



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 VIRGINIA WELLINGTON CABOT FOUNDATION  
CO CABOT-WELLINGTON LLC

A Employer identification number

04-6728351

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

Room/suite

70 FEDERAL STREET

7TH FL

B Telephone number (see page 10 of the instructions)

(617) 451-1744

City or town, state, and ZIP code

BOSTON, MA 02110

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) \$ 32,491,077.

J Accounting method

☐ Cash☐ Accrual☒ Other (specify)

MODIFIED CASH

(Part I, column (d) must be on cash basis)

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 ☐**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)

2 Check ☐ if the foundation is not required to  
attach Sch B.

3 Interest on savings and temporary cash investments

443.

443.

0.

ATCH 1

4 Dividends and interest from securities

222,699.

629,468.

0.

ATCH 2

5a Gross rents

b Net rental income or (loss)

-195,688.

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all  
assets on line 6a 3,749,545.

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns  
and allowances

b Less Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

27,454.

629,911.

0.

13 Compensation of officers, directors, trustees, etc.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach schedule) ATCH 3

33,100.

0.

0.

33,100.

c Other professional fees (attach schedule) \*

372,809.

68,429.

0.

304,380.

17 Interest

18 Taxes (attach schedule) (see page 14 of the instructions) \*

21,003.

12,197.

0.

0.

19 Depreciation (attach schedule) and depletion

20 Occupancy

21,187.

0.

0.

21,187.

21 Travel, conferences, and meetings

11,760.

0.

0.

11,760.

22 Printing and publications

4,731.

0.

0.

4,731.

23 Other expenses (attach schedule) ATCH 6

7,780.

328,426.

0.

7,508.

24 Total operating and administrative expenses.

Add lines 13 through 23

472,370.

409,052.

0.

382,666.

25 Contributions, gifts, grants paid

884,649.

884,649.

26 Total expenses and disbursements. Add lines 24 and 25

1,357,019.

409,052.

0.

1,267,315.

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements

-1,329,565.

b Net investment income (if negative, enter -0-)

220,859.

c Adjusted net income (if negative, enter -0-)

-00.

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. \* ATCH 4 JSA \*\* ATCH 5 Form 990-PF (2009)

9E1410 2 000 G7V01S 2912 11/8/2010 8:44:45 AM V 09-8.5

22410

614

22

<b>Part II Balance Sheets</b>		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
<b>Assets</b>	1	Cash - non-interest-bearing . . . . .		525,660.	84,600.	84,600.
	2	Savings and temporary cash investments . . . . .		75,877.	1,832,291.	1,832,291.
	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 ▶				
	8	Inventories for sale or use . . . . .				
	9	Prepaid expenses and deferred charges . . . . .				
	10 a	Investments - U.S. and state government obligations (attach schedule) **	3,441,778.	2,310,780.	2,310,780.	
	b	Investments - corporate stock (attach schedule) <u>ATCH 8</u>	1,359,382.	1,709,435.	1,709,435.	
	c	Investments - corporate bonds (attach schedule) . . . . .				
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans . . . . .				
	13	Investments - other (attach schedule) <u>ATCH 9</u>	21,001,656.	26,553,971.	26,553,971.	
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶ )					
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	26,404,353.	32,491,077.	32,491,077.		
<b>Liabilities</b>	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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .					
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>					
	24	Unrestricted . . . . .	26,404,353.	32,491,077.		
	25	Temporarily restricted . . . . .				
	26	Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input type="checkbox"/>					
	27	Capital stock, trust principal, or current funds . . . . .				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	26,404,353.	32,491,077.		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	26,404,353.	32,491,077.			

**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	26,404,353.
2	Enter amount from Part I, line 27a . . . . .	2	-1,329,565.
3	Other increases not included in line 2 (itemize) <u>ATTACHMENT 10</u> . . . . .	3	7,416,289.
4	Add lines 1, 2, and 3 . . . . .	4	32,491,077.
5	Decreases not included in line 2 (itemize) ▶ . . . . .	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	32,491,077.

\*\* ATCH 7

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.)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss) . . . . .			<b>2</b>	-3,586,091.	
<div style="display: flex; align-items: center;"> <div style="flex: 1;">           { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 } </div> </div>					
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)					
<div style="display: flex; align-items: center;"> <div style="flex: 1;">           { 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. . . . . } </div> </div>			<b>3</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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	2,052,203.	26,689,049.	0.076893
2007	1,716,108.	40,321,754.	0.042560
2006	1,870,240.	39,490,856.	0.047359
2005	1,846,977.	37,778,472.	0.048890
2004	1,737,071.	36,651,721.	0.047394
<b>2</b> Total of line 1, column (d) . . . . .			<b>2</b> 0.263096
<b>3</b> 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 . . . . .			<b>3</b> 0.052619
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .			<b>4</b> 30,223,986.
<b>5</b> Multiply line 4 by line 3 . . . . .			<b>5</b> 1,590,356.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			<b>6</b> 2,209.
<b>7</b> Add lines 5 and 6 . . . . .			<b>7</b> 1,592,565.
<b>8</b> Enter qualifying distributions from Part XII, line 4 . . . . .			<b>8</b> 1,267,315.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <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)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1 4,417.
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 4,417.
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 4,417.
6 Credits/Payments		
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 83,423.	
b Exempt foreign organizations-tax withheld at source	6b 0.	
c Tax paid with application for extension of time to file (Form 8868)	6c 0.	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d		7 83,423.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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 79,006.
11 Enter the amount of line 10 to be Credited to 2010 estimated tax 79,006. Refunded		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)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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) 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 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		X

Form 990-PF (2009)

**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 **CAB-WEL.ORG**

14 The books are in care of **JOAN WHELTON, EXEC. DIR.** Telephone no **617-451-1744**  
 Located at **70 FEDERAL STREET BOSTON, MA** ZIP + 4 **02110**

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

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? If "Yes," list the years	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
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

Form 990-PF (2009)

**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)? ☐ **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **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? ☐ **7b** X

**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
ATTACHMENT 11		0.	0.	0.

**2** Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

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

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATTACHMENT 12		403,085.
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.	

Form 990-PF (2009)



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	29,836,897.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	847,353.
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	0.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	30,684,250.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	30,684,250.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	460,264.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	30,223,986.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	1,511,199.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	1,511,199.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	4,417.
<b>b</b>	Income tax for 2009 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	4,417.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	1,506,782.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	1,506,782.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	1,506,782.

**Part XII Qualifying Distributions** (see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	1,267,315.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	0.
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	0.
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0.
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	1,267,315.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	1,267,315.

**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 . . . . .				1,506,782.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only . . . . .				
b Total for prior years 20 07, 20 06, 20 05 . . . . .				
3 Excess distributions carryover, if any, to 2009				
a From 2004 . . . . .				0.
b From 2005 . . . . .				0.
c From 2006 . . . . .				0.
d From 2007 . . . . .				0.
e From 2008 . . . . .				471,697.
f Total of lines 3a through e . . . . .	471,697.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 1,267,315.				
a Applied to 2008, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .				
d Applied to 2009 distributable amount . . . . .				1,267,315.
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) )	239,467.			239,467.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	232,230.			
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions . . . . .				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 . . . . .				
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) . . . . .				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	232,230.			
10 Analysis of line 9				
a Excess from 2005 . . . . .				
b Excess from 2006 . . . . .				
c Excess from 2007 . . . . .				
d Excess from 2008 . . . . .	232,230.			
e Excess from 2009 . . . . .				

**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 . . . . .

Tax year

Prior 3 years

(e) Total

(a) 2009

(b) 2008

(c) 2007

(d) 2006

**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) )

N/A

**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

ATTACHMENT 13

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

REFER TO WEBSITE WWW.CABWEL.COM

**c** Any submission deadlines

MARCH 1, OCTOBER 1

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

BY INVITATION ONLY PLEASE SEE WEBSITE FOR DETAILS

**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> Paid during the year				
ATTACHMENT 14				
<b>Total.</b> . . . . .			<b>3a</b>	884,649.
<b>b</b> Approved for future payment				
<b>Total.</b> . . . . .			<b>3b</b>	

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments . . . . .						
<b>3</b> Interest on savings and temporary cash investments				14	443.	
<b>4</b> Dividends and interest from securities . . . . .				14	222,699.	
<b>5</b> Net rental income or (loss) from real estate						
a Debt-financed property . . . . .						
b Not debt-financed property . . . . .						
<b>6</b> Net rental income or (loss) from personal property .						
<b>7</b> Other investment income . . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory				18	-195,688.	
<b>9</b> Net income or (loss) from special events . . . .						
<b>10</b> Gross profit or (loss) from sales of inventory . .						
<b>11</b> Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
<b>12</b> Subtotal. Add columns (b), (d), and (e) . . . .					27,454.	
<b>13</b> Total. Add line 12, columns (b), (d), and (e) . . . . .					27,454.	27,454.

(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

- |          |  | 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   | <b>1a(1)</b> | X  |
|          | (2) Other assets   | <b>1a(2)</b> | X  |
| <b>b</b> | Other transactions   |              |    |
|          | (1) Sales of assets to a noncharitable exempt organization   | <b>1b(1)</b> | X  |
|          | (2) Purchases of assets from a noncharitable exempt organization   | <b>1b(2)</b> | X  |
|          | (3) Rental of facilities, equipment, or other assets   | <b>1b(3)</b> | X  |
|          | (4) Reimbursement arrangements   | <b>1b(4)</b> | X  |
|          | (5) Loans or loan guarantees   | <b>1b(5)</b> | X  |
|          | (6) Performance of services or membership or fundraising solicitations   | <b>1b(6)</b> | X  |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | <b>1c</b>    | 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]

- 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

[illegible]

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

Signature of officer or trustee

Date 7

Title

**Sign Here**

Preparer's  
signature

*Harry A. Kalajian Jr*  
HARRY A. KALAJIAN, JR., CPA

Date

11/9/10

Check if self-employed ☐

Preparer's identifying  
number (See **Signature** on  
page 30 of the instructions)  
P00464296

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

WOLF & COMPANY, PC  
99 HIGH STREET, 21ST FLOOR  
BOSTON, MA

02110

FIN ► 04-2689883

Phone no 617-439-9700

Form **990-PF** (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 LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-3390403.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					51,932.	
450,000.		ARCHIPELAGO (LONG/SHORT HEDGE) FUND PROPERTY TYPE: SECURITIES 421,602.				P	11/30/2004	03/31/2009
		CITY OF LONDON EMF PROPERTY TYPE: SECURITIES				P	10/01/2007	08/07/2009
700,000.		1,067,545.					-367,545.	
100,000.		EII INTERNATIONAL PROPERTY FUND PROPERTY TYPE: SECURITIES 101,053.				P	08/31/2007	08/03/2009
		MATTHEWS PACIFIC TIGER FUND PROPERTY TYPE: SECURITIES 71,099.				P	10/02/2003	08/18/2009
		VANGUARD INT.-TERM US TREAS.FUND PROPERTY TYPE: SECURITIES 847,999.				P	12/07/2007	03/25/2009
899,965.							51,966.	
		VANGUARD INT.-TERM US TREAS.FUND PROPERTY TYPE: SECURITIES 7,892.				P	12/07/2007	04/15/2009
8,327.							435.	
		VANGUARD INT.-TERM US TREAS.FUND PROPERTY TYPE: SECURITIES 2,173,244.				P	04/03/2009	04/15/2009
2,191,638.							18,394.	
		BERNSTEIN INTERNATIONAL PROPERTY TYPE: SECURITIES 2,173,209.				P	08/31/2007	03/31/2009
2,173,209.								
		WELLINGTON DIH PROPERTY TYPE: SECURITIES 450,000.				P	08/31/2007	05/01/2009
450,000.								
		BROWN FORMAN CORP CI B PROPERTY TYPE: SECURITIES 4,254.				P	01/01/2000	01/22/2009
2,655.							-1,599.	
		BROWN FORMAN CORP CI B PROPERTY TYPE: SECURITIES				P	01/01/2000	02/17/2009

**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)	
2,141.		3,796.					-1,655.	
		HASBRO INC				P	01/01/2000	04/23/2009
		PROPERTY TYPE: SECURITIES						
680.		621.					59.	
		PERNOD RICARD RIGHTS				P	01/01/2000	04/24/2009
		PROPERTY TYPE: SECURITIES						
1,871.		2,876.					-1,005.	
		E W SCRIPPS CI A				P	01/01/2000	07/06/2009
		PROPERTY TYPE: SECURITIES						
497.		2,402.					-1,905.	
		ALTRIA GROUP INC				P	01/01/2000	08/17/2009
		PROPERTY TYPE: SECURITIES						
1,749.		2,313.					-564.	
		WELLS FARGO				P	01/01/2000	11/02/2009
		PROPERTY TYPE: SECURITIES						
2,722.		2,866.					-144.	
		PERNOD RICARD				P	01/01/2000	12/28/2009
		PROPERTY TYPE: SECURITIES						
43.		53.					-10.	
		CADBURY PLC				P	01/01/2000	12/29/2009
		PROPERTY TYPE: SECURITIES						
2,519.		2,812.					-293.	
TOTAL GAIN(LOSS) .....							<u>-3586091.</u>	



ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
INTEREST ON CASH & EQUIVELANTS	443.	443.	0.
TOTAL	<u>443.</u>	<u>443.</u>	<u>0.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
DIVIDEND & INTEREST INCOME	175,476.	175,476.	0.
THOMAS CABOT 1994 UNITRUST (HARVARD)	23,691.	23,691.	0.
VIRGINIA CABOT 1996 UNITRUST (MIT)	21,436.	21,436.	0.
PASS-THRU FROM INVESTMENT PARTNERSHIPS	0.	406,769.	0.
CGM DIVIDEND INCOME	2,096.	2,096.	0.
TOTAL	<u>222,699.</u>	<u>629,468.</u>	<u>0.</u>

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
WOLF & COMPANY	33,100.	0.	0.	33,100.
TOTALS	<u>33,100.</u>	<u>0.</u>	<u>0.</u>	<u>33,100.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
OFFICE ADMINISTRATION CABOT-WE	296,000.	0.	0.	296,000.
INVESTMENT MANAGEMENT FEES CAB	68,429.	68,429.	0.	0.
ADMINISTRATIVE FEES	8,380.	0.	0.	8,380.
TOTALS	<u>372,809.</u>	<u>68,429.</u>	<u>0.</u>	<u>304,380.</u>

ATTACHMENT 5FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FOREIGN TAX WITHHELD-PASS-THRU	0.	10,886.	0.	0.
FOREIGN TAX WITHHELD - BOOK	1,003.	1,003.	0.	0.
FOREIGN TAX W/H - FIDELITY	0.	308.	0.	0.
FEDERAL EXCISE TAX EXPENSE	20,000.	0.	0.	0.
TOTALS	<u>21,003.</u>	<u>12,197.</u>	<u>0.</u>	<u>0.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MASS FILING FEE	250.	0.	0.	250.
OTHER	7,216.	272.	0.	6,944.
POSTAGE	314.	0.	0.	314.
DEDUCTIONS AGAINST PORTFOLIO INCOME PASSTHROUGH ENTITIES				
CW VENTURE FUND I, LLC	0.	23,446.	0.	0.
CW VENTURE FUND II, LLC	0.	30,500.	0.	0.
CW VENTURE FUND III, LLC	0.	45,394.	0.	0.
CW REAL ESTATE FUND I LP	0.	19,098.	0.	0.
CW VENTURE FUND IV, LLC	0.	35,257.	0.	0.
CW REAL ESTATE FUND II	0.	866.	0.	0.
ADAGE CAPITAL	0.	57,068.	0.	0.
CW PRIVATE EQUITY FUND 2007	0.	47,711.	0.	0.
JK ASIAN INVESTMENT LP	0.	15,847.	0.	0.
COMMONFUND CAPITAL EQUITY	0.	10,551.	0.	0.
WTC-CTF DIVERSIFIED INFLATION	0.	6,176.	0.	0.
SANFORD BERSTEIN DEL TRUST	0.	389.	0.	0.
EATON VANCE SMALL CAP CORE	0.	5,222.	0.	0.
HIPPOCRATES PARTNERS QP, LP	0.	0.	0.	0.
SEIX CREDIT DISLOCATION	0.	4,895.	0.	0.
PARK STREET CAPITAL	0.	483.	0.	0.
SANDERSON INTERNATIONAL	0.	20,444.	0.	0.
WTC CTG STRATEGIC REAL ASSETS	0.	4,807.	0.	0.
TOTALS	7,780.	328,426.	0.	7,508.

THE VIRGINIA WELLINGTON CABOT FOUNDATION

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

04-6728351

ATTACHMENT 7

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
U.S. TREASURY & AGENCY BONDS	3,441,778.	2,310,780.	2,310,780.
US OBLIGATIONS TOTAL	3,441,778.	2,310,780.	2,310,780.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
COMMON STOCKS & MUTUAL FUNDS	1,359,382.	1,709,435.	1,709,435.
TOTALS	<u>1,359,382.</u>	<u>1,709,435.</u>	<u>1,709,435.</u>



## THE VIRGINIA WELLINGTON CABOT FOUNDATION

04-6728351

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 9

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CW VENTURE FUND I, LLC	415,246.	357,517.	357,517.
ASEIP ASIA FUND	351,843.	598,088.	598,088.
CW VENTURE FUND II, LLC	493,258.	468,337.	468,337.
CW VENTURE FUND III, LLC	910,563.	842,590.	842,590.
CW REAL ESTATE FUND I	514,753.	443,323.	443,323.
AEW VIF REIT, INC	322,411.	260,356.	260,356.
ARCHIPELAGO HOLDINGS, LTD.	2,143,282.	2,369,997.	2,369,997.
CW VENTURE FUND IV	406,630.	497,800.	497,800.
NYES LEDGE CAPITAL OFFS	676,740.	798,998.	798,998.
CW REAL ESTATE FUND II	350,725.	285,742.	285,742.
CW REAL ESTATE FUND III	0.	25,113.	25,113.
COMMONFUND	71,975.	167,060.	167,060.
WELLINGTON TRUST	1,875,992.	2,027,758.	2,027,758.
BERNSTEIN	2,531,009.	0.	0.
CAMCAP	524,754.	878,949.	878,949.
EII	476,584.	616,463.	616,463.
CITY OF LONDON EMF	1,427,403.	1,751,669.	1,751,669.
NYES LEDGE HORIZON	406,292.	496,135.	496,135.
CW PRIVATE EQUITY 2007	135,939.	421,836.	421,836.
CW HEDGE FUND II	2,838,962.	3,447,491.	3,447,491.
HIPPOCRATES PARTNER	276,859.	333,873.	333,873.
CGM FUNDS	257,000.	283,483.	283,483.
EATON VANCE SMALL CAP	404,115.	582,433.	582,433.
GARDNER RUSSO	708,598.	890,726.	890,726.
ADAGE CAPITAL PARTNER	2,480,723.	3,552,758.	3,552,758.
SANDERSON	0.	2,980,159.	2,980,159.
PARK STREET	0.	32,020.	32,020.
SEIX CREDIT DISLOCATION	0.	1,143,297.	1,143,297.
<b>TOTALS</b>	<u>21,001,656.</u>	<u>26,553,971.</u>	<u>26,553,971.</u>

ATTACHMENT 10FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

NET CHANGE IN UNREALIZED GAINS/(LOSSES) 7,416,289.

TOTAL 7,416,289.

THE VIRGINIA WELLINGTON CABOT FOUNDATION

04-6728351

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

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
HELEN CABOT C/O CABOT WELLINGTON, LLC 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.
EMLEN CABOT C/O CABOT WELLINGTON, LLC 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.
AMANDA CABOT C/O CABOT WELLINGTON, LLC 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	CHAIRPERSON 1.00	0.	0.	0.
JAMES CABOT C/O CABOT WELLINGTON, LLC 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.

ATTACHMENT 11

THE VIRGINIA WELLINGTON CABOT FOUNDATION

04-6728351

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

ATTACHMENT 11 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
MICHAEL FITZGERALD C/O CABOT WELLINGTON, LLC 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.
KIERAN FITZGERALD C/O CABOT-WELLINGTON, LLC 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.
LOUIS W CABOT C/O CABOT WELLINGTON, LLC 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	SECRETARY 1.00	0.	0.	0.
DR EDMUND B CABOT C/O CABOT WELLINGTON, LLC 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TREASURER 1.00	0.	0.	0.

THE VIRGINIA WELLINGTON CABOT FOUNDATION

04-6728351

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

ATTACHMENT 11 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DIANE SCANLON C/O CABOT-WELLINGTON LLC 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.
JEREMY BLACK C/O CABOT-WELLINGTON, LLC 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.
VIRGINIA CABOT C/O CABOT-WELLINGTON, LLC 70 FEDERAL STREET 7TH FL BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
CABOT-WELLINGTON, LLC 70 FEDERAL STREET BOSTON, MA 02110	ADMINISTRATIVE	296,000.
CABOT-WELLINGTON, LLC 70 FEDERAL STREET BOSTON, MA 02110	INVESTMENT SERVICES	68,429.
GRANTS MANAGEMENT 11654 PLAZA AMERICA DR. #609 RESTON, VA 20190-4700	CONSULTANT	5,556.
WOLF AND COMPANY 99 HIGH STREET BOSTON, MA 02110	AUDIT AND TAX	33,100.
TOTAL COMPENSATION		<u>403,085.</u>

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

JOAN WHELTON CABOT-WELLINGTON  
70 FEDERAL STREET  
BOSTON, MA 02110  
617-451-1744

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE SCHEDULE ATTACHED ON FILE - AVAILABLE UPON REQUEST	NO RELATIONSHIP 501 (C) (3)	EXEMPT PURPOSE	884,649
TOTAL CONTRIBUTIONS PAID			884,649

ATTACHMENT 14



The Virginia Wellington Cabot Charitable Foundation, Inc

Donations made for the year ended 12/31/2009

Date	Description	Amount
1/8/09	Green Light Fund	1,000 00
1/8/09	MLTPA Foundation	8,750 00
1/14/09	Fort Lewis College	500 00
1/14/09	S E A Education Association	5,000 00
1/14/09	Natural Resource Defense	500 00
1/14/09	Powers Music School	2,000 00
1/16/09	Heifer International	1,000 00
1/16/09	Zamorano	1,000 00
1/27/09	University of Notre Dame	500 00
1/27/09	CSR Charitable Foundation	500 00
1/27/09	American Near East Refugee Aid	2,000 00
1/27/09	Family Tree Access Center	500 00
1/27/09	Doctors Without Borders	1,000 00
1/27/09	World Wildlife Fund	500 00
1/27/09	EcoLogic	5,000 00
1/27/09	American Educational Trust	500 00
1/27/09	Shelburne Farms -	1,000 00
2/5/09	Help for Abused Women and Children	500 00
2/5/09	MLTPA Foundation	10,000 00
2/9/09	Chesapeake Bay Foundation	1,000 00
2/10/09	International Rescue Committee	500 00
2/11/09	American Near East Refugee Aid	1,000 00
2/12/09	Natural Resource Defense	500 00
2/18/09	Fathers & Families	500 00
2/24/09	Oxfam America	1,000 00
2/24/09	Outdoor Explorations	1,000 00
3/3/09	Island Institute	6,500 00
3/3/09	WNYC Radio	500 00
3/13/09	Maine Coast Heritage Trust	500 00
3/13/09	FINCA - Peter Kjellerup	1,000 00
3/13/09	Global Fund For Women	1,000 00
3/24/09	Water is Life	5,000 00
3/24/09	Franklin and Marshall College	500 00
4/1/09	Boston Lyric Opera	3,500 00
6/3/09	Chesapeake Bay Foundation	10,000 00
6/10/09	Brookwood School	1,500 00
6/23/09	Ringling College of Art & Desi	10,000 00
6/30/09	Res Public (US) Inc	750 00
7/2/09	The Waring School	500 00
7/6/09	Greenwich Academy	1,920 00
7/6/09	Greenwich Academy	1,500 00
7/14/09	University of Vermont	2,474 00
7/31/09	Culebra Range Community	500 00
8/4/09	Camp Dreamcatcher	2,500 00
9/4/09	Pingree School/Prep@Pingree	5,000 00
9/11/09	Outdoor Explorations	1,000 00
9/11/09	South Whidbey Good Cheer	1,000 00
10/2/09	Outward Bound, Inc	1,500 00
10/2/09	Indian Law Resource Center	500 00
10/2/09	Noble and Greenough School	5,000 00
10/22/09	Huntington Theatre	5,000 00
11/3/09	New York Rescue Workers	8,000 00
11/3/09	New York Open Center	525 00
11/20/09	Rosarian Academy	1,000 00
11/20/09	Rodman Ride for Kids, Inc	2,500 00
11/23/09	Fort Lewis College	1,000 00

The Virginia Wellington Cabot Charitable Foundation, Inc.

Donations made for the year ended 12/31/2009

Date	Description	Amount
12/16/09	Gateway Crafts, VinFen Corp	1,000 00
12/23/09	EcoLogic	5,000 00
12/23/09	EcoLogic -	10,000 00
12/23/09	Cantemus	730 00
12/28/09	Heifer International	1,500 00
12/31/09	Healing Abuse Working Working for Change	1,500 00
12/31/09	Shelburne Farms	1,000 00
5/6/09	Alamos Wildlands Alliance	5,000 00
5/6/09	Brookwood School	10,000 00
5/6/09	Camp Ondessonk	10,000 00
5/6/09	Cape Cod Academy	5,000 00
5/6/09	Cape Cod Lighthouse	5,000 00
5/6/09	Forge Alliance	10,000 00
5/6/09	The Giraffe Project	5,000 00
5/6/09	Hurricane Island Foundation	5,000 00
5/6/09	The Kind Foundation	2,500 00
5/6/09	Rosarian Academy	6,000 00
5/6/09	St Michael's College	5,000 00
5/7/09	Science Club for Girls	5,000 00
5/7/09	Visiting Nurse Service	10,000 00
5/7/09	Wild Care, Inc	10,000 00
5/8/09	The Raymond F Kravis Center	10,000 00
5/8/09	University of Toledo - Peace Education program,	6,000 00
5/11/09	Society of the Muse of	10,000 00
11/18/09	Brackett Foundation	10,000 00
11/18/09	Farnsworth Art Museum	10,000 00
11/18/09	Foundation for Excellence in Louisiana Broadcasting	10,000 00
11/18/09	Friends of Arts Street	10,000 00
11/18/09	Healing Abuse Working Working for Change	10,000 00
11/18/09	International Center for	5,000 00
11/18/09	Island Readers & Writers	2,500 00
11/18/09	Key Chorale, Inc	2,500 00
11/18/09	Maine Island Trail Association	5,000 00
11/18/09	Maine Island Trail Association	10,000 00
11/18/09	The Power of Hope	5,000 00
11/18/09	Powers Music School	10,000 00
11/18/09	S E A Education Association	10,000 00
11/18/09	SpiritHorse Therapeutic	10,000 00
11/18/09	Swan's Island Educational Society	10,000 00
11/18/09	Swan's Island Educational Society	10,000 00
11/18/09	National Film Preserve	10,000 00
11/18/09	White Earth Land	5,000 00
11/23/09	Tides Foundation - Imbali	10,000 00
5/8/09	EcoLogic	12,500 00
5/8/09	Foundation for Self-Sufficienc	15,000 00
5/8/09	Gateway Crafts, VinFen Corp	16,000 00
5/8/09	Island Institute	20,000 00
5/8/09	North Branch School	10,000 00
5/8/09	Peace Games	13,500 00
5/8/09	Pingree School/Prep@Pingree	7,500 00
5/8/09	REACH Prep	13,500 00
5/8/09	Ringling College of Art & Design	7,500 00
5/8/09	Vermont Law School	19,000 00
5/8/09	The Nature Conservancy	18,000 00
5/8/09	Res Public (US) Inc	13,500 00
5/8/09	Wellspring HUse	15,000 00

The Virginia Wellington Cabot Charitable Foundation, Inc

Donations made for the year ended 12/31/2009

Date	Description	Amount
5/8/09	Tides Foundation - Hunger and Poverty Reduction Foundation	15,000 00
5/11/09	Family Nurturing Center of Massachusetts	20,000 00
5/12/09	SEEDS Project - Partnership for Youth Empowerment	12,000 00
5/12/09	Innovations for Poverty Action - DeWorm the World	15,000 00
11/19/09	Rising Tide Capital	25,000 00
11/19/09	Chesapeake Bay Foundation	18,000 00
11/19/09	Boys & Girls Club of Carbondal	10,000 00
11/19/09	Brookings Institution	25,000 00
11/19/09	Thompson Island Outward Bound	20,000 00
11/19/09	American Academy of Arts	20,000 00
11/19/09	One America	18,000 00
11/19/09	Boston Arts Academy	15,000 00
11/19/09	Movimiento	8,500 00
11/19/09	Boston Lyric Opera	15,000 00
11/19/09	Ka Aha Hui Na Auao	10,000 00
11/19/09	Handel & Haydn Society	22,500 00
12/16/09	Ka Aha Hui Na Auao	5,000 00
12/23/09	Brookwood School	5,000 00
		884,649 00

	Fair Value	
	2009	2008
<b>Investments at fair value by quoted market value:</b>		
Common stocks and mutual funds	\$ 2,600,160	\$ 2,067,982
U.S. Government Agencies	2,310,780	3,441,778
	<u>4,910,940</u>	<u>5,509,760</u>

-

-

	Fair Value	
	2009	2008
<b>Investments in alternative investments at estimated fair values:</b>		
Investment in CW Venture Fund I, LLC	357,517	415,246
Investment in CW Venture Fund II, LLC	468,337	493,258
Investment in CW Venture Fund III, LLC	842,590	910,563
Investment in CW Venture Fund IV, LLC	497,800	406,630
Investment in CW Real Estate Fund I, LLC	443,323	514,753
Investment in CW Real Estate Fund II, LLC	285,742	350,725
Investment in CW Real Estate Fund III, LLC	25,113	-
Investment in CW Private Equity 2007 Fund, LLC	421,836	135,939
Investment in CW Hedge 2 Feeder Ltd.	3,447,491	2,838,962
Investment in Adage Capital Partners, LP	3,552,758	2,480,723
Investment in AEW VIF REIT, Inc.	260,356	322,411
Investment in Archipelago Holdings, Ltd.	2,369,997	2,143,282
Investment in Asian Select Equity Investment Partnership, L.P.	598,088	351,843
Investment in Bernstein International Value - Developed Markets	-	2,531,009
Investment in CamCap Resources Offshore Fund, Ltd.	878,949	524,754
Investment in CGM Focus Fund	283,483	257,000
Investment in The Investable Emerging Markets Country Fund	1,751,669	1,427,403
Investment in Commonfund Capital Private Equity Partners VII, L.P.	167,060	71,975
Investment in Eaton Vance Small Cap Core Fund, LLC	582,433	404,115
Investment in E.I.I. International Property Fund	616,463	476,584
Investment in Hippocrates Partners QP, LP	333,873	276,859
Investment in Nyes Ledge Capital Horizon Fund, Ltd	496,135	406,292
Investment in Nyes Ledge Capital Offshore Fund, Ltd.	798,998	676,740
Investment in Park Street National Resources Fund	32,020	-
Investment in Sanderson International Value Fund	2,980,159	-
Investment in Seix Credit Dislocation Fund	1,143,297	-
Investment in Wellington CTF Diversified Inflation Hedges Portfolio	2,027,758	1,875,990
	<u>25,663,245</u>	<u>20,293,056</u>
Total investments	<u>\$ 30,574,185</u>	<u>\$ 25,802,816</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 VIRGINIA WELLINGTON CABOT FOUNDATION  
CO CABOT-WELLINGTON LLC**

Employer identification number  
**04-6728351**

**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)
<b>1a</b>					

**b** Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b **1b** 18,394.

**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** 18,394.

**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)
<b>6a</b>					

**b** Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b **6b** -266,014.

**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** -3,390,403.

**9** Capital gain distributions **9** 51,932.

**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** -3,604,485.

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

Schedule D (Form 1041) 2009

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>13</b>	<b>Net short-term gain or (loss)</b> . . . . .	<b>13</b>		18,394.
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year . . . . .	<b>14a</b>		-3,604,485.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh) . . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss).</b> Combine lines 13 and 14a . . . . .	<b>15</b>		-3,586,091.

**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**

<b>16</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the <b>smaller</b> of	<b>16</b>	( 3,000 )
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.

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

Schedule D (Form 1041) 2009

**Continuation Sheet for Schedule D  
(Form 1041)**

OMB No 1545-0092

2009

► See instructions for Schedule D (Form 1041).

**► Attach to Schedule D to list additional transactions for lines 1a and 6a.**

Name of estate or trust

Employer identification number

THE VIRGINIA WELLINGTON CABOT FOUNDATION

04-6728351

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**[illegible]

<b>1b Total.</b> Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .	18,394.
---	---------

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

Schedule D-1 (Form 1041) 2009



Employer identification number

(a) Description of property (Example 100 sh 7% preferred of "Z" Co )	(b) Date acquired (mo. , day, yr )	(c) Date sold (mo. , day, yr )	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>6a</b> ARCHIPELAGO (LONG/SHORT HEDGE) FUND	11/30/2004	03/31/2009	450,000.	421,602.	28,398.
CITY OF LONDON EMF	10/01/2007	08/07/2009	700,000.	1,067,545.	-367,545.
EII INTERNATIONAL PROPERTY FUND	08/31/2007	08/03/2009	100,000.	101,053.	-1,053.
MATTHEWS PACIFIC TIGER FUND	10/02/2003	08/18/2009	100,000.	71,099.	28,901.
VANGUARD INT.-TERM US TREAS.FUND	12/07/2007	03/25/2009	899,965.	847,999.	51,966.
VANGUARD INT.-TERM US TREAS.FUND	12/07/2007	04/15/2009	8,327.	7,892.	435.
BERNSTEIN INTERNATIONAL	08/31/2007	03/31/2009	2,173,209.	2,173,209.	
WELLINGTON DIH	08/31/2007	05/01/2009	450,000.	450,000.	
BROWN FORMAN CORP CI B	01/01/2000	01/22/2009	2,655.	4,254.	-1,599.
BROWN FORMAN CORP CI B	01/01/2000	02/17/2009	2,141.	3,796.	-1,655.
HASBRO INC	01/01/2000	04/23/2009	680.	621.	59.
PERNOD RICARD RIGHTS	01/01/2000	04/24/2009	1,871.	2,876.	-1,005.
E W SCRIPPS CI A	01/01/2000	07/06/2009	497.	2,402.	-1,905.
ALTRIA GROUP INC	01/01/2000	08/17/2009	1,749.	2,313.	-564.
WELLS FARGO	01/01/2000	11/02/2009	2,722.	2,866.	-144.
PERNOD RICARD	01/01/2000	12/28/2009	43.	53.	-10.
CADBURY PLC	01/01/2000	12/29/2009	2,519.	2,812.	-293.
<b>6b Total.</b> Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . .					-266,014.

Schedule D-1 (Form 1041) 2009

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

**Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).**

Type or print  File by the extended due date for filing the return. See instructions	Name of Exempt Organization THE VIRGINIA WELLINGTON CABOT CO CABOT-WELLINGTON LLC	Employer identification number 04-6728351
	Number, street, and room or suite no. If a P.O. box, see instructions 70 FEDERAL STREET	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BOSTON, MA 02110	

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

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

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

• The books are in the care of **▶** JOAN WHELTON, EXEC. DIR.

Telephone No **▶** 617 451-1744 FAX No **▶** 617 451-1733

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 11/15/2010

5 For calendar year 2009, or other tax year beginning , and ending

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

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO GATHER THE INFORMATION NECESSARY TO COMPLETE AN ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a \$	75,702.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$	83,423.
c <b>Balance Due.</b> Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	

**Signature and Verification**

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

Signature **▶** *Harry A. Kalajian Jr* Title **▶** TAX MANAGER Date **▶** 08/12/2010

WOLF & COMPANY, PC  
99 HIGH STREET, 21ST FLOOR  
BOSTON, MA 02110

Form 8868 (Rev 4-2009)

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

OMB No 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
  - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

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

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

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

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

Type or print  File by the due date for filing your return. See instructions	Name of Exempt Organization	THE VIRGINIA WELLINGTON CABOT FOUNDAT CO CABOT-WELLINGTON LLC	Employer identification number	04-6728351
	Number, street, and room or suite no. If a P.O. box, see instructions 70 FEDERAL STREET			
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BOSTON, MA 02110			

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

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

- The books are in the care of ► JOAN WHELTON, EXEC. DIR.

Telephone No ► 617 451-1744FAX No ► 617 451-1733

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2010 to file the exempt organization return for the organization named above. The extension is for the organization's return for

- ☒ calendar year 2009 or  
 ► ☐ tax year beginning \_\_\_\_\_, \_\_\_\_\_, and ending \_\_\_\_\_, \_\_\_\_\_

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ 75,702.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$ 83,423.
c <b>Balance Due.</b> Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 4-2009)

#4709177