17,132.>
e 21,060.		10,995.	10,065.
f 10,530.		12,507.	<1,977.>
g 12,222.		14,977.	<2,755.>
h 12,222.		15,865.	<3,643.>
i 41,684.		24,962.	16,722.
j 732.		1,208.	<476.>
k 2,279.		6,517.	<4,238.>
l			
m			
n			
o			

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			<1,341.>
b			<9,149.>
c			<35,251.>
d			<17,132.>
e			10,065.
f			<1,977.>
g			<2,755.>
h			<3,643.>
i			16,722.
j			<476.>
k			<4,238.>
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	<104,005.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A



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

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2815 SHS TIMBERWEST FOREST CORP RTS	PURCHASED	01/07/09	02/03/09

  

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
199.	0.	0.	0.	199.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
151.564 SHS LINCOLN NATL CORP IND	PURCHASED	02/24/03	02/11/09

  

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,197.	6,963.	0.	0.	<4,766.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
269.447 SHS LINCOLN NATL CORP IND	PURCHASED	05/21/03	02/11/09

  

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,906.	12,378.	0.	0.	<8,472.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
269.29 SHS LINCOLN NATL CORP IND	3,904.	12,370.	0.	0.	<8,466.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
300 SHS AFLAC	3,585.	14,473.	0.	0.	<10,888.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
300 SHS AFLAC	3,585.	14,105.	0.	0.	<10,520.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
300 SHS AFLAC	3,585.	14,432.	0.	0.	<10,847.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
200M US TREAS NTS 3.625%	PURCHASED	02/17/05	07/15/09		
	200,000.	199,219.	0.	0.	781.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
100 SHS NOKIA CORP ADR	PURCHASED	02/06/02	08/12/09		
	1,329.	2,185.	0.	0.	<856.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
100 SHS NOKIA CORP ADR	PURCHASED	05/22/02	08/12/09		
	1,329.	1,490.	0.	0.	<161.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
300 SHS NOKIA CORP ADR	PURCHASED	02/24/03	08/12/09		
	3,987.	4,173.	0.	0.	<186.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 SHS NOKIA CORP ADR	6,645.	7,895.	0.	0.	<1,250.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 SHS NOKIA CORP ADR	6,645.	8,880.	0.	0.	<2,235.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 SHS NOKIA CORP ADR	6,645.	5,980.	0.	0.	665.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
300 SHS NOKIA CORP ADR	3,987.	4,761.	0.	0.	<774.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
300 SHS NOKIA CORP ADR	3,987.	5,328.	0.	0.	<1,341.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2000 SHS PANASONIC CORP ADR	30,780.	39,929.	0.	0.	<9,149.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
25 SHS AMERICAN INT'L GROUP INC	824.	36,075.	0.	0.	<35,251.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
15 SHS AMERICAN INT'L GROUP ADR	494.	17,626.	0.	0.	<17,132.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 05/18/05	DATE SOLD 11/11/09
600 SHS SUNCOR ENERGY INC NEW	21,060.	10,995.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						10,065.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 05/16/07	DATE SOLD 11/11/09
300 SHS SUNCOR ENERGY INC NEW	10,530.	12,507.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						<1,977.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 02/17/05	DATE SOLD 11/11/09
500 SHS SONOSITE INC	12,222.	14,977.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						<2,755.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 05/18/05	DATE SOLD 11/11/09
500 SHS SONOSITE INC	12,222.	15,865.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						<3,643.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 SHS NIKO RESOURCES LTD	41,684.	19,482.	0.	0.	22,202.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
50.521 SHS LINCOLN NAT'L CORP	732.	2,321.	0.	0.	<1,589.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
157.178 SHS LINCOLN NAT'L CORP	2,279.	7,221.	0.	0.	<4,942.>

CAPITAL GAINS DIVIDENDS FROM PART IV

0.

TOTAL TO FORM 990-PF, PART I, LINE 6A

&lt;103,288.&gt;

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

SOURCE	AMOUNT
FIFTH THIRD US TREASURY MONEY MARKET FUND	476.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	476.

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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CORPORATE BOND INTEREST	9,305.	0.	9,305.
DOMESTIC DIVIDENDS	28,313.	0.	28,313.
FOREIGN BOND INTEREST	12,313.	0.	12,313.
FOREIGN DIVIDENDS	29,468.	0.	29,468.
U.S. TREASURY OBLIGATIONS	22,375.	0.	22,375.
TOTAL TO FM 990-PF, PART I, LN 4	101,774.	0.	101,774.

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FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
2008 FEDERAL EXCISE TAX OVERPAYMENT APPLIED TO 2009	880.	0.	
2008 FEDERAL EXCISE TAX REFUND	258.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,138.	0.	

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FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HEMENWAY & BARNES - TAX PREPARATION FEE	2,000.	2,000.		0.
TO FORM 990-PF, PG 1, LN 16C	2,000.	2,000.		0.



FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD ON FOREIGN INCOME	4,093.	4,093.		0.
FEDERAL EXCISE TAX - 2008 OVERPAYMENT APPLIED TO 2009	880.	0.		0.
TO FORM 990-PF, PG 1, LN 18	4,973.	4,093.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COMM OF MA - PC ANNUAL REPORT FILING FEE	70.	0.		70.
MISCELLANEOUS	13.	13.		0.
TO FORM 990-PF, PG 1, LN 23	83.	13.		70.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	X		347,453.	369,626.
TOTAL U.S. GOVERNMENT OBLIGATIONS			347,453.	369,626.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			347,453.	369,626.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	2,128,312.	2,775,869.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,128,312.	2,775,869.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	400,688.	440,610.
TOTAL TO FORM 990-PF, PART II, LINE 10C	400,688.	440,610.

ACCT # 1011477

CAROLINE BLANTON THAYER  
CHARITABLE TRUST  
SCHEDULE OF PRINCIPAL ASSETS  
SCHEDULE C

	NO. OF UNITS	DESCRIPTION	BOOK VALUE	MARKET VALUE AS OF 12/31/2009
		U S GOV & AGENCY OBLIGATIONS		
		-----		
1.	100,000	US TREASURY NOTES 4.375% 08/15/2012	99,125.00	107,586.00
2.	100,000	US TREASURY NOTES 4% 11/15/2012	100,812.50	106,820.00
3.	150,000	US TREASURY NOTES 4.5% 11/15/2010	147,515.62	155,220.00
		TOTAL U S GOV & AGENCY OBLIGATIONS	347,453.12	369,626.00
		CORPORATE & FOREIGN BONDS		
		-----		
4.	100,000	BERKSHIRE HATHAWAY 4.625% 10/15/2013	100,000.00	106,609.00
5.	50,000	CLOROX CO 5% 03/01/2013	49,062.50	53,447.50
6.	50,000	HOME DEPOT INC 5.25% 12/16/2013	50,250.00	53,528.00
7.	250,000	AUSTRALIAN GOVERNMENT BOND 5.75% 06/15/2011	201,375.00	227,025.00
		TOTAL CORPORATE & FOREIGN BONDS	400,687.50	440,609.50
		COMMON STOCK		
		-----		
8.	4,000	ABB LTD SPONSORED ADR	78,438.65	76,400.00
9.	50	APPLE, INC.	8,306.49	10,536.60
10.	4,000	APPLIED MATERIALS INC	41,219.95	55,760.00
11.	2,400	AFTARGROUP INC	58,305.81	85,776.00
12.	1,700	B P PLC ADR	71,588.39	98,549.00
13.	2,000	CVS CAREMARK CORPORATION	73,453.46	64,420.00
14.	3,000	CANADIAN NATIONAL RAILWAY CO	49,487.52	163,080.00
15.	3,600	CENOVUS ENERGY INC	34,963.98	90,720.00
16.	159	CIMAREX ENERGY CO	2,285.80	8,422.23
17.	2,500	CISCO SYS INC	59,052.25	59,850.00
18.	1,500	DEERE & COMPANY	64,421.13	81,135.00
19.	1,000	DEVON ENERGY CORP	66,432.22	73,500.00
20.	4,000	E M C CORP	57,127.42	69,880.00
21.	2,500	EMERSON ELECTRIC CO	69,029.25	106,500.00
22.	3,600	ENCANA CORP	37,126.71	116,604.00
23.	3,000	GENERAL ELECTRIC CO	106,649.10	45,390.00

CAROLINE BLANTON THAYER  
 CHARITABLE TRUST  
 SCHEDULE OF PRINCIPAL ASSETS  
 SCHEDULE C

ACCT # 1011477

	NO. OF UNITS	DESCRIPTION	BOOK VALUE	MARKET VALUE AS OF 12/31/2009
24.	600	HELMERICH & PAYNE INC	6,585.14	23,928.00
25.	4,000	INTEL CORPORATION	76,641.52	81,600.00
26.	1,500	JOHNSON & JOHNSON	68,912.15	96,615.00
27.	1,200	LIFE TECHNOLOGIES CORP	48,277.68	62,664.00
28.	2,000	MAXWELL TECHNOLOGIES INC	21,203.60	35,680.00
29.	2,000	MICROSOFT CORP	58,493.88	60,960.00
30.	700	MONSANTO CO NEW	56,640.62	57,225.00
31.	2,500	NESTLE S A SPONSORED ADR (REPSTG REG SHS)	77,732.26	121,402.50
32.	500	NIKO RESOURCES LTD	19,482.45	46,988.95
33.	2,000	NOVARTIS AG ADR	111,100.29	108,860.00
34.	3,300	ORACLE CORP	43,092.40	80,949.00
35.	3,000	PEMBINA PIPELINE INC-TR UTS	44,022.62	49,920.00
36.	1,200	PEPSICO INC	65,735.00	72,960.00
37.	4,000	PORTLAND GENERAL ELECTRIC CO	108,688.10	81,640.00
38.	1,400	PROCTER & GAMBLE CO	72,743.94	84,882.00
39.	500	ROCHE HLDG LTD ADR	20,149.10	21,257.50
40.	2,300	SIMS METAL MANAGEMENT LTD SPONSORED ADR	48,673.75	44,850.00
41.	1,000	STATE STREET CORP	61,434.73	43,540.00
42.	1,000	3 M COMPANY	72,746.97	82,670.00
43.	2,815	TIMBERWEST FOREST CORP	35,778.65	11,570.78
44.	1,600	COVIDIEN PLC	66,154.23	76,624.00
45.	1,500	NOVOZYMES A/S B SHARES	50,062.42	155,580.00
46.	1,100	VESTAS WIND SYSTEMS AS DKK1 ORDS	16,072.62	66,979.00
		TOTAL COMMON STOCK	2,128,312.25	2,775,868.56
		MONEY FUNDS & SAVINGS		
		-----		
47.		FIFTH THIRD US TREASURY MONEY MARKET FUND	242,474.47	242,474.47
		TOTAL MONEY FUNDS & SAVINGS	242,474.47	242,474.47
		PRINCIPAL CASH	0.00	0.00
		TOTAL SCHEDULE C	3,118,927.34	3,828,578.53

ACCT # 1011477

CAROLINE BLANTON THAYER  
CHARITABLE TRUST  
BALANCE OF INCOME  
SCHEDULE F

BALANCE OF UNINVESTED INCOME

0.00  
-----

TOTAL SCHEDULE F

0.00

ACCOUNT # 1011477  
TAX ID # 04-6676539  
FROM 01/01/2009  
TO 12/31/2009

HEMENWAY & BARNES LLP  
TAX WORKSHEET FOR THE ACCOUNT OF  
CAROLINE BLANTON THAYER  
CHARITABLE TRUST

PAGE 28  
AS OF 04/27/2010  
RUN APR 27 2010

DISTRIBUTION =====	PRINCIPAL	INCOME	BOOK VALUE	REG
TAX PARTY UNKNOWN-0 -----				
CODE 38 FIDUCIARY CHARITABLE GRANTS -----				
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO DESTINATION CLEVELAND COUNTY, INC.		10,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO AMERICAN FRIENDS SERVICE COMMITTEE (UNRESTRICTED GIFT)		10,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO GEORGE AND IDA WOOD BLANTON ENDOWMENT		10,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO HAYMARKET PEOPLE'S FUND		10,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO HISTORIC HARRISVILLE, INCORPORATED		10,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO INTERNATIONAL COLLEGE		10,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO MEDECINS SAN FRONTIERS		10,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO OXFAM-AMERICA, INC. UNRESTRICTED GIFT		10,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO PEACE DEVELOPMENT FUND		10,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO PEACE DEVELOPMENT FUND (SOUTHERN REGION)		10,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO SMITH COLLEGE HELEN RAND THAYER SCHOLARSHIP		10,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO SOUTH SHORE CONSERVATORY OF MUSIC, INC.		10,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO ST. FRANCIS HOUSE		10,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO UNITARIAN UNIVERSALIST ASSOCIATION UNRESTRICTED		10,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO WESTFIELD ATHENAEUM WESTFIELD FAMILIES HISTORY MUSEUM		10,000.00-		

ACCOUNT # 1011477  
TAX ID # 04-6676539  
FROM 01/01/2009  
TO 12/31/2009

HEMENWAY & BARNES LLP  
TAX WORKSHEET FOR THE ACCOUNT OF  
CAROLINE BLANTON THAYER  
CHARITABLE TRUST

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AS OF 04/27/2010  
RUN APR 27 2010

DISTRIBUTION =====	PRINCIPAL	INCOME	BOOK VALUE	REG
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO COHASSET LIBRARY TRUST, INC.		10,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO GREATER BOSTON FOOD BANK		10,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO FOOD BANK OF WESTERN MASSACHUSETTS		10,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO BROAD RIVER GREENWAY		5,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO NEW ENGLAND HISTORICAL GENEALOGICAL SOCIETY		5,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO NEW ENGLAND WILD FLOWER PRESERVATION SOCIETY		5,000.00-		
12/21/2009 UNRESTRICTED GIFT				
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO TRANSFAIR USA		3,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO CENTRAL AMERICAN WOMEN'S FUND		3,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO GLOBAL FUND FOR WOMEN		3,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO COHASSET CENTRAL CEMETERY		1,000.00-		
12/21/2009 CHARITABLE GRANT DISTRIBUTION TO UNITED METHODIST AGENCY FOR THE RETARDED FOR THE UNAR HOLT HOME		1,000.00-		
* TOTAL CODE 38	0.00	206,000.00-	0.00	
** TOTAL FOR TAX PARTY UNKNOWN	0.00	206,000.00-	0.00 P 0.00 I	
*** TOTAL DISTRIBUTIONS TO BENEFICIARY	0.00	206,000.00-	0.00	
*** TOTAL BENEFICIARY DISTRIBUTIONS	0.00	206,000.00-	0.00	