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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

2009

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 change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation		A Employer identification number
	SOROS FUND CHARITABLE FOUNDATION		13-3388177
	Number and street (or P O box number if mail is not delivered to street address)		Room/suite
	888 SEVENTH AVENUE, 33RD FLOOR		
City or town, state, and ZIP code			
NEW YORK, NY 10106			

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) ► \$ 203,269,532. J Accounting method. Cash Accrual
 Other (specify) _____ (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 ► <input type="checkbox"/> if the foundation is not required to attach Sch B.				
3 Interest on savings and temporary cash investments	244	244		
4 Dividends and interest from securities	174,168	4,890,168		ATCH 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a	62,580,384			
7 Capital gain net income (from Part IV, line 2)			0	
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	11			ATCH 2
12 Total. Add lines 1 through 11	-5,337,063	4,890,412		
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)				
c Other professional fees (attach schedule)				
17 Interest	47,000			
18 Taxes (attach schedule) (see page 14 of the instructions)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 4	11,253			11,253
24 Total operating and administrative expenses.				
Add lines 13 through 23	58,253			11,253
25 Contributions, gifts, grants paid	4,374,020			4,074,020
26 Total expenses and disbursements Add lines 24 and 25	4,432,273			4,085,273
27 Subtract line 26 from line 12	-9,769,336			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		4,890,412		
c Adjusted net income (if negative, enter -0-)			-0-	

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

JSA ** ATCH 3

Form 990-PF (2009)

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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)		
		End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing	438,668.	120,818.	120,818.
	2 Savings and temporary cash investments			
	3 Accounts receivable ► 2,045,620.			
	Less allowance for doubtful accounts ►	0.	2,045,620.	2,045,620.
	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			
Assets	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	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) ATTACH 5	156,695,247.	201,103,094.	201,103,094.
	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)	157,133,915.	203,269,532.	203,269,532.
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)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	157,133,915.	203,269,532.	
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	157,133,915.	203,269,532.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	157,133,915.	203,269,532.	

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	157,133,915.
2 Enter amount from Part I, line 27a	2	-9,769,336.
3 Other increases not included in line 2 (itemize) ► ATTACHMENT 6	3	55,904,953.
4 Add lines 1, 2, and 3	4	203,269,532.
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	203,269,532.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	-3,246,202.	
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.	{ 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	7,202,007.	145,037,651.	0.049656
2007	2,529,328.	123,718,567.	0.020444
2006	1,955,873.	104,352,485.	0.018743
2005	3,818,642.	92,127,147.	0.041450
2004	3,979,079.	88,186,248.	0.045121
2 Total of line 1, column (d)			2 0.175414
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 0.035083
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 176,578,017.
5 Multiply line 4 by line 3			5 6,194,887.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 48,904.
7 Add lines 5 and 6			7 6,243,791.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18			8 4,085,273.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)	1	97,808.
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 . . .			
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	97,808.
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	97,808.
6	Credits/Payments			
a	2009 estimated tax payments and 2008 overpayment credited to 2009 . . .	6a		76,371.
b	Exempt foreign organizations-tax withheld at source . . .	6b		0.
c	Tax paid with application for extension of time to file (Form 8868) . . .	6c		105,000.
d	Backup withholding erroneously withheld . . .	6d		
7	Total credits and payments Add lines 6a through 6d . . .		7	181,371.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . .		8	865.
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	82,698.
11	Enter the amount of line 10 to be Credited to 2010 estimated tax ► 82,698. Refunded ►		11	

Part VII-A Statements Regarding Activities

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? . . .	Yes	No
1b	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	
1c	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	X	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . .	X	
3	<i>If "Yes," attach a detailed description of the activities</i>		
4a	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . .	X	
4b	<i>If "Yes," has it filed a tax return on Form 990-T for this year?</i> . . .	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . .	X	
6	<i>If "Yes," attach the statement required by General Instruction T.</i>		
7	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:		
8a	• By language in the governing instrument, or		
8b	• 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	
9	<i>If "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</i> . . .		
10	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)? <i>If "Yes," complete Part XIV</i> . . .	X	
	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . .		

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Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)

11		X
12		X
13	X	

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address ► N/A

14 The books are in care of ► JUDY BLUM Telephone no ► 212-262-6300
Located at ► C/O SFM LLC, 888 7TH AVE, NY, NY ZIP + 4 ► 10106

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► 15 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 checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions.)	2b	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. ►		
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	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

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

5a	During the year did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?					
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?				<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Provide a grant to an individual for travel, study, or other similar purposes?				<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)				<input type="checkbox"/> Yes	<input type="checkbox"/> 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?				<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input type="checkbox"/> No	5b	X
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?	ATTACHMENT 11		<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes	<input type="checkbox"/> No		
If "Yes" to 6b, file Form 8870.					
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	7b	N/A
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?					

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 7		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

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

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

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

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	N/A	
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 ►		

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	178,982,389.
b	Average of monthly cash balances	1b	284,633.
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	179,267,022.
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	0.
3	Subtract line 2 from line 1d	3	179,267,022.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	2,689,005.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	176,578,017.
6	Minimum investment return. Enter 5% of line 5	6	8,828,901.

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	8,828,901.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	97,808.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	97,808.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	8,731,093.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	8,731,093.
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	8,731,093.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	4,085,273.
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	0.
3	Amounts set aside for specific charitable projects that satisfy the	3b	0.
a	Suitability test (prior IRS approval required)	4	4,085,273.
b	Cash distribution test (attach the required schedule)	5	N/A
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	4,085,273.
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)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				8,731,093.
2 Undistributed income, if any, as of the end of 2009			3,630,916.	
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				
b From 2005	0.			
c From 2006	0.			
d From 2007	0.			
e From 2008	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 4,085,273.			3,630,916.	
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				454,357.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				8,276,736.
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	0.			
10 Analysis of line 9.				
a Excess from 2005				
b Excess from 2006	0.			
c Excess from 2007	0.			
d Excess from 2008	0.			
e Excess from 2009	0.			

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	<table border="1"> <thead> <tr> <th rowspan="2">Tax year</th> <th colspan="3">Prior 3 years</th> <th rowspan="2">(e) Total</th> </tr> <tr> <th>(a) 2009</th> <th>(b) 2008</th> <th>(c) 2007</th> <th>(d) 2006</th> </tr> </thead> <tbody> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>				Tax year	Prior 3 years			(e) Total	(a) 2009	(b) 2008	(c) 2007	(d) 2006																															
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)(ii)																																											
(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))

GEORGE SOROS

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 9				4,374,020.
Total.			► 3a	4,374,020.
b Approved for future payment SEE ATTACHMENT 10				876,090.
Total.			► 3b	876,090.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income		(c) Exclusion code	(d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount			
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments			14	244.	
3 Interest on savings and temporary cash investments			14	174,168.	
4 Dividends and interest from securities					
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			18	-5,511,486.	
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a			14	11.	
b MISCELLANEOUS INCOME					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-5,337,063.	
13 Total. Add line 12, columns (b), (d), and (e)			13		-5,337,063.

(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 29 of the instructions)

NOT APPLICABLE

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

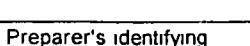
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
(1)	Cash	1a(1)	X
(2)	Other assets	1a(2)	X
b	Other transactions		
(1)	Sales of assets to a noncharitable exempt organization	1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3)	Rental of facilities, equipment, or other assets	1b(3)	X
(4)	Reimbursement arrangements	1b(4)	X
(5)	Loans or loan guarantees	1b(5)	X
(6)	Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Sign Here

				
Signature of officer or trustee		Date	Title	
Paid Preparer's Use Only	Preparer's signature	Date 	Check if self-employed	<input type="checkbox"/> Preparer's identifying number (See Signature on page 30 of the instructions) 
Firm's name (or yours if self-employed), address, and ZIP code				EIN
				Phone no

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			
1,095,620.		QUANTUM INDUSTRIAL HOLDINGS- 58,000 SHS 4,341,822.				VARIOUS -3246202.	12/31/2009	
TOTAL GAIN(LOSS)						<u>-3246202.</u>		

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
QIH DIVIDEND	174,000.	0.
QEF/ QEIL DIVIDEND	0.	4,890,000.
OTHER DIVIDENDS	168.	168.
TOTAL	<u>174,168.</u>	<u>4,890,168.</u>

ATTACHMENT 2FORM 990PF, PART I - OTHER INCOME

DESCRIPTION
MISCELLANEOUS INCOME

REVENUE
AND
EXPENSES
PER BOOKS

11.

TOTALS

11.

ATTACHMENT 3FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL EXCISE TAX	47,000.
TOTALS	<u>47,000.</u>

FORM 990PF, PART I - OTHER EXPENSES

REVENUE

AND

EXPENSES

PER BOOKSDESCRIPTION
NEW YORK STATE ANNUAL FILING F
ADMINISTRATIVE FEES

TOTALS

1,500.
9,753.
11,253.CHARITABLE
PURPOSES1,500.9,753.11,253.ATTACHMENT 4

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
QUANTUM INDUSTRIAL HOLDINGS- 58,000 SHS	1,012,680.	0.	0.
QUANTUM ENDOWMENT FUND-CLASS C 1,616.65 SHS	155,682,567.	0.	0.
QUANTUM ENDOWMENT FUND IRELAND C SHS - 1,616.65 SHS	0.	201,103,094.	201,103,094.
TOTALS	<u><u>156,695,247.</u></u>	<u><u>201,103,094.</u></u>	<u><u>201,103,094.</u></u>

ATTACHMENT 5

ATTACHMENT 6FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAIN	55,904,953.
TOTAL	<u>55,904,953.</u>

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION		CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
		COMPENSATION	BENEFIT PLANS		
GARY GLADSTEIN C/O SOROS FUND MANAGEMENT LLC 888 SEVENTH AVENUE NEW YORK, NY 10106	PRESIDENT	0.	0.	0.	0.
DANIEL R. EULIE C/O SOROS FUND MANAGEMENT LLC 888 SEVENTH AVENUE NEW YORK, NY 10106	VP & SECRETARY/DIRECTOR	0.	0.	0.	0.
MARYANN CANFIELD C/O SOROS FUND MANAGEMENT LLC 888 SEVENTH AVENUE NEW YORK, NY 10106	TREASURER	0.	0.	0.	0.
GEORGE SOROS C/O SOROS FUND MANAGEMENT LLC 888 SEVENTH AVENUE NEW YORK, NY 10106	DIRECTOR	0.	0.	0.	0.
JONATHAN ALLAN SOROS C/O SOROS FUND MANAGEMENT LLC 888 SEVENTH AVENUE NEW YORK, NY 10106	DIRECTOR	0.	0.	0.	0.

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

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

NAME AND ADDRESS
TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

WILLIAM D. ZABEL
C/O SCHULTE ROTH & ZABEL
919 THIRD AVENUE
NEW YORK, NY 10022

DIRECTOR

ARMANDO BELLY
C/O SOROS FUND MANAGEMENT LLC
8888 SEVENTH AVENUE
NEW YORK, NY 10106

DETECTOR

GRAND TOTALS

0.0.0.0.

SOROS FUND CHARITABLE FOUNDATION

FORM 990-PF

EIN #13-3388177

YEAR ENDED DECEMBER 31, 2009

<u>Name and Address Of Recipient</u>	<u>Date</u>	<u>Relationship To Foundation Manager Or Substantial Contributor</u>	<u>Purpose of Grant or Contributions</u>	<u>Amount</u>
AIDS Healthcare Foundation 6255 W Sunset Blvd Los Angeles, CA 90028-7422	9-Jan-09	N/A	General support	450.00
Alliance for Open Society International Inc 400 W 59th St 4th Flr New York, NY 10019	14-May-09	N/A	General support	15,000.00
1105				
America Scores 520 8th Ave Suite 801 New York, NY 10018-6507	9-Jan-09	N/A	General support	7,500.00
America Scores - DC Scores 1224 M Street, NW Washington, DC 20005	4-Aug-09	N/A	General support	60,000.00
American Cancer Society Inc 2330 Eastchester Road Bronx, NY 10469	9-Jan-09	N/A	General support	240.00
American Cancer Society Inc 17 Eastern Parkway Brooklyn, NY 11238	8-Apr-09	N/A	General support	300.00
American Cancer Society Inc 4240 Park Place Court Glen Allen, VA 23060	13-Oct-09	N/A	General support	150.00
American Cancer Society Inc 80-02 Kew Gardens Road Kew Gardens, NY 11415	13-Oct-09	N/A	General support	1,290.00
American Committee for Share Zedek Hospital in Jerusalem Inc 49 W 45th St New York, NY 10036-4603	9-Jan-09	N/A	General support	14,250.00
American Diabetes Association Inc 1701 N Beauregard Street Alexandria, VA 22311	13-Oct-09	N/A	General support	825.00
American Friends of Migdal Ohr 1560 Broadway Suite 510 New York, NY 10036-1518	8-Apr-09	N/A	General support	1,500.00
American Heart Association Inc P O Box 3049 Syracuse, NY 13220-3049	8-Apr-09	N/A	General support	1,800.00
American Museum of Natural History Planetarium Authority Central Park W At 79th St New York, NY 10024	8-Apr-09	N/A	General support	468.00
American Near East Refugee Aid Inc 1522 K St NW 202 Washington, DC 20005-0000	4-Jun-09	N/A	General support	40,000.00
American Red Cross P O Box 37243 Washington, DC 20013	8-Apr-09	N/A	General support	15,000.00
Archdiocese of Newark 171 Clifton Avenue Newark, NJ 07104-9500	4-Aug-09	N/A	General support	1,500.00
Asian American Federation of New York 120 Wall St New York, NY 10005	9-Jan-09	N/A	General support	1,800.00
Autism Speaks Inc 5455 Wilshire Blvd, Suite 2250 Los Angeles, CA 90036-4272	9-Jan-09	N/A	General support	3,825.00
Autism Speaks Inc 1060 State Road, Second Floor Princeton, NJ 08540	9-Jan-09	N/A	General support	90.00
Avon Products Foundation Incorporated - Avon Breast Cancer 3 Day Boston Avon Plaza Rye, NY 10580-4005	13-Oct-09	N/A	General support	825.00
Barnard College 3009 Broadway Box AS New York, NY 10027-6598	8-Apr-09	N/A	General support	3,750.00
Big Apple Performing Arts Inc 11 Broadway, Suite 333 New York, NY 10004	13-Oct-09	N/A	General support	8,250.00
Big Brothers Big Sisters of Massachusetts Bay Inc 75 Federal Street Boston, MA 02110	13-Oct-09	N/A	General support	1,500.00
Brightlight Israel Foundation 33 East 33rd Street New York, NY 10016	8-Apr-09	N/A	General support	75,000.00
Bnei Aharon Inc 1516 E 24th St Brooklyn, NY 11210-5108	8-Apr-09	N/A	General support	900.00
Boston College Office of Development Chestnut Hill, MA 02467-3800	4-Aug-09	N/A	General support	171,930.00
Brandeis University PO Box 549110 Waltham, MA 02454-9110	8-Apr-09	N/A	General support	75,000.00
Bravo Volunteer Ambulance Service Inc 8507 Seventh Avenue Brooklyn, NY 11228	13-Oct-09	N/A	General support	150.00
Broadway Cares-Equity Fights AIDS Inc 165 W 46th St , Suite #1300 New York, NY 10036	8-Apr-09	N/A	General support	3,750.00
Brooklyn Public Library Foundation Inc 10 Grand Army Plaza Brooklyn, NY 11238	9-Jan-09	N/A	General support	750.00
Camp Fire USA 56 Roland St Ste 206 Boston, MA 02129-1223	13-Oct-09	N/A	General support	900.00
Canine Companions for Independence 126 East Las Animas Colorado Springs, CO 80903	4-Aug-09	N/A	General support	7,500.00
Capital Area Food Bank Foundation 8201 S Congress Av Austin, TX 78745	8-Apr-09	N/A	General support	3,000.00
Castro Kulsar & Wade Charitable Foundation Inc 336 Sparta Ave Sparta, NJ 07871-1112	4-Aug-09	N/A	General support	37,500.00
Carter Center Inc 1 Copenhill Ave Atlanta, GA 30307	8-Apr-09	N/A	General support	150.00
Cathedral Preparatory Seminary 56-25 92nd Street Elmhurst, NY 11373	4-Aug-09	N/A	General support	1,125.00
Central Arkansas Rescue Effort for Animals Inc P O Box 7604 Little Rock, AR 72217	9-Jan-09	N/A	General support	750.00
Challenged Athletes Inc P O Box 910769 San Diego, CA 92191	4-Aug-09	N/A	General support	7,500.00
Chatham Day School Inc 700 Shunpike Rd Chatham, NJ 07928-1500	8-Apr-09	N/A	General support	1,350.00
Chesterfield Day School 1100 White Road Chesterfield, MO 63017	13-Oct-09	N/A	General support	187.50
Children of Bellevue Inc 462 First Avenue New York, NY 10016-9196	4-Aug-09	N/A	General support	1,200.00
Childrens Cancer Research Fund 7801 E Bush Lake Rd Ste 130 Minneapolis, MN 55439-3152	9-Jan-09	N/A	General support	195.00
Childrens Glaucoma Foundation Inc 2 Longfellow Pl Boston, MA 02114	4-Aug-09	N/A	General support	450.00
Christ Church- Christ Church Day School 520 Park Avenue New York, NY 10065	8-Apr-09	N/A	General support	48,750.00
Christian City Church of New York - Christian City Church Manhattan 332 Bleeker Street, D43 New York, NY 10014	13-Oct-09	N/A	General support	9,072.00
Christodora Inc - Christodora Inc 1 East 53rd Street, 1401 New York, NY 10022	9-Jan-09	N/A	General support	450.00
Churchill School & Center for Learning Disabilities 301 East 29th St New York, NY 10016	13-Oct-09	N/A	General support	112,500.00
Cinchhouse Community Inc - Operation Homefront Inc 8930 Fourwinds Drv, San Antonio, TX 78239	8-Apr-09	N/A	General support	600.00
City Harvest Inc 575 8th Avenue New York, NY 10018	8-Apr-09	N/A	General support	1,800.00
Civic Center Synagogue Inc 49 White St New York, NY 10013-3528	13-Oct-09	N/A	General support	16,500.00
Colel Chabad 806 Eastern Parkway Brooklyn, NY 11213-3511	4-Aug-09	N/A	General support	7,500.00
Columbus Grammar & Preparatory School 5 West 93rd St New York, NY 10025	8-Apr-09	N/A	General support	90,000.00
Comite Corazon A Corazon New York Inc 81-06 37th Ave Jackson Heights, NY 11372	13-Oct-09	N/A	General support	1,500.00
Committee on Temporary Shelter PO Box 1616 Burlington, VT 05401	13-Oct-09	N/A	General support	450.00
Connecticut Humane Society 701 Russell Rd Newington CT 06111-1527	8-Apr-09	N/A	General support	75.00
Cooperative for Assistance and Relief Everywhere Inc - CARE 151 Ellis Street NE Atlanta, GA 30303-2439	8-Apr-09	N/A	General support	15,000.00
Cradles To Crayons Inc 82 Myrtle St Quincy, MA 02171-1728	8-Apr-09	N/A	General support	75.00
Cross-Cultural Solutions 2 Clinton Place New Rochelle, NY 10801-2113	13-Oct-09	N/A	General support	150.00
Cystic Fibrosis Foundation Headquarters 205 East 42nd Street New York, NY 10017	8-Apr-09	N/A	General support	1,650.00
Cystic Fibrosis Foundation Headquarters - Cystic Fibrosis Foundation - Greater New York Chapter 425 Broad Hollow Road Melville, NY 11747	13-Oct-09	N/A	General support	750.00
Dalton Schools Inc 108 East 89th Street New York, NY 10128	8-Apr-09	N/A	General support	12,000.00
Danen Library Inc 35 Leroy Avenue Danen, CT 06820-4497	8-Apr-09	N/A	General support	3,750.00

<u>Name and Address Of Recipient</u>	<u>Date</u>	<u>Relationship To Foundation Manager Or Substantial Contributor</u>	<u>Purpose of Grant or Contributions</u>	<u>Amount</u>
Dasra 12338 Maily Meadowlane Sugarland, TX 77478-6170	8-Apr-09	N/A	General support	150,000.00
Doctors Without Borders USA Inc 333 Seventh Ave New York, NY 10001	8-Apr-09	N/A	General support	1,050.00
Doe Fund Inc 232 East 84th Street New York, NY 10028	8-Apr-09	N/A	General support	1,500.00
Domestic and Foreign Missionary Society of the Protestant Episcopal - St Paul's Episcopal Church 471 Mansfield Avenue Danbury, CT 06820	9-Jan-09	N/A	General support	37,500.00
Drshe Institute For Jewish Education Inc 37 West 65th Street New York, NY 10023	8-Apr-09	N/A	General support	13,500.00
Education Through Music Inc 2501 W Burbank Blvd Burbank CA 91505	4-Aug-09	N/A	General support	1,500.00
Educational Broadcasting Corp - Educational Broadcasting Corporation 450 W 33rd St New York, NY 10001-2603	13-Oct-09	N/A	General support	300.00
Empower-Emerging Markets Foundation 111 John St Rm 1005 New York, NY 10038-3110	4-Aug-09	N/A	General support	7,500.00
Eule Chantable Foundation 888 Seventh Avenue, New York, NY 10106	7-Dec-09	N/A	Capital Endowment	300,000.00
Executive Council of the Gen Synod of the United Church of Christ - Scarsdale Congregational Church 1 Heathcote Road Scarsdale, NY 10583	8-Apr-09	N/A	General support	3,075.00
Falmouth Jewish Congregation Inc 7 Hatchville Rd East Falmouth, MA 02536-4007	8-Apr-09	N/A	General support	15,000.00
Family Center Inc 315 W 36th Street New York, NY 10018	13-Oct-09	N/A	General support	504.00
Father Flanagan's Boys Home 444 Park Ave S Rm 801 New York, NY 10016-7321	9-Jan-09	N/A	General support	1,050.00
Fjc-Natan 1501 Broadway, Suite 501 New York, NY 10036	9-Jan-09	N/A	General support	1,500.00
Food Allergy & Anaphylaxis Network 11781 Lee Jackson Hwy , Suite 160 Fairfax, VA 22033-3309	9-Jan-09	N/A	General support	1,575.00
Food for the Poor Inc 6401 Lyons Road Coconut Creek, FL 33073	4-Aug-09	N/A	General support	300.00
Fordham University 888 Seventh Avenue New York, NY 10019	13-Oct-09	N/A	General support	15,750.00
Friends of the Manhattan School for Children Inc 154 West 93rd Street New York, NY 10025	8-Apr-09	N/A	General support	16,680.00
Gay Men's Health Crisis Inc 119 West 24th Street New York, NY 10011-1913	13-Oct-09	N/A	General support	7,050.00
Gay Mens Health Crisis Inc - AIDS Walk New York Old Chelsea Station New York, NY 10113-0010	4-Aug-09	N/A	General support	300.00
GKTV Inc - Give kids the world Inc 210 South Bass Road Kissimmee, FL 34746	8-Apr-09	N/A	General support	6,000.00
Gladney Center for Adoption 6300 John Ryan Dr Fort Worth TX 76132-4122	8-Apr-09	N/A	General support	75,000.00
Greek Orthodox Archdiocese of America - Church of Saint Eleftherios 359 West 24th Street New York, NY 10011	4-Aug-09	N/A	General support	1,500.00
Greek Orthodox Archdiocese of America - St Barbara Greek Orthodox Church 27 Forsyth Street New York, NY 10002	4-Aug-09	N/A	General support	1,500.00
Greek Orthodox Archdiocese of America-St Demetrios Greek orthodox 24 Kenny Avenue Merrick, NY 11566-3918	9-Jan-09	N/A	General support	30,750.00
Guiding Eyes for the Blind Inc 611 Granite Springs Rd Yorktown Hts, NY 10598-3411	8-Apr-09	N/A	General support	150.00
H E A R T S of the Father Outreach Inc P O Box 491 Sheffield, MA 01257-0491	8-Apr-09	N/A	General support	7,500.00
Habitat for Humanity International Inc 121 Habitat Street Americus, GA 31709	13-Oct-09	N/A	General support	6,000.00
Habitat for Humanity New York City Inc - Habitat for Humanity International Inc 111 John Street New York, NY 10038-3101	9-Jan-09	N/A	General support	765.00
Harvard University 124 M. Auburn St Cambridge, MA 02138-5762	13-Oct-09	N/A	General support	4,875.00
Harvey School 260 Jay St Katonah, NY 10536-3707	4-Aug-09	N/A	General support	21,000.00
Haverford School 450 Lancaster Avenue Haverford PA 19041	4-Aug-09	N/A	General support	1,140.00
Healing Seeds Inc 199-21 48th Ave Flushing, NY 11365	8-Apr-09	N/A	General support	6,000.00
Heartsong Inc 590 Central Park Ave Scarsdale, NY 10583	8-Apr-09	N/A	General support	3,000.00
Homes for Our Troops Inc 6 Main Street Taunton, MA 02780	8-Apr-09	N/A	General support	3,750.00
Hudson Valley Shakespeare Festival Inc 155 Main Street Cold Spring, NY 10516-2814	4-Aug-09	N/A	General support	1,500.00
Human Rights Campaign Foundation 1640 Rhode Island Avenue, NW Washington, DC 20036-3278	4-Aug-09	N/A	General support	18,750.00
Human Rights Watch Inc 300 5th Ave New York NY 10118	4-Aug-09	N/A	General support	165,000.00
Humane Society of the United States Wild Life Land Trust 2100 L Street NW Washington, DC 20037	4-Aug-09	N/A	General support	300.00
Immotion Inc 70 W 36th St New York, NY 10018	9-Jan-09	N/A	General support	300.00
Institute for Middle East Understanding 2913 El Camino Real, Suite 436 Tustin, CA 92782	4-Jun-09	N/A	General support	56,500.00
Ithaca College 280 Alumni Hall Ithaca NY 14850	4-Aug-09	N/A	General support	750.00
JCC Of Mid Westchester Inc 999 Wilmot Rd Scarsdale NY 10583-6834	8-Apr-09	N/A	General support	1,500.00
Jefferson Historical Society PO Box 302 Jefferson, ME 04348-0302	8-Apr-09	N/A	General support	4,500.00
Jewish Community Project of Lower Manhattan 146 Diane St New York, NY 10013-3858	8-Apr-09	N/A	General support	540.00
John Burroughs School 755 South Price Road Saint Louis, MO 63124-1899	13-Oct-09	N/A	General support	210.00
Juvenile Diabetes Research Foundation International 560 Sylvan Avenue Englewood Cliffs, NJ 07632	8-Apr-09	N/A	General support	300.00
Keewaydin Foundation 10 Keewaydin Road Salisbury, VT 05769	8-Apr-09	N/A	General support	187,500.00
Kick for Nick Foundation Inc 35 Signal Hill Road S Wilton, CT 06897	4-Aug-09	N/A	General support	1,500.00
Korean Crusade for Christ Incorporated - Korea Campus Crusade For Christ 1636 W 8th Street Los Angeles, CA 90017	8-Apr-09	N/A	General support	3,000.00
Lafayette College 307 Marke Hall Easton, PA 18042	8-Apr-09	N/A	General support	3,750.00
Latter-Day Saint Chanters - Church of Jesus Christ of Latter Day Saints 50 E North Temple Street Salt Lake City, UT 84150-0002	8-Apr-09	N/A	General support	75,000.00
Legal Aid Society 199 Water Street New York, NY 10038	8-Apr-09	N/A	General support	300.00
Leukemia & Lymphoma Society Inc 300 Research Parkway Middletown, CT 06450	13-Oct-09	N/A	General support	300.00
Leukemia & Lymphoma Society Inc 475 Park Avenue South, 21st Flr New York NY 10016	4-Aug-09	N/A	General support	12,150.00
Lutheran Social Services of Metropolitan New York Inc - Lutheran Social Services Of New York 475 Riverside Drive New York, NY 10115	9-Jan-09	N/A	General support	1,500.00
Make-A-Wish Foundation of Metro New York Inc 1111 Marcus Ave Lake Success, NY 11042-1034	8-Apr-09	N/A	General support	7,500.00
March of Dimes Birth Defects National Foundation 1275 Mamaroneck Ave White Plains, NY 10605	8-Apr-09	N/A	General support	3,750.00
Mary Ann Collier Foundation Inc 629 Fifth Avenue, Suite 8 Pelham, NY 10803	9-Jan-09	N/A	General support	1,500.00
Massachusetts Institute of Technology 600 Memorial Dr, W98-308 Cambridge, MA 02139-4822	13-Oct-09	N/A	General support	81,000.00
Memorial Sloan-Kettering Cancer Center 302 E 61st Street New York, NY 10065	8-Apr-09	N/A	General support	7,875.00
Michael J Fox Foundation for Parkinsons Research 90 Broad Street New York, NY 10004	8-Apr-09	N/A	General support	750.00
Middle East Institute 1761 North Street, N W Washington, DC 20036	4-Aug-09	N/A	General support	15,000.00

<u>Name and Address Of Recipient</u>	<u>Date</u>	<u>Relationship To Foundation Manager Or Substantial Contributor</u>	<u>Purpose of Grant or Contributions</u>	<u>Amount</u>
Morgan Center 26 Seafield Lane Bay Shore, NY 11706	4-Aug-09	N/A	General support	6,000.00
Mothers Against Drunk Driving 511 E John Carpenter Fwy 700 Irving, TX 75062-3983	8-Apr-09	N/A	General support	300.00
Moving Traditions 115 West Avenue, Suite 102 Jenkintown, PA 19046	8-Apr-09	N/A	General support	3,750.00
MS Hope for A Cure Inc 2250 Broadway Apt 1k New York, NY 10024-5842	13-Oct-09	N/A	General support	105,000.00
Museum of Modern Art 11 West 53rd Street New York, NY 10019-5498	4-Aug-09	N/A	General support	225.00
National Down Syndrome Society 666 Broadway New York, NY 10012	8-Apr-09	N/A	General support	8,490.00
National Gaucher Foundation Inc - National Gaucher Foundation-Md 2227 Idlewood Road Tucker, GA 30084	8-Apr-09	N/A	General support	300.00
National Multiple Sclerosis Society 1 Kalisa Way, Suite 205 Paramus, NJ 07652	9-Jan-09	N/A	General support	150.00
New Canaan Society One Rockefeller Plaza New York, NY 10020	8-Apr-09	N/A	General support	7,500.00
New York and Presbyterian Hospital - New York Weill Cornell Medical Center 525 East 68th Street - Box 221 New York, NY 10065	8-Apr-09	N/A	General support	3,000.00
New York Cares Inc 214 West 29th Street New York, NY 10001	9-Jan-09	N/A	General support	2,250.00
New York School for the Deaf 555 Knollwood Rd White Plains, NY 10603-1928	9-Jan-09	N/A	General support	15,000.00
New York University P. O. Box 837 New York, NY 10009	8-Apr-09	N/A	General support	1,050.00
Newark Public Radio Inc 54 Park Place Newark, NJ 07102	8-Apr-09	N/A	General support	3,000.00
Nunataks Ltd 99 Dromore Road Scarsdale, NY 10583	8-Apr-09	N/A	General support	375.00
Official Catholic Directory-Church of the Annunciation 470 Westchester Avenue Yonkers, NY 10707	9-Jan-09	N/A	General support	37,500.00
Ohr Torah Stone Institutions of Isr Ael 49 West 45th Street, New York, NY 10036	8-Apr-09	N/A	General support	37,500.00
Operation Smile Inc 6453 Tidewater Norfolk, VA 23509	8-Apr-09	N/A	General support	450.00
Ovarian Cancer Research Fund Inc 14 Penn Plz Ste 1400 New York, NY 10122-1491	13-Oct-09	N/A	General support	71,850.00
Oxfam-America Inc 226 Causeway Street Boston, MA 02114-2206	8-Apr-09	N/A	General support	750.00
P E F Israel Endowment Funds Inc 317 Madison Avenue New York, NY 10017	8-Apr-09	N/A	General support	1,350.00
P T O P & V Inc 155 Parkway Hampton Pk, NJ 07640-1820	8-Apr-09	N/A	General support	1,500.00
Pan Massachusetts Challenge Trust 77 Fourth Avenue Needham, MA 02494	13-Oct-09	N/A	General support	750.00
Parent Teacher Association of the High School of Math Science and 240 Convent Ave New York, NY 10031-0000	13-Oct-09	N/A	General support	600.00
Parents Against Childhood Epilepsy Inc 7 East 85th Street New York, NY 10028	8-Apr-09	N/A	General support	15,000.00
Parents and Teachers Association Inc 292 Greenwich St New York, NY 10007-1048	4-Aug-09	N/A	General support	1,500.00
Parents and Teachers Association of P S 29 Inc 425 Henry St Brooklyn, NY 11201-6010	13-Oct-09	N/A	General support	7,500.00
Partners in Health A Nonprofit Corporation P O Box 845578 Boston, MA 02284	8-Apr-09	N/A	General support	1,500.00
Pennsylvania State University One Old Main University Park, PA 16802	4-Aug-09	N/A	General support	195.00
Person to Person Inc 1864 Post Road Danan, CT 06820-5802	8-Apr-09	N/A	General support	37,500.00
Pet Animal Welfare Society of Connecticut 504 Main Ave Norwalk, CT 06851-1038	8-Apr-09	N/A	General support	75.00
Philadelphia Ronald McDonald House Inc 3925 Chestnut Street Philadelphia, PA 19104	8-Apr-09	N/A	General support	6,000.00
Philharmonic-Symphony Society of New York Inc 10 Lincoln Center Plaza New York, NY 10023	4-Aug-09	N/A	General support	4,500.00
Pins for Pauly Foundation 24 Kenny Ave Merrick, NY 11566-3918	4-Aug-09	N/A	General support	600.00
Planned Parenthood of New York City Inc 26 Bleeker Street New York, NY 10012-2413	8-Apr-09	N/A	General support	300.00
Play for P I N K Inc 175 East 74th Street #17B New York, NY 10021-3213	9-Jan-09	N/A	General support	900.00
Pomfret School Incorporated 398 Pomfret St Pomfret, CT 06258-8002	4-Aug-09	N/A	General support	7,500.00
Pomona College 550 N College Avenue Claremont, CA 91711	8-Apr-09	N/A	General support	15,000.00
President & Fellows of Middlebury College 5370 Middlebury College Middlebury, VT 05753-0000	8-Apr-09	N/A	General support	11,250.00
President and Directors of Georgetown College for Georgetown University Department 0733 Washington, DC 20073-0733	4-Aug-09	N/A	General support	15,000.00
Prostate Cancer Foundation 1250 Fourth St Santa Monica CA 90401-1304	13-Oct-09	N/A	General support	300.00
Rabbi Israel Meyer Hacohen Rabbinical Seminary of America 76-01 147 Street Flushing, NY 11367	4-Aug-09	N/A	General support	3,000.00
Rett Syndrome Research Foundation 4600 Devitt Drive Cincinnati, OH 45246-1104	13-Oct-09	N/A	General support	8,250.00
Return-United Fund Education 1314 Avenue J Brooklyn NY 11230	8-Apr-09	N/A	General support	3,000.00
Robin Hood Foundation 826 Broadway 9th floor New York, NY 10003	4-Aug-09	N/A	General support	300,600.00
Roxbury Latin School Inc 101 St Theresa Avenue Boston, MA 02132	8-Apr-09	N/A	General support	18,750.00
Saint Anns School 129 Pierrepont Street Brooklyn NY 11201	13-Oct-09	N/A	General support	60,000.00
Salvation Army & Its Components 120 West 14th Street New York, NY 10011	8-Apr-09	N/A	General support	300.00
Samuel Waxman Cancer Research Foundation 1249 Fifth Ave New York, NY 10029	8-Apr-09	N/A	General support	150,000.00
SCO Family of Services 1 Alexander Pl Glen Cove, NY 11542-3745	8-Apr-09	N/A	General support	75,000.00
Sea Shepherd Conservation Society P O Box 2616 Friday Harbor, WA 98250	8-Apr-09	N/A	General support	375.00

Name and Address Of Recipient	Date	Relationship To Foundation Manager Or Substantial Contributor	Purpose of Grant or Contributions	Amount
Seafarers & International House Inc 123 East 15th Street New York, NY 10003	9-Jan-09	N/A	General support	3,000.00
Second Harvest Foodbank of Southern Wisconsin 2802 Dairy Drive Madison, WI 53718	8-Apr-09	N/A	General support	1,500.00
Sim USA Incorporated PO Box 7800 Charlotte, NC 28273-9105	8-Apr-09	N/A	General support	8,000.00
Simon Wiesenthal Center 1389 South Roxbury Drive Los Angeles, CA 90035	8-Apr-09	N/A	General support	375.00
Smile Train Inc 41 Madison Avenue New York, NY 10010	8-Apr-09	N/A	General support	3,000.00
Southern Poverty Law Center Inc 400 Washington Avenue Montgomery, AL 36104	8-Apr-09	N/A	General support	1,500.00
Spence School 22 East 91st Street New York, NY 10128-0606	8-Apr-09	N/A	General support	11,250.00
St. Jude Children's Research Hospital 501 St Jude Place Memphis, TN 38105	8-Apr-09	N/A	General support	3,450.00
Stanwich School Inc 257 Stanwich Road Greenwich, CT 06830-3501	4-Jun-09	N/A	General support	25,000.00
Stevens Cooperative School 301 Garden Street Hoboken, NJ 07030	9-Jan-09	N/A	General support	6,000.00
Stonehill College Inc 320 Washington Street North Easton, MA 02357	4-Aug-09	N/A	General support	600.00
Susan G Komen Breast Cancer Foundation - Susan G Komen for the Cure - Philadelphia Affiliate 125 S. 9th St., Ste# 202 Philadelphia, PA 19107	14-Sep-09	N/A	General support	600.00
Swim Across America Inc One International Drive Boston, MA 02110	13-Oct-09	N/A	General support	1,500.00
Tamarack Tower Foundation of the Port Chester Rye Union Free School P O Box 1718 Port Chester, NY 10573	8-Apr-09	N/A	General support	7,500.00
Teach for America Inc 315 W 36th St New York, NY 10018-6532	4-Aug-09	N/A	General support	3,750.00
Tower Foundation of Manhasset Inc PO Box 421 Manhasset, NY 11030	8-Apr-09	N/A	General support	750.00
Trustees of Princeton University 330 Alexander Street, 2nd Floor Princeton, NJ 08543	4-Aug-09	N/A	General support	4,803.00
Trustees of the University of Pennsylvania 433 Franklin Building Philadelphia, PA 19104-6265	4-Aug-09	N/A	General support	263,250.00
Trustees of Columbia University in the City of New York 2960 Broadway New York, NY 10027	4-Aug-09	N/A	General support	2,220.00
Undine Barge Club of Philadelphia P O Box 30236 Philadelphia, PA 19103-8236	8-Apr-09	N/A	General support	300.00
United Humanitarian Mission 2107 Van Ness Ave San Francisco, CA 94109	8-Apr-09	N/A	General support	9,000.00
United Jewish Appeal Federation of Jewish Philanthropies of New York Inc 130 East 59th Street, 10th Floor New York, NY 10022	9-Jan-09	N/A	General support	48,750.00
United Palestinian Appeal Inc 1330 New Hampshire Avenue, NW Washington, DC 20036	4-Aug-09	N/A	General support	45,000.00
United States Fund for UNICEF 125 Maiden Lane New York, NY 10038	8-Apr-09	N/A	General support	300.00
United Synagogue of Conservative Judaism-Park Avenue Synagogue 50 East 87th Street New York, NY 10128	8-Apr-09	N/A	General support	2,250.00
University of Chicago 5801 S. Ellis Avenue Chicago, IL 60637	4-Aug-09	N/A	General support	1,500.00
University of Illinois Foundation P O Box 3428 Champaign, IL 61826-9916	8-Apr-09	N/A	General support	6,000.00
University of Maryland Medical System Foundation Inc 110 S. Paca Street, Baltimore, MD 21201	8-Apr-09	N/A	General support	3,000.00
University of Texas Foundation - University of Texas at Austin 727 East Dean Keeton Street Austin, TX 78705-3224	8-Apr-09	N/A	General support	10,800.00
University of Virginia Foundation P O Box 400314 Charlottesville, VA 22904	8-Apr-09	N/A	General support	8,250.00
US Catholic Conference - Archdiocese of New York 1011 First Avenue 14th Floor New York, NY 10022	4-Aug-09	N/A	General support	300.00
US Catholic Conference - Saint Francis Preparatory School 6100 Francis Lewis Boulevard Fresh Meadows, NY 11365	4-Aug-09	N/A	General support	30,000.00
US Catholic Conference - St Christophers Inn - St Christopher Inn PO Box 150 Garrison, NY 10524	8-Apr-09	N/A	General support	3,750.00
US Catholic Conference-Resurrection School Foundation Inc 910 Boston Post Road Rye, NY 10580	8-Apr-09	N/A	General support	3,750.00
US Catholic Conference-St John the Baptist 69 Valley Street Hillsdale, NJ 07642	8-Apr-09	N/A	General support	9,000.00
USA Outreach Incorporated Priority 1 P O Box 486 Cedarhurst, NY 11516	8-Apr-09	N/A	General support	300.00
Vail Valley Foundation P O Box 309 Vail, CO 81658	8-Apr-09	N/A	General support	15,000.00
Viewpoint Educational Foundation 23620 Mulholland Highway Calabasas, CA 91302	8-Apr-09	N/A	General support	30,000.00
Village Community School 272 West 10th Street New York, NY 10014	13-Oct-09	N/A	General support	300,000.00
Wayne State University 5475 Woodward Avenue Detroit MI 48202	13-Oct-09	N/A	General support	15,000.00
Wellesley College 106 Central Street Wellesley, MA 02481-8293	8-Apr-09	N/A	General support	6,000.00
Westchester Golf Association Caddie Scholarship Fund Inc 49 Knollwood Rd Elmsford, NY 10523-2813	13-Oct-09	N/A	General support	750.00
Winsor School Inc - The Winsor School 103 Pilgrim Road Boston MA 02215	8-Apr-09	N/A	General support	18,750.00
WNYC Radio 160 Vansickel Street New York, NY 10013	8-Apr-09	N/A	General support	750.00
World Vision International PO Box 9716 Federal Way, WA 98063	13-Oct-09	N/A	General support	1,500.00
Worldwide Orphans Foundation 511 Valley Street Maplewood, NJ 07040	8-Apr-09	N/A	General support	1,500.00
Wounded Warriors Inc 920 South 107th Ave Omaha, NE 68114	4-Aug-09	N/A	General support	11,250.00
WWP DBA Wounded Warrior Project 7020 AC Skinner Pkwy Suite 100 Jacksonville, FL 32256	13-Oct-09	N/A	General support	3,375.00
Yeshiva of Far Rockaway 802 Hicksville Road Far Rockaway, NY 11691	8-Apr-09	N/A	General support	6,000.00
Yeshiva Torah Vodaath 425 East 9th Street Brooklyn, NY 11218	4-Aug-09	N/A	General support	1,500.00
Yeshiva University 500 West 185th Street New York, NY 10033	8-Apr-09	N/A	General support	75,000.00
Young Audiences of Massachusetts Inc 255 Elm St. Ste 302 Somerville, MA 02144-2947	8-Apr-09	N/A	General support	6,000.00
Young Life P O Box 520 Colorado Springs, CO 80901	8-Apr-09	N/A	General support	7,500.00
Young Scholars Charter School Inc 1415 N Broad St 2nd Flr Philadelphia, PA 19122-3323	8-Apr-09	N/A	General support	1,050.00
Less Returned Grants				

TOTAL GRANTS PAID - Part I Line 25(a), Part XV Line 3(a) 4,374,019.50

LESS NONQUALIFYING DISTRIBUTIONS - EULE CHARITABLE FOUNDATION (300,000.00)

TOTAL QUALIFYING DISTRIBUTIONS - Part I, Line 25(d) 4,074,019.50

SOROS FUND CHARITABLE FOUNDATION

FORM 990-PF

EIN #13-3388177

YEAR ENDED DECEMBER 31, 2009

<u>Name and Address Of Recipient</u>	<u>Date</u>	<u>Relationship To Foundation Manager Or Substantial Contributor</u>	<u>Purpose of Grant or Contributions</u>	<u>Amount</u>
America Scores - DC Scores 1224 M Street, NW Washington DC 20005	8-Jan-10	N/A	General Support	60,000.00
American Brain Tumor Association 2720 South River Rd Des Plaines, IL 60018	8-Jan-10	N/A	General Support	3,000.00
American Cancer Society Inc 2330 Eastchester Road Bronx, NY 10469	8-Jan-10	N/A	General Support	450.00
American Cancer Society Inc 17 Eastern Parkway Brooklyn, NY 11238	8-Jan-10	N/A	General Support	75.00
American Committee for Sharei Zedek Hospital In Jerusalem Inc 49 W 45th St New York, NY 10036-4603	8-Jan-10	N/A	General Support	6,890.00
American Friends of Yeshiva Dmru Inc 5227 New Utrecht Avenue Brooklyn, NY 11219-3520	8-Jan-10	N/A	General Support	1,500.00
Andrew McDonough B Positive Foundation 101 Rockland Circle Wilmington, DE 19803	8-Jan-10	N/A	General Support	4,500.00
Arthritis Foundation Inc 501 Walt Whitman Rd Melville, NY 11747-2107	8-Jan-10	N/A	General Support	75.00
Avon Products Foundation Incorporated - Avon Breast Cancer 3 Day Boston Avon Plaza Rye, NY 10580-4005	8-Jan-10	N/A	General Support	600.00
Big Apple Performing Arts Inc 11 Broadway, Suite 333 New York, NY 10004	8-Jan-10	N/A	General Support	7,500.00
Boston College Office of Development Chestnut Hill, MA 02467-3800	8-Jan-10	N/A	General Support	13,500.00
Cambridge in America PO Box 8123 New York, NY 10087	8-Jan-10	N/A	General Support	750.00
Cinchouse Community Inc - Operation Homefront Inc 8930 Fourwinds Drive, San Antonio, TX 78239	8-Jan-10	N/A	General Support	675.00
De La Salle Middie School Inc 4145 Kennerly Ave Saint Louis MO 63113-2842	8-Jan-10	N/A	General Support	3,000.00
Faith in the Future Inc PO Box 780188 Maspeth, NY 11378	8-Jan-10	N/A	General Support	450.00
Falmouth Jewish Congregation Inc 7 Hatchville Rd East Falmouth, MA 02538-4007	8-Jan-10	N/A	General Support	60,000.00
Family Center Inc 315 W 36th Street New York, NY 10018	8-Jan-10	N/A	General Support	1,500.00
Food for the Poor Inc 6401 Lyons Road Coconut Creek, FL 33073	8-Jan-10	N/A	General Support	120.00
Fountain House Inc 425 West 47th St New York, NY 10036	8-Jan-10	N/A	General Support	90.00
Fresh Air Fund 633 Third Ave New York, NY 10017	8-Jan-10	N/A	General Support	240.00
Friends of PS166 Inc 132 W 89th Street New York, NY 10024-1902	8-Jan-10	N/A	General Support	1,800.00
Glasswing International USA 25 Orchard Street Amherst, MA 01002	8-Jan-10	N/A	General Support	8,250.00
Greek Orthodox Archdiocese of America - Church of Saint Eleftherios 359 West 24th Street New York, NY 10011	8-Jan-10	N/A	General Support	800.00
Greek Orthodox Archdiocese of America - St Barbara Greek Orthodox Church 27 Forsyth Street New York, NY 10002	8-Jan-10	N/A	General Support	1,500.00
H E A R T S of the Father Outreach Inc P O Box 491 Sheffield, MA 01257-0491	8-Jan-10	N/A	General Support	7,500.00
Habitat for Humanity New York City Inc - Habitat for Humanity International Inc 111 John Street New York, NY 10038-3101	8-Jan-10	N/A	General Support	375.00
Hornes for Our Troops Inc 6 Main Street Taunton, MA 02780	8-Jan-10	N/A	General Support	10,500.00
Hoops for Hope Inc PO Box 895 East Hampton, NY 11937-0701	8-Jan-10	N/A	General Support	15,000.00
Hope for New York 1359 Broadway New York, NY 10018	8-Jan-10	N/A	General Support	298,500.00
Hudson Valley Writers Center Inc 300 Riverside Dr Sleepy Hollow, NY 10591-1414	8-Jan-10	N/A	General Support	3,000.00
Humane Society of the United States Wild Life Land Trust 2100 L Street NW Washington DC 20037	8-Jan-10	N/A	General Support	150.00
Iona Preparatory School 255 Wilmot Road New Rochelle, NY 10804	8-Jan-10	N/A	General Support	15,000.00
Ithaca College 280 Alumni Hall Ithaca, NY 14850	8-Jan-10	N/A	General Support	750.00
Kidney & Urology Foundation of America Inc 152 Madison Avenue New York, NY 10016	8-Jan-10	N/A	General Support	800.00
Legal Information for Families Today 350 Broadway, Suite 1203 New York, NY 10013-3911	8-Jan-10	N/A	General Support	18,750.00
Memorial Sloan-Kettering Cancer Center 302 E 61st Street New York, NY 10065	8-Jan-10	N/A	General Support	8,750.00
MS Great 8 Foundation 107-04 76th Street Ozone Park, NY 11417	8-Jan-10	N/A	General Support	450.00
MS Hope for A Cure Inc 2250 Broadway Apt 1 New York, NY 10024-5842	8-Jan-10	N/A	General Support	14,400.00
National Multiple Sclerosis Society 733 3rd Ave New York, NY 10017-3211	8-Jan-10	N/A	General Support	900.00
New York Road Runners Inc 9 East 89th Street New York, NY 10128-0602	8-Jan-10	N/A	General Support	1,500.00
New York School for the Deaf 555 Knollwood Rd White Plains, NY 10603-1928	8-Jan-10	N/A	General Support	18,000.00
New York University P O Box 837 New York, NY 10009	8-Jan-10	N/A	General Support	150.00
Robin Hood Foundation 826 Broadway 9th floor New York, NY 10003	8-Jan-10	N/A	General Support	13,950.00
Roxbury Latin School Inc 101 St. Theresa Avenue Boston, MA 02132	8-Jan-10	N/A	General Support	37,500.00
Samuel Waxman Cancer Research Foundation 1249 Fifth Ave New York, NY 10028	8-Jan-10	N/A	General Support	2,400.00
Smile Train Inc 41 Madison Avenue New York, NY 10010	8-Jan-10	N/A	General Support	1,500.00
Social Development Institute Inc 2075 79th St Ste A-4 Brooklyn, NY 11214-1834	8-Jan-10	N/A	General Support	450.00
St. Jude Children's Research Hospital 501 St. Jude Place Memphis, TN 38105	8-Jan-10	N/A	General Support	900.00
Stevens Cooperative School 301 Garden Street Hoboken, NJ 07030	8-Jan-10	N/A	General Support	9,000.00
Teach for America Inc 315 W 36th St New York, NY 10018-6532	8-Jan-10	N/A	General Support	30,000.00
Team Continuum Inc 401 5th Ave 4th Floor New York, NY 10016-3317	8-Jan-10	N/A	General Support	600.00
Trustees of the University of Pennsylvania 433 Franklin Building Philadelphia, PA 19104-8265	8-Jan-10	N/A	General Support	78,850.00
US Catholic Conference - Saint Francis Preparatory School 6100 Francis Lewis Boulevard Fresh Meadows, NY 11365	8-Jan-10	N/A	General Support	60,000.00
US Catholic Conference - The Loyola School - Marymount School 980 Park Ave New York, NY 10028	8-Jan-10	N/A	General Support	750.00
US Catholic Conference-Resurrection School Foundation Inc 910 Boston Post Road Rye, NY 10580	8-Jan-10	N/A	General Support	3,750.00
Winsor School Inc - The Winsor School 103 Pilgrim Road Boston, MA 02215	8-Jan-10	N/A	General Support	37,500.00
Young Audiences of Massachusetts Inc 255 Elm St, Ste 302 Somerville, MA 02144-2947	8-Jan-10	N/A	General Support	9,300.00

RETURNED GRANT

(300.00)

TOTAL GRANTS APPROVED FOR FUTURE PAYMENT - Pt XV, Line
3(b)

876,090.00

Soros Fund Charitable Foundation - Expenditure Responsibility Report 2009

Report Required by Regulation 53.4945-5(d)
Tax Return Year Ended 12/31/2009

Grantee Name and Address	Date of Grant	Amount of Grant	Amount Paid in 2009	Purpose of grant	Amount Expended in 2009	Knowledge of Diversion?	Report Received
Eule Charitable Foundation 888 Seventh Avenue New York, NY 10106	12/20/2004	\$ 300,000.00		To provide support for the foundation's charitable activities	\$ 159,940.00	No	2/25/2010
Eule Charitable Foundation 888 Seventh Avenue New York, NY 10106	11/2/2007	\$ 300,000.00		Capital endowment grant	\$ -	No	2/25/2010
Eule Charitable Foundation 888 Seventh Avenue New York, NY 10106	11/7/2008	\$ 300,000.00		Capital endowment grant	\$ -	No	2/25/2010
Open Society Institute 400 West 59th Street New York, NY 10019	10/31/2008	\$ 4,101,513		Capital endowment grant	\$ -	No	7/2/2010
Eule Charitable Foundation 888 Seventh Avenue New York, NY 10106	12/7/2009	\$ 300,000	\$ 300,000	Capital endowment grant	\$ -	No	2/25/2010

► 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

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 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 SOROS FUND CHARITABLE FOUNDATION (FORMERLY SGM SCHOLARSHIP FOUNDATION)	Employer identification number 13-3388177
	Number, street, and room or suite no. If a P.O. box, see instructions. 888 SEVENTH AVENUE, 33RD FLOOR	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10106	

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 ► **JUDY BLUM**

Telephone No ► 212 262-6300 FAX No ► _____

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/16, 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

<p>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.</p>		
<p>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</p>		
<p>c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.</p>		

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)