Form **990-PF**

Department of the Treasury
Internal Revenue Service (77)

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

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

OMB No 1545-0052

2009

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: The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust

Number and street (or P O box number if mail is not delivered to street address): c/o Foundation Source, 501 Silverside Road — Room/suite: 123

City or town, state, and ZIP code: Wilmington DE 19809-1377

A Employer identification number 05-6141146

B Telephone number (see page 10 of the instructions) (800) 839-1754

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)* ▶ $ 4,057,395

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	1,491,296			
	2 Check ▶☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	16,013	16,013		
	4 Dividends and interest from securities	79,849	79,849		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	-298,419			
	b Gross sales price for all assets on line 6a 4,104,863				
	7 Capital gain net income (from Part IV, line 2)		347,445		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	2,486			
	12 **Total.** Add lines 1 through 11	1,291,225	443,307		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	22,765	22,765		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	305	5		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	14,820	157		14,663
	24 **Total operating and administrative expenses.** Add lines 13 through 23	37,890	22,927		14,663
	25 Contributions, gifts, grants paid	736,000			736,000
	26 **Total expenses and disbursements** Add lines 24 and 25	773,890	22,927		750,663
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	517,335			
	b **Net investment income** (if negative, enter -0-)		420,380		
	c **Adjusted net income** (if negative, enter -0-)				

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	169,723	246,758	246,758
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶	1,818		
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U S and state government obligations (attach schedule)	749,308	739,794	747,492
	b	Investments—corporate stock (attach schedule)	2,075,368	2,515,405	2,587,728
	c	Investments—corporate bonds (attach schedule)	440,176	451,771	475,417
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,436,393	3,953,728	4,057,395
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	3,436,393	3,953,728	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	3,436,393	3,953,728	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,436,393	3,953,728	

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	3,436,393
2	Enter amount from Part I, line 27a	2	517,335
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	3,953,728
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,953,728

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	Publicly-traded Securities	P	Various	Various
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	4,104,863		3,757,418	347,445
b				
c				
d				
e				

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	347,445
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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	729,526	2,813,453	0 259299
2007	545,957	2,233,559	0 244434
2006	209,527	1,630,788	0 128482
2005	224,521	1,184,013	0 189627
2004	36,527	702,466	0 051998

2 **Total** of line 1, column (d)	2	0 873840
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 174768
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,238,684
5 Multiply line 4 by line 3	5	566,018
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,204
7 Add lines 5 and 6	7	570,222
8 Enter qualifying distributions from Part XII, line 4	8	750,663

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)

1 a Exempt operating foundations descnbed in section 4940(d)(2), check here ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b		1	4,204
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	4,204
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	4,204
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 900		
b Exempt foreign organizations—tax withheld at source	6b		
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	900
8 Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached		8	0
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	3,304
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	0
11 Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 0 **Refunded** ▶		11	0

Part VII-A Statements Regarding Activities

		Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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)?	1b		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?	1c		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.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4 a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5	X	
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ NJ			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		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 ▶

14 The books are in care of ▶ c/o Foundation Source Telephone no. ▶ (800) 839-1754
Located at ▶ 501 Silverside Road, Suite 123, Wilmington, DE ZIP+4 ▶ 19809-1377

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

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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 ▶ 20______, 20______, 20______, 20______	☐ Yes ☒ 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	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20______, 20______, 20______, 20______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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	N/A	
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

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** N/A

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** No: 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** N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHMENT				

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

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

Total number of other employees paid over $50,000 ▶

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	2,840,071
b	Average of monthly cash balances		1b	447,933
c	Fair market value of all other assets (see page 24 of the instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	3,288,004
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e		
2	Acquisition indebtedness applicable to line 1 assets		2	
3	Subtract line 2 from line 1d		3	3,288,004
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)		4	49,320
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	3,238,684
6	**Minimum investment return.** Enter 5% of line 5		6	161,934

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	161,934
2a	Tax on investment income for 2009 from Part VI, line 5	2a	4,204		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	4,204
3	Distributable amount before adjustments Subtract line 2c from line 1			3	157,730
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	157,730
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	157,730

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	750,663
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	0
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	750,663
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	4,204
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	746,459

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					157,730
2 Undistributed income, if any, as of the end of 2009.					
a Enter amount for 2008 only				0	
b Total for prior years 20____, 20____, 20___			0		
3 Excess distributions carryover, if any, to 2009					
a From 2004	6,397				
b From 2005	171,314				
c From 2006	134,602				
d From 2007	443,883				
e From 2008	590,031				
f **Total** of lines 3a through e		1,346,227			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 750,663					
a Applied to 2008, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)					
d Applied to 2009 distributable amount					157,730
e Remaining amount distributed out of corpus		592,933			
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		1,939,160			
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					
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions			0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				0	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					0
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)		6,397			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		1,932,763			
10 Analysis of line 9					
a Excess from 2005	171,314				
b Excess from 2006	134,602				
c Excess from 2007	443,883				
d Excess from 2008	590,031				
e Excess from 2009	592,933				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **N/A**

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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))

Sarah Mac Mahon Thomas P Mac Mahon

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

NONE

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

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE ATTACHMENT				
Total			▶ **3a**	736,000
b *Approved for future payment* NONE				
Total			▶ **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	16,013	
4 Dividends and interest from securities			14	79,849	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-298,419	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a Tax Refund			01	2,486	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		-200,071	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . 13 -200,071

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

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

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

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

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

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
1		NONE	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

Sign Here

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

Thomas Mac Mahon 4/26/010 Trustee

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature: Jeffrey D. Haskell	Date: 04/21/2010	Check if self-employed ☐	Preparer's identifying number (see **Signature** on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code: FOUNDATION SOURCE, 55 WALLS DRIVE, FAIRFIELD, CT 06824		EIN	Phone no (800) 839-1754

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	**Schedule of Contributors** ▶ **Attach to Form 990, 990-EZ, or 990-PF.**	OMB No 1545-0047 **2009**

Name of the organization	Employer identification number
The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust	05 6141146

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33⅓% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ....

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust	05 6141146

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Mac Mahon, Thomas P. c/o Labcorp, Raritan, NJ 08869	$ 1,491,296.00	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust	05 : 6141146

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	AngloGold LTD (AU), 2942 sh.	$ 118,033.04	09/24/2009
1	Barrick Gold Corp Com (ABX), 3638 sh.	$ 133,641.93	09/24/2009
1	CHINA LIFE INS CO SP ADR (LFC), 1939 sh.	$ 128,768.99	09/24/2009
1	Genworth Financial Inc Cl A (GNW), 13560 sh.	$ 168,618.60	09/24/2009
1	HARTFORD FINANCIALSERVICES GROUP (HIG), 5906 sh.	$ 156,036.52	09/24/2009
1	ISHARES MSCI-SOUTH KOREA (EWY), 2627 sh.	$ 123,232.57	09/24/2009

Name of organization	Employer identification number
The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust	05 6141146

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	ISHARES MSCI SAFRICA (EZA), 1927 sh.	$ 105,570.70	09/24/2009
1	ISHARES TR FTSE XINHAU HK CHINA 25 (FXI), 3505 sh.	$ 145,124.53	09/24/2009
1	Motorola Inc. (MOT), 21979 sh.	$ 184,184.02	09/24/2009
1	Union Pacific (UNP), 1002 sh.	$ 60,826.41	09/24/2009
1	Viacom Inc Class A (VIA), 5838 sh.	$ 167,258.70	09/24/2009
		$	

The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust
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Form 990-PF, Part I, Line 11 – Other Income

Asset Description	Line 11 - Column (a) Revenue and Expenses Per Books	Line 11 - Column (b) Net Investment Income
FEDERAL TAX REFUND	$2,486 00	$0 00
TOTAL OTHER INCOME	**$2,486.00**	**$0.00**

The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust
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Taxable Year Ending December 31, 2009

Form 990-PF, Part I, Line 16c – Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
INVESTMENT MANAGEMENT FEE REVERSAL	($2,558)	($2,558)	-	$0
INVESTMENT MANAGEMENT SERVICES	$25,323	$25,323	-	$0
TOTAL:	**$22,765**	**$22,765**	-	**$0**

The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust
EIN: 05-6141146
Taxable Year Ending December 31, 2009

Form 990-PF, Part I, Line 18 – Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
ESTIMATED TAX FOR 2009	$300	$0	-	$0
FOREIGN TAX PAID	$5	$5	-	$0
TOTAL:	**$305**	**$5**	-	**$0**

The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust
EIN: 05-6141146
Taxable Year Ending December 31, 2009

Form 990-PF, Part I, Line 23 – Other expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
ADMINISTRATIVE FEES	$14,663	$0	-	$14,663
BANK CHARGE	$158	$158	-	$0
FEE REVERSAL BANK CHARGE	($1)	($1)	-	$0
TOTAL:	**$14,820**	**$157**	-	**$14,663**

The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust
EIN: 05-6141146
Taxable Year Ending December 31, 2009

Form 990-PF, Part II, Line 10a - Columns (b) & (c) – U.S. and State Government Obligations

Shares	Description/Symbol/CUSIP Number	Line 10a - Column (b) Book Value	Line 10a - Column (c) Fair Market Value
133000	FNMA - 4 625% - 10/15/2013 (31359MTG8)	$135,550 13	$144,138 75
119000	FREDDIE MAC 2 125% 3/23/12 (3137EABY4)	$120,678 61	$120,913 52
134000	US T NOTE - 4 375% - 08/15/2012 (912828AJ9)	$141,290.47	$144,175 96
45000	US T NOTE - 4 250% - 08/15/2015 (912828EE6)	$48,218 94	$48,178 35
57000	US T NOTES - 4 625% - 08/31/2011 (912828FS4)	$60,183 69	$60,437 67
33000	US T NTS - 4 625% - 11/15/2016 (912828FY1)	$34,043 68	$35,704 35
103000	US T NOTE - 4 500% - 11/30/2011 (912828GA2)	$113,412 98	$109,646 59
83000	US T NTS - 4 500% - 05/15/2010 (912828GR5)	$86,415 00	$84,297 29
	TOTAL	**$739,794**	**$747,492**

The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust
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Taxable Year Ending December 31, 2009

Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

Shares	Description/Symbol	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
2298	ALCOA INC (AA)	$28,120 37	$37,043 76
141	APPLE INC (AAPL)	$26,050 00	$29,713 21
543	ABBOTT LABS (ABT)	$26,818 26	$29,316 57
23	COMP DE BEBA AM ADS (ABV)	$2,191 67	$2,325 07
396	BARRICK GOLD CORP COM (ABX)	$14,533 63	$15,594 48
392	ARCH COAL INC (ACI)	$5,670 51	$8,722 00
796	ADOBE SYSTEMS, INC. (ADBE)	$25,801 25	$29,276 88
606	AMEREN CORPORATION (AEE)	$15,294 97	$16,937 70
491	AEGON N V ORD AMER REG (AEG)	$3,623 60	$3,147 31
894	AMERICAN ELECTRIC POWER INC (AEP)	$27,526 29	$31,102 26
346	AGCO CP (AGCO)	$7,711 00	$11,189 64
62	ALAMO GP INC (ALG)	$879 52	$1,063 30
1389	ALCATEL LUCENT (ALU)	$12,589 47	$4,611 48
682	AMERICA MOVIL SA (AMX)	$29,363 31	$32,040 36
94	AON CORP (AON)	$3,589 11	$3,603 96
281	ANGLOGOLD LTD (AU)	$10,658 64	$11,290 58
167	AU OPTRONICS CORP (AUO)	$1,737 57	$2,002 33
321	ALUMINA LTD ADS (AWC)	$7,080 74	$2,102 55
273	AXIS CAPITAL HOLDINGS LTD (AXS)	$8,161 61	$7,755 93
337	BANRO CORPORATION (BAA)	$2,680 28	$657 15
1653	BANK OF AMERICA CORP (BAC)	$26,296 21	$24,894 18
23	CREDICORP LTD (BAP)	$1,781 58	$1,771 46
511	BAXTER INTERNATIONAL INC (BAX)	$28,455 62	$29,985 48
70	BANCO BRADESCO S A SPONS ADR NEW (BBD)	$1,496 60	$1,530 90
4	BAIDU COM - ADR (BIDU)	$1,656 88	$1,644 92
122	BJ'S WHLSL CLUB INC (BJ)	$4,074 70	$3,990 62
395	BJ SERVICES CO (BJS)	$5,275 26	$7,347 00
1043	BANK NEW YORK MELLON CORP COM (BK)	$29,431 65	$29,172 71

The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust
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Taxable Year Ending December 31, 2009

Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

Shares	Description/Symbol	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
181	BP P L C SPONSORED ADR (BP)	$11,139 94	$10,492 57
59	BRASIL TELECOM PARTICIPACOES S A SPON (BTM)	$1,847 59	$1,718 67
36	BRAZIL TELECOM SP ADR (BTM-C)	$599 96	$575 64
181	PEABODY ENERGY CORP (BTU)	$5,458 27	$8,183 01
401	CENTRAIS ELEC BRAS S/AR (CAIFY PK)	$6,214 82	$8,457.09
413	CAMECO CORPORATION (CCJ)	$9,631 14	$13,286 21
21	CNOOC LTD ADS (CEO)	$3,336 90	$3,264 45
182	GLOBAL X FDS GLOBAL X CHINA INDUSTRIALS ETF (CHII)	$2,977 71	$2,815 54
269	GLOBAL X CHINA FINANCIALS ETF COMMON STOCK (CHIX)	$4,010 78	$3,843.61
176	CHESAPEAKE ENERGY CORPORATION (CHK)	$3,947 93	$4,554 88
46	CHINA MOBILE HGK LTD (CHL)	$2,310 46	$2,135 78
78	CHUNGHWA TELECOM CO LTD SPONSORED ADR NEW (CHT)	$1,398 35	$1,448 46
152	CHINA UNICOM (HONG KONG) LTD (CHU)	$2,052 89	$1,992 72
160	COMPANHIA ENERG DE ADR (CIG)	$2,655 76	$2,889 60
121	CNA FINANCIAL CORPORATION (CNA)	$1,449 63	$2,904 00
38	CONSOL ENERGY INC (CNX)	$939 70	$1,892 40
534	CONOCOPHILLIPS (COP)	$24,432 21	$27,271 38
637	COVIDIEN LTD (COV)	$26,816 39	$30,505.93
61	CANADIAN PACIFIC RAILWAY LTD (CP)	$2,240 19	$3,294 00
960	CARREFOUR S A (CRERY PK)	$8,625.63	$9,100 80
154	CRESUD S A C I F Y A - AMERICAN DEPOSITARY SHARE (CRESY PK)	$1,443 76	$2,225 19
1756	CISCO SYSTEMS INC (CSCO)	$40,632 00	$42,038 64
950	WALT DISNEY HOLDINGS CO (DIS)	$26,002 13	$30,637 50
574	DOLLAR TREE INC (DLTR)	$27,892 24	$27,724 20
204	DAI NIPPON PRINTING LTD JAPANSPONSORED ADR (DNPLY PK)	$2,985 54	$2,603 04
75	DAIWA SECURITIES GROUP (DSEEY PK)	$3,759 65	$3,750 75
394	DEVON ENERGY CORPORATION (DVN)	$25,431 84	$28,959 00
60	DAIWA HOUSE IND LTD (DWAHY PK)	$6,252 68	$6,435 00
420	ELECTROBRAS-CENTRA PR ADR (EBR-B)	$4,682 46	$7,854 00
37	EMPRESA NATL ELECTRIC (EOC)	$1,764 11	$1,859 99

The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust
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Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

Shares	Description/Symbol	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
204	EMBRAER EMPRESA BR (ERJ)	$4,236 93	$4,510 44
594	ISHARES MSCI-TAIWAN (EWT)	$7,418 17	$7,704 18
224	ISHARES MSCI-SOUTH KOREA (EWY)	$10,386 39	$10,671 36
161	ISHARES MSCI SAFRICA (EZA)	$9,232 64	$9,011 17
164	ISHARES TRUST - ISHARES FTSE CHINA (FCHI)	$7,317 32	$8,004 84
40	FOMENTO ECONOMICO MEXICANO (FMX)	$1,794 00	$1,915 20
313	FUJIFILM HOLDINGS (FUJI)	$10,716 59	$9,452 60
1791	GENERAL ELECTRIC CO (GE)	$27,757 19	$27,097 83
1538	GOLD FIELDS LTD ADS (GFI)	$18,985 15	$20,163.18
178	GERDAU SA ADS (GGB)	$3,084 74	$3,031 34
1019	GEOVIC MINING CORP (GVCME)	$824.33	$611 40
67	HACHIJUNI BANK LTD ADR (HACBY PK)	$4,102 01	$3,932 90
125	HUANENG POWER INTL (HNP)	$3,623 13	$2,800 00
106	HUMANA INC (HUM)	$4,083 72	$4,652 34
14	DESARROLLADORA HOMEX (HXM)	$608 16	$470 68
529	ISHARES NASDAQ BIOTECHNOLOGY (IBB)	$41,685 06	$43,288 07
68	ICICI BK LTD ADS (IBN)	$2,742 27	$2,564 28
134	IDACORP INC HLDG CO (IDA)	$4,166 09	$4,281 30
334	INGRAM MICRO INC - CL A (IM)	$4,817 69	$5,828 30
193	IMPALA PLATINUM LTD S/ADR (IMPUY PK)	$4,370.51	$5,268 90
38	INFOSYS TECH LTD SPD ADR (INFY)	$1,880 40	$2,100 26
74	IPATH ETNS LINKED TO (INP)	$4,600 59	$4,740 44
501	ITT CORP (ITT)	$25,130 46	$24,919 74
286	BANCO ITAU HOLDING FINANCIERA (ITUB)	$5,990 70	$6,532 24
543	IVANHOE MINES LIMITED COM (IVN)	$4,088 81	$7,933 23
464	JOHNSON & JOHNSON (JNJ)	$27,878 59	$29,886 24
1234	JP MORGAN CHASE & CO (JPM)	$51,487 46	$51,420 78
74	KOOKMIN BK ADS NEW (KB)	$3,978 09	$3,762 90
570	KAO CORP ADR (KCRPY PK)	$12,434 32	$13,315 20
523	KOREA ELECTRIC PW CP (KEP)	$9,216 80	$7,604 42

The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust
EIN: 05-6141146
Taxable Year Ending December 31, 2009

Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

Shares	Description/Symbol	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
46	KOREA FUND THE (KF)	$1,570 10	$1,633 00
1396	KINROSS GOLD CORP (KGC)	$24,336 90	$25,686 40
518	COCA-COLA CO (KO)	$27,708 44	$29,526 00
585	KROGER CO (KR)	$12,435 89	$12,010 05
2671	CRYSTALLEX INTL CP (KRY)	$4,620 02	$1,014 98
7	KANSAS CITY STHN PERP PFD (KSUAN PK)	$4,863 59	$8,155 00
114	KT CORP ADS (KT)	$2,030 69	$1,917 48
115	CHINA LIFE INS CO SP ADR (LFC)	$8,179 26	$8,435 25
388	LIHIR GOLD LTD ADR (LIHR)	$5,079 69	$11,333 48
368	LOCKHEED MARTIN CORP (LMT)	$27,701 10	$27,728 80
1304	LOWES COMPANIES INC (LOW)	$26,538 44	$30,500.56
96	LUKOIL HOLDING CO SP/ADR (LUKOY PK)	$6,292 80	$5,395 20
127	LAS VEGAS SANDS CORP (LVS)	$1,990 35	$1,897 38
50	MOBILE TELSYS OJSC (MBT)	$2,641 05	$2,444 50
748	METLIFE INC (MET)	$26,714 80	$26,441 80
256	MAGNA INTERNATIONAL INC (MGA)	$11,052 86	$12,948 48
25600	MS INSTITUTIONAL FD INC ,INTL EQUITY B (MIQBX)	$376,191 37	$329,472 05
156	MARSH AND MCLENNAN COMPANIES INC (MMC)	$3,159 75	$3,444 48
371	3M CO (MMM)	$27,017 27	$30,670 57
369	MONSANTO CO (MON)	$27,780.47	$30,165.75
55	THE MOSAIC CO (MOS)	$2,468 37	$3,285 15
1146	MELCO PBL ENTERTAINMENT ADS (MPEL)	$5,868 15	$3,862.02
934	MICROSOFT CORPORATION (MSFT)	$25,892 72	$28,468 32
514	MITSUI SUMITM I/G UNS/ADR (MSIGY PK)	$7,845 63	$6,553 50
194	NEWCREST MINING LTD-SPON ADR (NCMGY PK)	$5,101 93	$6,140 10
700	NOVAGOLD RESOURCES (NG)	$2,047 77	$4,291 00
94	JSC MMC NRLSK NICKL S/ADR (NILSY PK)	$1,364 65	$1,348 90
639	NOKIA (NOK)	$8,295 28	$8,211.15
565	NORFOLK SOUTHERN CORP (NSC)	$29,581 14	$29,617 30
197	NINTENDO CO LTD ADR UNSPON (NTDOY)	$6,497 17	$5,874 54

Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

Shares	Description/Symbol	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
722	NIPPON TELEPHONE ADR (NTT)	$15,719 09	$14,252 28
232	NOVARTIS AG ADR (NVS)	$10,443 43	$12,627 76
448	NEXEN INC (NXY)	$9,925 84	$10,720 64
177	OAO GAZPROM SPONS GDR (OGZPY PK)	$4,752 45	$4,513 50
1265	ORACLE CORP (ORCL)	$25,960 41	$31,030 45
9	PETROLEO BRASILEIRO (PBR)	$457 94	$429 12
189	PETROLEO BRASILEIRO SA- PETRO (PBR-A)	$8,071 25	$8,011 71
306	PANASONIC CORP (PC)	$5,137 50	$4,391 10
38	BRF- BRASIL FOODS S A (PDA)	$1,969 68	$1,990.06
687	PEPSICO INC (PEP)	$41,452 40	$41,769 60
39	PHILIPPINE LONG DISTANCE ADR (PHI)	$2,160 60	$2,210 13
45	POSCO (PKX)	$5,264 64	$5,899 50
827	PHILIP MORRIS INTL (PM)	$40,338 89	$39,853 13
636	PNC FINANCIAL GROUP INC (PNC)	$28,720 24	$33,574 44
544	PRUDENTIAL FINCL INC (PRU)	$26,033 77	$27,069 44
10	PETRO CHINA (PTR)	$1,332 50	$1,189 60
67	PIONEER NAT RES CO (PXD)	$1,294 52	$3,227 39
116	PETROBRAS ENERGIA SA BUENOS AIRES (PZE)	$2,033 46	$1,813 08
985	POWERSHARES QQQ NASDAQ 100 (QQQQ)	$40,758 28	$45,063 75
216	ROYAL DUTCH SHEL PLC SPONS ADR B (RDS-B)	$14,175 47	$12,556 08
91	REXAM PLC ADR (REXMY PK)	$2,217 81	$2,164 89
128	ROHM CO LTD UNSP ADR (ROHCY PK)	$3,785 68	$4,225 28
35	SOUTHERN COPPER CORP (SCCO)	$1,216 56	$1,151 85
282	SOCIETE GENERLE FRNCE ADR (SCGLY)	$3,456 27	$3,962 10
102	SCHOLASTIC CORPORATION (SCHL)	$1,211 79	$3,042.66
158	SWISSCOM AG S/ADR (SCMWY PK)	$5,535 53	$5,997 68
282	SMITHFIELD FOODS (SFD)	$3,418 50	$4,283 58
1903	SEGA SAMMY HLDGS S/ADR (SGAMY PK)	$6,234 42	$5,804 15
136	SHAW GROUP INC (SHAW)	$3,174 42	$3,910 00
58	SHINHAN FINL GROUP CO LTD (SHG)	$4,782 39	$4,308 24

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Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

Shares	Description/Symbol	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
86	SIEMENS A G ADR (SI)	$7,320 56	$7,886 20
1559	SEKISUI HOUSE LTD (SKHSY PK)	$14,736 20	$14,373 98
1046	SK TELECOM ADS ADS (SKM)	$18,383 01	$17,007 96
398	SCHLUMBERGER LTD (SLB)	$22,505 71	$25,905.82
28	CHINA PETRO & CHEM (SNP)	$2,477 74	$2,465 96
333	SANOFI-AVENTIS SPONSORED ADR (SNY)	$12,773 95	$13,076 91
472	SILICONWARE PRECISION INDUSTRIES COMPANY, LTD - A (SPIL)	$3,595 70	$3,308.72
643	SHISEIDO CO LTD (SSDOY PK)	$11,660 26	$12,390 61
44	SASOL LTD (SSL)	$1,850 53	$1,757 36
98	SILVER STANDARD RES INC (SSRI)	$1,701 71	$2,143 26
2187	SUMITOMO TRUST & BANKING CO LTD (STBUY PK)	$12,664 64	$10,781 91
725	SUNCOR ENERGY INC (SU)	$23,802 44	$25,599 75
272	SEVEN & I HOLDINGS C (SVNDY PK)	$13,531 02	$11,260 80
1637	AT&T CORP COM NEW (T)	$43,456 83	$45,885 11
113	TECH DATA CORP (TECD)	$2,898 92	$5,272 58
66	TEVA PHARMECEUTICAL SP ADR (TEVA)	$3,396 23	$3,707 88
1018	TELECOM ITALIA SPA (TI-A)	$17,840 46	$11,198 00
118	TURKCELL ILET NEW (TKC)	$2,108 18	$2,063 82
36	TECHNIP ADS (TKPPY.PK)	$861 77	$2,529 00
123	TOPPAN PRINTING LTD ADR (TONPY.PK)	$6,965 24	$4,920 00
482	TAIWAN SEMICONDUCTOR MFG CO LTD (TSM)	$4,881 94	$5,514 08
961	TYSON FOODS INC CL A (TSN)	$12,485 06	$11,791 47
702	TESORO CORP (TSO)	$8,886 83	$9,512 10
147	TIM PARTICIPACOES S A SPONSORED ADR REPSTG PFD (TSU)	$2,816 00	$4,367 37
74	TDK CORP (TTDKY.PK)	$3,334 03	$4,525 10
160	TATA MOTORS LTD ADS (TTM)	$1,050 59	$2,697 60
329	TELUS CORP (TU)	$9,720 69	$10,248 35
58	ISHARES MSCI TURKEY (TUR)	$3,070 39	$3,126 20
32	GRUPO TELEVISA (ADR) (TV)	$651 84	$664 32
94	TIME WARNER CABLE INC (TWC)	$3,938 97	$3,890 66

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Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

Shares	Description/Symbol		Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
291	UBS AG (UBS)		$7,438 92	$4,513 41
76	DOMTAR LTD (UFS)		$1,614 24	$4,211 16
433	UNITED TECHNOLOGIES CORP (UTX)		$26,075.99	$30,054 53
602	UNITED UTILITS S/ADR NEW (UUGRY PK)		$10,548 73	$9,764 44
241	VALE SA (VALE)		$6,506 14	$6,996 23
50	VIMPEL COMMUN (VIP)		$1,015 10	$929 50
60	VIVO PARTICIPACOES SASPONSORED ADR REPSTG PFD (VIV)		$1,643 91	$1,860 00
495	VODAFONE GROUP PLC (VOD)		$10,573.75	$11,429 55
141	WACOAL CORP ADR (WACLY PK)		$8,887 52	$7,735 26
600	WISCONSIN ENERGY CP (WEC)		$28,595 94	$29,898 00
44	WHOLE FOODS MARKET, INC (WFMI)		$419 58	$1,207 80
1424	WEATHERFORD INTL NEW (WFT)		$27,438 20	$25,503 84
1093	WAL-MART STORES INC (WMT)		$54,187 20	$58,420 85
205	WARREN RESOURCES INC (WRES)		$1,716 23	$502 25
366	WOLTERS KLUWER S/ADR (WTKWY PK)		$7,091 43	$7,997 10
43	WYNN RESORTS LIMITED COMMON (WYNN)		$2,765 76	$2,503 89
770	EXXON MOBIL CORP (XOM)		$51,933 02	$52,506 30
165	YANZHOU COAL MINING ADR (YZC)		$2,869 94	$3,601 95
113	ZIMMER HOLDINGS INC (ZMH)		$4,691 19	$6,679 43
		TOTAL	**$2,515,405**	**$2,587,728**

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Form 990-PF, Part II, Line 10c - Columns (b) & (c) - Investments: Corporate Bonds

Shares	Description/Symbol/CUSIP Number	Line 10c - Column (b) Book Value	Line 10c - Column (c) Fair Market Value
34000	AT&T INC NOTES 05 60000% 05/15/2018 (00206RAM4)	$32,730 05	$35,402 50
33000	ASTRAZENECA PLC NOTES 5 400% 09/15/2012 (046353AC2)	$34,096 10	$36,687 42
34000	CONCOPHILLIPS NOTES 04 75000% 02/01/2014 (20825CAS3)	$35,027 63	$36,486 76
3000	CUBIST PHARMACEUTICALS INC 2 25000% 06/15/2013SB (229678AC1)	$2,872 50	$2,801.25
33000	JOHN DEERE CAPITAL CORP - 7 00% - 03/15/2012 (244217BG9)	$35,498 91	$36,735 60
4000	EXPRESSJET HOLDINGS INC 4 250% 08/01/2023 (30218UAB4)	$3,885 00	$3,830 00
4000	GOODRICH PETROLE B 3 25% 12/1/11 (32512111GP)	$3,705 00	$3,735 00
36000	GENERAL ELEC CAP CORP MTN BE 5 400% 02/15/2017 FR (36962G2G8)	$33,483 12	$36,564 48
8000	JETBLUE AIRWAYS 3 75% 3/20/2010 (3752010JB)	$7,955 00	$7,970 00
1000	GOLD RESV INC SR SB CV 5 500% 06/15/2022 (38068NAB4)	$942 50	$672 50
35000	GOLDMAN SACHS 5 95% 1/18/18 (38141GFG4)	$32,215 12	$36,367 80
2000	GRIFFON CORP CON SB NT CV 4 00000% 07/18/2023 (398433AC6)	$1,982 50	$2,007 50
34000	KRAFT FOODS INC BOND 06 12500% 02/01/2018 (50075NAU8)	$35,140 02	$35,752 36
6000	LUCENT TECHNOLOGIES INC 2 750% 06/15/2023 (549463AG2)	$5,910 00	$5,947 50
6000	NII HLDGS INC NT CV 3 12500% 06/15/2012 (62913FAJ1)	$3,128 12	$5,492 70
33000	PFIZER INC MAKE WHOLE 05 35000% 03/15/2015 (717081DA8)	$35,767 08	$36,166 68
34000	RIO TRINTO FIN 5 87 DUE 7 15 09 (767201AE6)	$34,335 08	$36,687 36
3000	SMITHFIELD FOODS INCSR NT CV 4 00000% 06/30/2013 (832248AR9)	$2,725 50	$2,951 25
8000	USEC INC SR NT CV 3 00000% 10/01/2014 (90333EAC2)	$5,666 40	$5,200 00
35000	VERIZON COMM BONDS 5 5% 2/15/18 (92343VAL8)	$34,696 28	$36,524 95
35000	WELLS FARGO & CO SB NT - 4 950% - 10/16/2013 (949746FJ5)	$34,946.62	$35,789 60
30000	CVS CAREMARK SR UNS GLOBAL 6 6% DUE 03/15/2019 @ 1 (CVS03152019)	$33,120 30	$32,828 70
4000	DELTA PETROLEUM CORP NTS 3 75% 05/01/2037 (DPTR5012037)	$1,942 40	$2,815 00
	TOTAL	**$451,771**	**$475,417**

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<u>Form 990-PF, Part VII-A, Line 5 – Substantial Contraction</u>

This statement is submitted to report the distribution of certain assets during the above-referenced year. The distributions resulted in a substantial contraction of assets. The following information is submitted in accordance with Treasury Regulation Section 1.6043-3(a)(1) and the Form 990-PF instructions:

During the taxable year ending December 31, 2009, The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust (the "Foundation") made distributions from assets from sources other than current income. Collectively, the distributions in excess of current income totaled $736,000. This amount represents more than 25% of the Foundation's net assets of $2,926,434 (as measured by fair market value) at the beginning of the Foundation's taxable year ending December 31, 2009. Although the Foundation technically experienced a "substantial contraction," it will continue in existence and has no plans for dissolution.

The Foundation made distributions of cash to the grantees listed in the attachment to Part XV, Line 3a; each such grant was made solely for the charitable purpose specified therein.

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Form 990-PF, Part VIII, Line 1 - List all foundation 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
Kelly MacMahon Ewing c/o Foundation Source 501 Silverside Road Suite 123 Wilmington, DE 19809-1377	<1	Trustee hour(s) per week	$0 00	$0 00	$0 00
Lauren Colleen Hand c/o Foundation Source 501 Silverside Road Suite 123 Wilmington, DE 19809-1377	<1	Trustee hour(s) per week	$0 00	$0 00	$0.00
Sarah Mac Mahon c/o Foundation Source 501 Silverside Road Suite 123 Wilmington, DE 19809-1377	<1	Trustee hour(s) per week	$0 00	$0 00	$0 00
Thomas P Mac Mahon c/o Foundation Source 501 Silverside Road Suite 123 Wilmington, DE 19809-1377	<1	Trustee hour(s) per week	$0 00	$0 00	$0 00

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Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
DELAWARE VALLEY COLLEGE OF SCIENCE AND AGRICULTURE 700 E BUTLER AVE, DOYLESTOWN, PA 18901	N/A	509(a)(1)	GERARD A & RITA MARINI ENDOWED SCHOLARSHIP FUND	$1,000.00
DUKE UNIVERSITY ATTN JACK WINTERS, BOX 90542, DURHAM, NC 27708	N/A	509(a)(1)	IRON DUKES PROGRAM	$12,500 00
ELON UNIVERSITY 2600 CAMPUS BOX, ELON, NC 27244	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$200,000 00
FAIRLEIGH DICKINSON UNIVERSITY 1000 RIVER RD, TEANECK, NJ 07666	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$50,000 00
HILDALE PARK PRESBYTERIAN CHURCH 85 RIDGEDALE AVENUE, CEDAR KNOLLS, NJ 07927	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,000 00
LEUKEMIA AND LYMPHOMA SOCIETY - CONNECTICUT CHAPTER 300 RESEARCH PARKWAY, SUITE 310, MERIDEN, CT 06450	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$500 00
SAINT PETERS COLLEGE 2641 KENNEDY BLVD, JERSEY CITY, NJ 07306	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$350,000 00
SAINT PETERS COLLEGE 2641 KENNEDY BLVD, JERSEY CITY, NJ 07306	N/A	509(a)(1)	DON KENNEDY CLUB DIVISION	$17,500 00

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Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
SETON HALL PREPARATORY SCHOOL 120 NORTHFIELD AVE, WEST ORANGE, NJ 07052	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$100,000 00
ST JUDE CHILDRENS RESEARCH HOSPITAL INC 332 N LAUDERDALE ST STOP 512, MEMPHIS, TN 38105	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500 00
			TOTAL:	**$736,000**