Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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 FANWOOD FOUNDATION
C/O BESSEMER TRUST

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
630 FIFTH AVENUE

City or town, state, and ZIP code
NEW YORK, NY 10111

A Employer identification number
13-6051922

B Telephone number
212 708-9216

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 [X] 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) ▶$ 12,085,285.

J Accounting method [X] 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))

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	224,249.	224,249.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<695,957.>			
	b Gross sales price for all assets on line 6a 3,695,803.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	<10,585.>	<10,585.>		STATEMENT 2
	12 **Total** Add lines 1 through 11	<482,293.>	213,664.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	20,300.	0.		20,300.
	16a Legal fees STMT 3	600.	0.		600.
	b Accounting fees				
	c Other professional fees STMT 4	68,362.	68,362.		0.
	17 Interest	694.	694.		0.
	18 Taxes STMT 5	2,290.	2,280.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	64,709.	0.		64,709.
	24 **Total operating and administrative expenses** Add lines 13 through 23	156,955.	71,336.		85,609.
	25 Contributions, gifts, grants paid	471,813.			471,813.
	26 **Total expenses and disbursements** Add lines 24 and 25	628,768.	71,336.		557,422.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<1,111,061.>			
	b **Net investment income** (if negative, enter -0-)		142,328.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	2,221,315.	726,366.	726,366.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations			
	b	Investments - corporate stock STMT 7	6,336,562.	7,027,131.	7,391,188.
	c	Investments - corporate bonds STMT 8	460,000.	416,610.	423,847.
	11	Investments - land, buildings and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 9	2,611,223.	2,500,319.	3,543,884.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	11,629,100.	10,670,426.	12,085,285.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	11,629,100.	10,670,426.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30	**Total net assets or fund balances**	11,629,100.	10,670,426.	
	31	**Total liabilities and net assets/fund balances**	11,629,100.	10,670,426.	

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	11,629,100.
2	Enter amount from Part I, line 27a	2	<1,111,061.>
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED DEP	3	152,387.
4	Add lines 1, 2, and 3	4	10,670,426.
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	10,670,426.

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	CLASS ACTIONS	P	VARIOUS	03/13/09
b	PUBLICLY TRADED SECURITIES	P	VARIOUS	06/29/09
c	PUBLICLY TRADED SECURITIES	P	VARIOUS	07/07/09
d	PASS THROUGH ENTITIES	P	VARIOUS	VARIOUS
e	CAPITAL GAINS DIVIDENDS			

	(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	962.			962.
b	1,108,285.		1,176,749.	<68,464.>
c	2,584,509.		3,160,057.	<575,548.>
d			54,954.	<54,954.>
e	2,047.			2,047.

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				962.
b				<68,464.>
c				<575,548.>
d				<54,954.>
e				2,047.

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	<695,957.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	709,637.	12,605,743.	.056295
2007	799,545.	14,794,352.	.054044
2006	617,590.	12,664,609.	.048765
2005	774,201.	11,302,588.	.068498
2004	626,111.	11,063,322.	.056593

2 Total of line 1, column (d)	2	.284195
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	.056839
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	11,020,230.
5 Multiply line 4 by line 3	5	626,379.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,423.
7 Add lines 5 and 6	7	627,802.
8 Enter qualifying distributions from Part XII, line 4	8	557,422.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☐ 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)			1	2,847.
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	2,847.
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	2,847.
6 Credits/Payments				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	10,509.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d			7	10,509.
8 Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	7,662.
11 Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶	7,662.	Refunded ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see 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 ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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
4a 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? N/A	4b		
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	
8a Enter the states to which the foundation reports or with which it is registered (see 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)? *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 instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ BESSEMER TRUST Telephone no ▶212 708-9216

Located at ▶630 FIFTH AVENUE, NEW YORK, NY ZIP+4 ▶10111

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 N/A

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)?	N/A	1b		
	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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |

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

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WHITNEY STEVENS 18 EAST 41 STREET NEW YORK, NY 10018	TRUSTEE 5.00	0.	0.	0.
ROBERT T. STEVENS P.O. BOX 1510 HELENA, MT	TRUSTEE 5.00	0.	0.	0.
J. WHITNEY STEVENS 535 PARK AVENUE NEW YORK, NY 10018	TRUSTEE 5.00	0.	0.	0.
VICTOR E. D. KING P.O. BOX 5244 PLAINFIELD, NJ 07061	TRUSTEE 5.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	7,677,031.
b	Average of monthly cash balances		1b	1,349,951.
c	Fair market value of all other assets		1c	2,161,069.
d	Total (add lines 1a, b, and c)		1d	11,188,051.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	11,188,051.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	167,821.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	11,020,230.
6	**Minimum investment return.** Enter 5% of line 5		6	551,012.

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

1	Minimum investment return from Part X, line 6		1	551,012.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 2,847.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	2,847.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	548,165.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	548,165.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	548,165.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	557,422.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	557,422.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	557,422.

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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				548,165.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			432,788.	
b Total for prior years ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 557,422.				
a Applied to 2008, but not more than line 2a			432,788.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				124,634.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				423,531.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV | Private Operating Foundations (see 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					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV | Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see 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))

NONE

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 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

VICTOR E. D. KING, 908 756-7804
P.O. BOX 5244

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

BUDGET, EXPLANATION, AUDIT AND 501(C)3 LETTER

c Any submission deadlines

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

NONE

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				
OLD WESTBURY PRIVATE EQUITY FUND LLC -SERIES A				13.
SEE ATTACHED SCHEDULES				471,800.
Total			▶ 3a	471,813.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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
	(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					
4 Dividends and interest from securities			14	224,249.	
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			01	<10,585.>	
8 Gain or (loss) from sales of assets other than inventory			18	<695,957.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		<482,293.>	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 <482,293.>

(See worksheet in line 13 instructions 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)

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
		N/A	

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

Whitney Stevens | 11-3-10 | Trustee

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ▶ ☐	Preparer's identifying number
Kevin M Barry	11-2-10		P00345584

Firm's name (or yours if self-employed), address, and ZIP code: BESSEMER TRUST
630 FIFTH AVENUE, 34TH FLOOR
NEW YORK, NY 10111-0333

EIN ▶

Phone no 212-708-9100

Form **990-PF** (2009)

923622
02-02-10

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BESSEMER TRUST	41,155.	2,047.	39,108.
DLJ EUROPEAN PRIVATE EQUITY PARTNERS LP	6,872.	0.	6,872.
GROWTH EQUITY PARTNERS FUND, L.P.	5.	0.	5.
HASTINGS EQUITY FUND LL	77.	0.	77.
JP MORGAN CHASE 8554440	231.	0.	231.
JPM-CHASE A21795009	83,793.	0.	83,793.
METAPOINT PARTNERS FD IV,L.P.	91,367.	0.	91,367.
OLD WESTBURY PRIVATE EQUITY FUND 2001 LLC	2,775.	0.	2,775.
SMITH BARNEY	21.	0.	21.
TOTAL TO FM 990-PF, PART I, LN 4	226,296.	2,047.	224,249.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
DLJ EUROPEAN PRIVATE EQUITY PARTNERS LP	<8,943.>	<8,943.>	
OLD WESTBURY PRIVATE EQUITY FUND 2001 LLC	<1,642.>	<1,642.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<10,585.>	<10,585.>	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEE	600.	0.		600.
TO FM 990-PF, PG 1, LN 16A	600.	0.		600.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BESSEMER TRUST	9,400.	9,400.		0.
JP MORGAN CHASE	29,416.	29,416.		0.
PARTNERSHIP EXPENSES	29,546.	29,546.		0.
TO FORM 990-PF, PG 1, LN 16C	68,362.	68,362.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	2,290.	2,280.		0.
TO FORM 990-PF, PG 1, LN 18	2,290.	2,280.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE EXPENSE	64,650.	0.		64,650.
MISCELLANEOUS EXPENSE	59.	0.		59.
TO FORM 990-PF, PG 1, LN 23	64,709.	0.		64,709.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED BT	2,254,294.	2,372,398.
SEE SCHEDULE ATTACHED JPM	4,772,837.	5,018,790.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,027,131.	7,391,188.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED JPM	416,610.	423,847.
TOTAL TO FORM 990-PF, PART II, LINE 10C	416,610.	423,847.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED JPM	COST	331,559.	313,635.
METAPOINT PARTNERS FUND IV LP	COST	182,367.	182,367.
DLJ EUROPEAN PRIVATE EQUITITES PARTNERS L.P.	COST	171,590.	171,590.
GROWTH EQUITY PARTNERS FUND L.P.	COST	4,431.	4,431.
OWP EQUITY FUND 2001 LLC SERIES A	COST	498,840.	498,840.
OFFSHORE FUNDS	COST	1,247,820.	2,309,309.
HASTINGS EQUITY FUND II L.P.	COST	63,712.	63,712.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,500,319.	3,543,884.

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

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

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

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

Type or print File by the extended due date for filing the return See instructions	Name of Exempt Organization THE FANWOOD FOUNDATION C/O BESSEMER TRUST	**Employer identification number** 13-6051922
	Number, street, and room or suite no If a P O. box, see instructions 630 FIFTH AVENUE	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions. NEW YORK, NY 10111	

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

[ ] Form 990 [ ] Form 990-EZ [ ] Form 990-T (sec. 401(a) or 408(a) trust) [ ] Form 1041-A [ ] Form 5227 [ ] Form 8870
[ ] Form 990-BL [X] Form 990-PF [ ] Form 990-T (trust other than above) [ ] Form 4720 [ ] Form 6069

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

● The books are in the care of ▶ BESSEMER TRUST 630 FIFTH AVENUE - NEW YORK, NY 10111
Telephone No. ▶ 212 708-9216 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 is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2010

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

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

7 State in detail why you need the extension
INFORMATION NEEDED FOR A COMPLETE AND ACCURATE TAX RETURN IS UNAVAILABLE AT THIS TIME.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	$	1,620.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$	10,509.
c **Balance Due.** Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	$	0.

Signature and Verification

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

Signature ▶ Title ▶ Date ▶

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

923832
05-26-09

Statement dated December 31, 2009
INV809 - FANWOOD FDN

Trade date basis

Account Holdings

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Cash and short term									
CASH IN PROCESS			($378)		($378)	(0 4%)			
BESSEMER SWEEP PROGRAM 0 150 %	102,278 740	1 00	102,277	1 000	102,277	100 4		152	0 15
Total cash and short term			**$101,899**		**$101,899**	**100.0%**		**$152**	
Fixed income									
Funds									
OLD WESTBURY FIXED INC FD BOOK COST 350,000	29,838 022	$11 73	$350,000	$11 410	$340,451	100 0%	($9,549)	$11,219	3 30%
Total fixed income			**$350,000**		**$340,451**	**100.0%**	**($9,549)**	**$11,219**	**3.30%**
U.S. Large cap									
Consumer discretionary									
DISNEY (WALT) HOLDING CO *(DIS)*	504	$19 07	$9,611	$32 250	$16,254	2 5%	$6,643	$176	1 09%
KOHL'S CORP *(KSS)*	335	35 33	11,835	53 930	18,066	2 7	6,231		
LOWES COS INC *(LOW)*	849	21 38	18,150	23 390	19,858	3 0	1,708	305	1 54
STAPLES INC *(SPLS)*	862	22 51	19,406	24 590	21,196	3 2	1,790	284	1 34
Total consumer discretionary			**$59,002**		**$75,374**	**11.4%**	**$16,372**	**$765**	**1.01%**

Statement dated December 31, 2009
INV809 - FANWOOD FDN

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Consumer staples									
PROCTER & GAMBLE CO *(PG)*	447	$67 09	$29,991	$60 630	$27,101	4 1%	($2,890)	$786	2 90%
WAL-MART STORES INC *(WMT)*	405	47 30	19,157	53 450	21,647	3 3	2,490	441	2 04
Total consumer staples			**$49,148**		**$48,748**	**7.4%**	**($400)**	**$1,227**	**2.52%**
Energy									
APACHE CORP *(APA)*	172	$80 06	$13,770	$103 170	$17,745	2 7%	$3,975	$103	0 58%
EOG RES INC *(EOG)*	270	99 25	26,797	97 300	26,271	4 0	(526)	313	1 19
HESS CORP *(HES)*	350	54 55	19,093	60 500	21,175	3 2	2,082	140	0 66
WEATHERFORD INTL LTD	950	14 55	13,827	17 910	17,014	2 6	3,187		
Total energy			**$73,487**		**$82,205**	**12.5%**	**$8,718**	**$556**	**0.68%**
Financials									
AMERICAN EXPRESS *(AXP)*	585	$29 99	$17,547	$40 520	$23,704	3 6%	$6,157	$421	1 78%
JPMORGAN CHASE & CO *(JPM)*	519	42 85	22,238	41 670	21,626	3 3	(612)	103	0 48
MORGAN STANLEY GRP INC *(MS)*	746	30 03	22,399	29 600	22,081	3 4	(318)	149	0 68
T ROWE PRICE GROUP INC *(TROW)*	351	40 98	14,384	53 250	18,690	2 8	4,306	351	1 88
Total financials			**$76,568**		**$86,101**	**13.1%**	**$9,533**	**$1,024**	**1.19%**
Health care									
CELGENE CORP *(CELG)*	405	$56 59	$22,918	$55 680	$22,550	3 4%	($368)		
JOHNSON & JOHNSON *(JNJ)*	200	59 33	11,865	64 410	12,882	2 0	1,017	392	3 04
PFIZER INC *(PFE)*	1,025	17 27	17,704	18 190	18,644	2 8	940	738	3 96
TEVA PHARM INDS LTD ADR	362	46 44	16,811	56 180	20,337	3 1	3,526	174	0 86
THERMO FISHER SCIENTIFIC *(TMO)*	288	48 29	13,907	47 690	13,734	2 1	(173)		
Total health care			**$83,205**		**$88,147**	**13.4%**	**$4,942**	**$1,304**	**1.48%**

Statement dated December 31, 2009
INV809 - FANWOOD FDN

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Industrials									
FEDEX CORP *(FDX)*	175	$81 91	$14,334	$83 450	$14,603	2 2%	$269	$77	0 53%
ILLINOIS TOOL WORKS INC *(ITW)*	428	48 73	20,856	47 990	20,539	3 1	(317)	1,061	5 17
INGERSOLL-RAND PUBLIC LTD	575	35 98	20,687	35 740	20,550	3 1	(137)	161	0 78
TYCO INTL LTD NEW	550	34 87	19,180	35 680	19,624	3 0	444	440	2 24
UNION PACIFIC CORP *(UNP)*	211	52 69	11,118	63 900	13,482	2 0	2,364	227	1 69
UNITED PARCEL SERVICE CL B *(UPS)*	207	51 28	10,615	57 370	11,875	1 8	1,260	372	3 14
Total industrials			**$96,790**		**$100,673**	**15.3%**	**$3,883**	**$2,338**	**2.32%**
Information technology									
CISCO SYSTEMS INC *(CSCO)*	1,178	$24 15	$28,448	$23 940	$28,201	4 3%	($247)		
CORNING INC *(GLW)*	906	13 10	11,873	19 310	17,494	2 7	5,621	181	1 04
EMC CORP *(EMC)*	1,167	11 97	13,965	17 470	20,387	3 1	6,422		
GOOGLE INC *(GOOG)*	33	411 33	13,574	619 980	20,459	3 1	6,885		
MICROSOFT CORP *(MSFT)*	750	27 71	20,783	30 480	22,860	3 5	2,077	390	1 71
PAYCHEX INC *(PAYX)*	650	29 77	19,353	30 640	19,916	3 0	563	806	4 05
Total information technology			**$107,996**		**$129,317**	**19.6%**	**$21,321**	**$1,377**	**1.06%**
Materials									
DOW CHEMICAL *(DOW)*	750	$26 67	$20,004	$27 630	$20,722	3 1%	$718	$450	2 17%
INTERNATIONAL PAPER *(IP)*	1,050	24 05	25,256	26 780	28,119	4 3	2,863	105	0 37
Total materials			**$45,260**		**$48,841**	**7.4%**	**$3,581**	**$555**	**1.14%**
Total u.s. large cap			**$591,456**		**$659,406**	**100.0%**	**$67,950**	**$9,146**	**1.39%**

Statement dated December 31, 2009
INV809 - FANWOOD FDN

Trade date basis

Non-U.S. Large cap

Non-U.S. large cap funds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
OLD WESTBURY NON-US LC FD BOOK COST 344,441	36,526 179	$9 43	$344,441	$9 300	$339,693	100 0%	($4,748)	$4,784	1 41%
Total non-u.s. large cap			**$344,441**		**$339,693**	**100.0%**	**($4,748)**	**$4,784**	**1.41%**

Global Small & Mid cap

Global small & mid cap funds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
OLD WEST GL SM & MD CAP FD BOOK COST 344,923	33,262 740	$10 22	$339,931	$12 770	$424,765	100 0%	$84,834	$3,459	0 81%
Total global small & mid cap			**$339,931**		**$424,765**	**100.0%**	**$84,834**	**$3,459**	**0.81%**

Global Opportunities

Global opportunities funds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
OLD WESTBURY GL OPPTIES FD BOOK COST 415,000	56,645 864	$7 33	$415,000	$7 070	$400,486	100 0%	($14,514)	$9,516	2 38%
Total global opportunities			**$415,000**		**$400,486**	**100.0%**	**($14,514)**	**$9,516**	**2.38%**

Statement dated December 31, 2009
INV809 - FANWOOD FDN

Trade date basis

Real Return / Commodities

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Real return funds									
OLD WESTBURY REAL RETRN FD BOOK COST 213,466	21,054 550	$10 14	$213,466	$9 860	$207,597	100 0%	($5,869)	$1,831	0 88%
Total real return / commodities			**$213,466**		**$207,597**	**100.0%**	**($5,869)**	**$1,831**	**0.88%**
Total value of account without alternative investments			**$2,356,193**		**$2,474,297**		**$118,104**	**$40,107**	**1.62%**

Alternative investments

Alternative investments

Total alternative investments (estimated fair value)*

Total value of account

	Market value
Total interest and dividends accrued	
Total value of account including accruals	

* See Alternative Investment schedule for details

J.P.Morgan

FANWOOD FOUNDATION TRUST- PRIN ACCT
For the Period 12/1/09 to 12/31/09

Equity Detail

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
JPMORGAN TR I GROWTH ADVANTAGE FUND SELECT SHARE CLASS FUND 1567 4812A3-71-8 JGAS X	43,736 969	7 27	317,967 76	261,101 54	56,866.22		
ABBOTT LABORATORIES 002824-10-0 ABT	175 000	53 99	9,448.25	9,104 27	343 98	280 00	2 96%
ADVANCED AUTO PARTS INC 00751Y-10-6 AAP	50 000	40 48	2,024 00	1,503 85	520 15	12 00 3 00	0 59%
AETNA INC 00817Y-10-8 AET	125 000	31 70	3,962 50	2,868 52	1,093 98	5 00	0 13%
AFLAC INC 001055-10-2 AFL	75 000	46 25	3,468 75	3,268 72	200 03	84 00	2 42%
AMAZON COM INC 023135-10-6 AMZN	15 000	134 52	2,017 80	1,250 65	767 15		
ANADARKO PETROLEUM CORP 032511-10-7 APC	40 000	62 42	2,496 80	1,724 73	772 07	14 40	0 58%
APACHE CORP 037411-10-5 APA	50 000	103 17	5,158 50	4,115 25	1,043 25	30 00	0 58%
APPLE INC. 037833-10-0 AAPL	40 000	210 73	8,429 28	4,992 19	3,437 09		
APPLIED MATERIALS INC 038222-10-5 AMAT	325 000	13 94	4,530 50	4,260.30	270 20	78 00	1 72%

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	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
AT&T INC 00206R-10-2 T	200 000	28 03	5,606 00	6,526 00	(920 00)	336 00	5 99%
BANK OF AMERICA CORP 060505-10-4 BAC	475 000	15 06	7,153 50	10,366 86	(3,213 36)	19 00	0 27%
BANK OF NEW YORK MELLON CORP 064058-10-0 BK	200 000	27 97	5,594 00	6,372 78	(778 78)	72 00	1 29%
BAXTER INTERNATIONAL INC 071813-10-9 BAX	50 000	58 68	2,934 00	2,383 06	550 94	58 00 14 50	1 98%
BB & T CORP 054937-10-7 BBT	100 000	25 37	2,537 00	1,631 17	905 83	60 00	2 36%
BOEING CO 097023-10-5 BA	50 000	54 13	2,706 50	4,425 00	(1,718 50)	84 00	3 10%
BRISTOL MYERS SQUIBB CO 110122-10-8 BMY	150 000	25 25	3,787 50	3,077 33	710 17	192 00 48 00	5 07%
CARDINAL HEALTH INC 14149Y-10-8 CAH	50 000	32 24	1,612 00	1,095 13	516 87	35 00 8 75	2 17%
CATERPILLAR INC 149123-10-1 CAT	25 000	56 99	1,424 75	606 81	817 94	42 00	2 95%
CELGENE CORPORATION 151020-10-4 CELG	100 000	55 68	5,568 00	4,878.18	689 82		
CHEVRON CORP 166764-10-0 CVX	85 000	76 99	6,544 15	5,362 81	1,181 34	231 20	3 53%
CISCO SYSTEMS INC 17275R-10-2 CSCO	475 000	23 94	11,371 50	2,929 16	8,442.34		

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
CITIGROUP INC 172967-10-1 C	825 000	3 31	2,730 75	3,302 62	(571 87)		
COACH INC 189754-10-4 COH	35 000	36 53	1,278 55	1,168 62	109 93	10 50	0 82%
COCA COLA CO 191216-10-0 KO	60 000	57 00	3,420 00	3,444 38	(24 38)	98 40	2 88%
COMCAST CORP CL A 20030N-10-1 CMCS A	125 000	16 86	2,107 50	2,115 16	(7 66)	47 25	2 24%
CONOCOPHILLIPS 20825C-10-4 COP	75 000	51 07	3,830 25	3,569 53	260 72	150 00	3 92%
CORNING INC 219350-10-5 GLW	275 000	19 31	5,310 25	3,066 31	2,243 94	55 00	1 04%
CVS/CAREMARK CORPORATION 126650-10-0 CVS	200 000	32 21	6,442 00	7,048 02	(606 02)	61 00	0 95%
DEERE & CO 244199-10-5 DE	100 000	54 09	5,409 00	3,350 08	2,058 92	112 00 28 00	2 07%
DEVON ENERGY CORP 25179M-10-3 DVN	80 000	73.50	5,880 00	3,705 83	2,174 17	51 20	0 87%
DOW CHEMICAL CO 260543-10-3 DOW	175 000	27 63	4,835 25	2,218 40	2,616 85	105 00 26 25	2 17%
EDISON INTERNATIONAL 281020-10-7 EIX	175.000	34 78	6,086 50	6,259 11	(172 61)	220 50 55 13	3 62%
EMERSON ELECTRIC CO 291011-10-4 EMR	75 000	42.60	3,195 00	2,630 40	564 60	100 50	3 15%

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	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
EOG RESOURCES INC 26875P-10-1 EOG	25 000	97 30	2,432 50	1,530 23	902 27	14 50	0 60%
EXXON MOBIL CORP 30231G-10-2 XOM	145 000	68 19	9,887 55	3,114 05	6,773 50	243 60	2 46%
FREEPORT-MCMORAN COPPER & GOLD INC CL B 35671D-85-7 FCX	90 000	80 29	7,226 10	3,745 54	3,480 56	54 00	0 75%
GENERAL MILLS INC 370334-10-4 GIS	25 000	70 81	1,770 25	1,229 04	541 21	49 00	2 77%
GILEAD SCIENCES INC 375558-10-3 GILD	75 000	43 27	3,245 25	3,678 94	(433 69)		
GOLDMAN SACHS GROUP INC 38141G-10-4 GS	50 000	168 84	8,442 00	3,659 98	4,782 02	70 00	0 83%
GOOGLE INC CL A 38259P-50-8 GOOG	20 000	619 98	12,399 60	5,918 87	6,480 73		
HEWLETT-PACKARD CO 428236-10-3 HPQ	275 000	51 51	14,165 25	8,621 62	5,543 63	88 00 22 00	0 62%
HONEYWELL INTERNATIONAL INC 438516-10-6 HON	45 000	39 20	1,764 00	1,844 64	(80 64)	54 45	3 09%
INTERNATIONAL GAME TECHNOLOGY 459902-10-2 IGT	75 000	18 77	1,407 75	1,160 42	247 33	18 00 4 50	1 28%
INTERNATIONAL BUSINESS MACHINES CORP 459200-10-1 IBM	45 000	130 90	5,890 50	1,398 15	4,492.35	99 00	1.68%

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
JOHNSON CONTROLS INC 478366-10-7 JCI	200 000	27 24	5,448 00	1,996 66	3,451 34	104 00 26 00	1 91%
JPMORGAN INTREPID AMERICA FUND SELECT SHARE CLASS FUND 1206 4812A2-10-8 JPIA X	6,304 158	20 31	128,037 45	137,691 05	(9,653.60)	2,420 79	1 89%
JPMORGAN INTREPID GROWTH FUND SELECT SHARE CLASS FUND 1202 4812A2-20-7 JPGS X	14,513 602	19 68	285,627 69	315,589 60	(29,961 91)	2,597 93	0 91%
JPMORGAN US LARGE CAP CORE PLUS FUND SELECT FUND 1002 4812A2-38-9 JLPS X	30,072 787	18 18	546,723 27	510,000 00	36,723 27	3,428 29	0 63%
JUNIPER NETWORKS INC 48203R-10-4 JNPR	125 000	26 67	3,333 75	1,992 47	1,341 28		
MANNING & NAPIER FUND INC EQUITY SERIES 563821-60-2 EXEY X	25,905 934	16 97	439,623 70	357,604 06	82,019.64	414 49	0 09%
MASTERCARD INC - CLASS A 57636Q-10-4 MA	10 000	255 98	2,559 80	1,803 93	755 87	6 00	0 23%
MERCK & CO INC 58933Y-10-5 MRK	275 000	36 54	10,048 50	8,426 88	1,621 62	418 00 104 50	4 16%
METLIFE INC 59156R-10-8 MET	50 000	35 35	1,767 50	1,254 43	513 07	37 00	2 09%

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
MICROSOFT CORP 594918-10-4 MSFT	625 000	30 48	19,050 00	16,313 72	2,736 28	325 00	1 71%
MONSANTO CO 61166W-10-1 MON	45 000	81 75	3,678 75	4,994 16	(1,315 41)	47 70	1 30%
MORGAN STANLEY 617446-44-8 MS	175 000	29 60	5,180 00	3,439 61	1,740 39	35 00	0 68%
NATIONAL SEMICONDUCTOR CORP 637640-10-3 NSM	100 000	15 36	1,536 00	1,181 82	354 18	32 00 8 00	2 08%
NETAPP INC 64110D-10-4 NTAP	50 000	34 36	1,718 00	776 53	941 47		
NIKE INC B 654106-10-3 NKE	50 000	66 07	3,303 50	2,809 51	493 99	54 00 13 50	1 63%
NORFOLK SOUTHERN CORP 655844-10-8 NSC	225 000	52.42	11,794 50	11,178 11	616 39	306 00	2 59%
OCCIDENTAL PETROLEUM CORP 674599-10-5 OXY	95 000	81 35	7,728 25	4,892 45	2,835 80	125 40 31 35	1 62%
ORACLE CORP 68389X-10-5 ORCL	175 000	24 53	4,292 75	3,661 61	631 14	35 00	0 82%
PACCAR INC 693718-10-8 PCAR	100 000	36 27	3,627 00	2,782 11	844 89	36 00	0 99%
PARKER-HANNIFIN CORP 701094-10-4 PH	35 000	53 88	1,885 80	1,393 65	492 15	35 00	1 86%
PAYCHEX INC 704326-10-7 PAYX	75 000	30 64	2,298 00	1,934 33	363 67	93 00	4 05%

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
PEPSICO INC 713448-10-8 PEP	95 000	60 80	5,776 00	5,574 54	201 46	171 00 / 42 75	2 96%
PFIZER INC 717081-10-3 PFE	525 000	18 19	9,549 75	7,217 51	2,332.24	378 00	3 96%
PRAXAIR INC 74005P-10-4 PX	50 000	80 31	4,015 50	2,818 50	1,197 00	80 00	1 99%
PROCTER & GAMBLE CO 742718-10-9 PG	200 000	60 63	12,126 00	3,412 08	8,713.92	352 00	2 90%
PRUDENTIAL FINANCIAL INC 744320-10-2 PRU	85 000	49 76	4,229 60	2,756 96	1,472 64	59 50	1 41%
QUALCOMM INC 747525-10-3 QCOM	150 000	46 26	6,939 00	5,260 50	1,678 50	102 00	1 47%
SCHLUMBERGER LTD 806857-10-8 SLB	75 000	65 09	4,881 75	2,971 16	1,910 59	63 00 / 15 75	1 29%
SOUTHERN CO 842587-10-7 SO	75 000	33 32	2,499 00	2,145 72	353 28	131 25	5 25%
SOUTHWESTERN ENERGY CO 845467-10-9 SWN	25 000	48 20	1,205 00	1,069 97	135 03		
SPRINT NEXTEL CORP 852061-10-0 S	425 000	3 66	1,555 50	1,735 74	(180.24)		
STAPLES INC 855030-10-2 SPLS	200 000	24 59	4,918 00	4,250 93	667 07	66 00 / 16 50	1 34%
STARWOOD HOTELS & RESORTS 85590A-40-1 HOT	100 000	36 57	3,657 00	2,122 56	1,534 44	20 00 / 20 00	0 55%

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	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
SYSCO CORP 871829-10-7 SYY	125 000	27 94	3,492 50	3,584 50	(92 00)	125 00 31 25	3 58%
TD AMERITRADE HOLDING CORPORATION 87236Y-10-8 AMTD	75 000	19 38	1,453 50	1,404 62	48 88		
TIME WARNER INC NEW 887317-30-3 TWX	225 000	29 14	6,556 50	4,212 03	2,344 47	168 75	2 57%
UNITED TECHNOLOGIES CORP 913017-10-9 UTX	125 000	69 41	8,676 25	3,926 25	4,750 00	192 50	2 22%
URBAN OUTFITTERS INC 917047-10-2 URBN	50 000	34 99	1,749 50	721 93	1,027 57		
US BANCORP DEL 902973-30-4 USB	225 000	22 51	5,064 75	3,473 54	1,591 21	45 00 11 25	0 89%
V F CORP 918204-10-8 VFC	25 000	73 24	1,831 00	1,423 06	407 94	60 00	3 28%
VERIZON COMMUNICATIONS INC 92343V-10-4 VZ	250 000	33 13	8,282 50	8,790 51	(508 01)	475 00	5 73%
WAL MART STORES INC 931142-10-3 WMT	100 000	53 45	5,345 00	982 75	4,362 25	109 00 27 25	2 04%
WALT DISNEY CO 254687-10-6 DIS	300 000	32 25	9,675 00	6,880 59	2,794 41	105 00 105 00	1 09%
WELLPOINT INC 94973V-10-7 WLP	15 000	58 29	874 35	787 49	86 86		
WELLS FARGO & CO 949746-10-1 WFC	270 000	26 99	7,287 30	4,531 42	2,755 88	54 00	0 74%

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
XILINX CORP 983919-10-1 XLNX	150 000	25 06	3,759 00	3,033 77	725 23	96 00	2 55%
YUM BRANDS INC 988498-10-1 YUM	100 000	34 97	3,497 00	3,430 51	66 49	84 00	2 40%
Total US Large Cap			**$2,153,657.30**	**$1,901,860.08**	**$251,797.22**	**$16,822.10** **$663.23**	**0.78%**
US Mid Cap/Small Cap							
ASTON FDS TAMRO S CAP I 00078H-14-1 ATSI X	16,580 778	16 66	276,235 76	225,000 00	51,235 76	232 13	0 08%
JPMORGAN MID CAP GROWTH SELECT SHARE CLASS FUND 3120 4812C1-71-0 HLGE X	14,083 860	18 32	258,016 32	249,566 00	8,450 32		
JPMORGAN SMALL CAP VALUE FUND SELECT SHARE CLASS FUND 3712 4812C1-79-3 PSOP X	12,793 848	15 19	194,338 55	187,174 00	7,164 55	3,057 72	1 57%
JPMORGAN TR I HIGHBRIDGE STATISTICAL MARKET NEUTRAL FUND SELECT SHARES FUND # 1011 4812A2-43-9 HSKS X	13,673 763	15 74	215,225 03	218,370 00	(3,144 97)	451 23	0 21%
KB HOME 48666K-10-9 KBH	100 000	13 68	1,368 00	1,628 94	(260 94)	25 00	1 83%

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	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Mid Cap/Small Cap							
MANAGERS AMG FUNDS-TIMESSQUARE MID CAP GROWTH FUND 561709-83-3 TMDP X	24,838 326	11 80	293,092 25	230,000 00	63,092 25		
Total US Mid Cap/Small Cap			**$1,238,275.91**	**$1,111,738.94**	**$126,536.97**	**$3,766.08**	**0.30 %**
Non US Equity							
ACE LTD NEW H0023R-10-5 ACE	50 000	50 40	2,520 00	2,237 32	282 68	62 00	2 46 %
ARTIO INTERNATIONAL EQUITY II - I 04315J-83-7 JETI X	26,445 106	11 78	311,523 35	358,000 01	(46,476 66)	15,311 71	4 92 %
COOPER INDUSTRIES PLC CL - A G24140-10-8 CBE	50 000	42 64	2,132 00	1,635 09	496 91	50 00 18 75	2 35 %
COVIDIEN PLC G2554F-10-5 COV	100 000	47 89	4,789 00	3,677 47	1,111 53	72 00	1 50 %
DODGE & COX INTERNATIONAL STOCK 256206-10-3 DODF X	14,784 642	31 85	470,890 85	715,217 39	(244,326 54)	6,446 10	1 37 %
MANNING & NAPIER FUND INC WORLD OPPORTUNITIES SERIES FUND 563821-54-5 EXWA X	17,770 598	8 12	144,297 26	110,000 00	34,297 26	1,048 46	0 73 %
MATTHEWS PACIFIC TIGER FUND -CL I 577130-10-7 MAPT X	9,584 978	19 23	184,319 13	140,788 52	43,530.60	1,399 40	0 76 %
NUVEEN NWQ VALUE OPPORTUNITIES FUND 67064Y-63-6 NVOR X	6,692 683	29 76	199,174 25	175,000 00	24,174 25	762 96	0 38 %

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
Non US Equity							
SPDR GOLD TRUST 78463V-10-7 GLD	750 000	107 31	80,482 50	68,850 00	11,632 50		
T ROWE PRICE INTERNATIONAL FUNDS INC NEW ASIA FUND 77956H-50-0 PRAS X	13,893 719	16 14	224,244 62	181,304 36	42,940 27	1,111 49	0 50%
TRANSOCEAN INC H8817H-10-0 RIG	30 000	82 80	2,484 00	2,527 89	(43 89)		
Total Non US Equity			**$1,626,856.96**	**$1,759,238.05**	**($132,381.09)**	**$26,264.12** **$18.75**	**1.61%**

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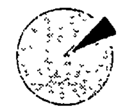
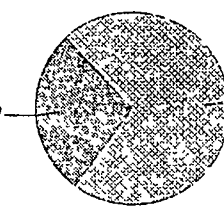
Cash & Short Term Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	31,350 62	297,536 25	266,185 63	5%
Short Term	116,720 87	116,720 87	0 00	2%
Total Value	**$148,071.49**	**$414,257.12**	**$266,185.63**	**7%**

Asset Categories





Market Value/Cost	Current Period Value
Market Value	414,257 12
Tax Cost	414,257 12
Estimated Annual Income	208 27
Accrued Interest	18 03
Yield	0 05%

THE FANWOOD FOUNDATION
SUMMARY OF GRANTS - 2009

EDUCATION:

Andover Alumni Fund	5/15	2,500	
Boys and Girls Harbor, Inc.	12/16	1,000	
The Brearley School	5/01	1,000	
Cambridge In America	12/16	1,000	
East High Angel Foundation	12/16	1,000	
Institute for the Recruitment of Teachers	12/16	4,000	
R & N Johnson Scholarship Fund	12/16	3,000	
King's School, Canterbury	12/16	1,000	
Montana State University, Native American Studies	1/06, 10/14	1,000	
Outward Bound	12/16	3,000	
Princeton University, Class of 1948	5/15	2,500	
Princeton University, Class of 1973	6/17	2,000	
Princeton University Art Museum	12/16	5,000	
Princeton University Library	10/20	1,000	
Teton Science School	4/01	1,000	
Wardlaw-Hartridge School	12/16	3,000	
West Point Fund	12/16	1,500	
			$ 34,500

HEALTH AND HOSPITAL:

American Cancer Society	3/26	250	
Bright Eyes Care & Rehabilitation	1/06	800	
Hepatobiliary-Pancreatic Service (Dr Attiyeh)	12/16	2,500	
Hospital for Special Surgery	12/16	30,000	
International Center for the Disabled	12/16	7,000	
St Luke's-Roosevelt Hospital Center	4/01, 12/16	17,500	
Scottish Rite Language Disorders Clinic	12/16	15,000	
Southampton Hospital	3/10	18,000	
United Hospital Fund	12/16	250	
			$ 91,300

CIVIC, CULTURAL AND ENVIRONMENTAL:

ACCION	1/06	800
ACLU	7/07	500
AERO	1/06, 7/07	4,000
* Afghanistan Zendabad	2/01	800
American Institute for Public Service	12/16	4,500
American Prairie Foundation	2/01	1,600
American Rivers	4/01, 10/14	2,000
American Textile History Musuem	12/16	7,000
American Wildlands	4/01, 10/14	2,000
Amnesty International	4/01, 10/14	800
Animal Rescue Fund of the Hamptons	12/16	500
Apollo	1/06, 7/07	1,600
Artemis Common Ground	4/01, 12/16	2,000

CIVIC, CULTURAL AND ENVIRONMENTAL:
(Continued)

Best Friends Animal Society	4/01	1,000
Blackfoot Indian Land Trust	1/06, 7/07	1,600
Canadian Parks & Wilderness Society	1/06, 7/07	3,100
Canyon Creek Volunteer Fire Department	4/01	500
Canyonlands Field Institute	4/01	800
Castle Crown Wilderness Coalition	10/14	2,400
Center for Conservation Medicine	7/07	1,500
Central Park Conservancy	12/16	1,000
City Harvest, Inc	12/16	300
Citymeals-On-Wheels	12/16	300
Clark Fork Coalition	10/14	1,600
Coalition for a Secure Driver's License	12/16	300
Colorado Public Radio	12/16	1,000
Commentary	12/16	1,000
Conservation Fund	4/01	800
Cousteau Society	4/01, 10/14	2,200
Cultural and Civic Center of Southampton	12/16	250
Defenders of Wildlife	1/06, 7/07	4,000
Denver Institute of Psychoanalysis	12/16	5,000
Doctors Without Borders	1/06, 7/07	2,200
Drug Policy Alliance	12/16	250
Ducks Unlimited	10/14	600
E L I C.C.A , Ltd	12/16	2,500
Earth Justice Legal Defense Fund	7/07	1,600
Earthwatch Institute	7/07	500
Earthworks	1/06	1,600
Eco-Flight	10/14	1,600
Eco-Trust	4/01, 10/14	4,000
Environmental Defense Fund	1/06, 7/07	4,000
Exploration Works	4/01	1,600
Fauna West	4/01, 10/14	900
FINCA	1/06	800
Flathead Substanability Initiative	4/01, 10/14	1,200
Foundation for Animals	1/06	1,200
Foundation for Wildlife Conservation	4/01, 10/14	2,400
Gallatin Institute	12/16	500
Glen Canyon Institute	1/06, 4/01 10/14	3,700
Global Links	10/14	800
God's Love We Deliver	12/16	250
Grand Street Theatre	1/06	400
Grassland Foundation	4/01, 10/14	2,000
Greater Yellowstone Coalition	4/01, 10/14	4,000
Solomon R Guggenheim Foundation	12/16	6,000
Solomon R Guggenheim Foundation	12/16	500
Hacienda de los Milagros	4/01, 10/14	1,700
Hawkwatch International	7/07	500
Headwaters Economics	4/01, 10/14	1,800

THE FANWOOD FOUNDATION
SUMMARY OF GRANTS - 2009

CIVIC, CULTURAL AND ENVIRONMENTAL:
(Continued)

Heartland Institute	4/01	1,000
Heifer International	1/06	800
Helena Civic T V.	7/07	400
Henry Street Settlement	2/17	300
High Country Foundation	7/07	500
Huguenot Heritage	12/16	300
Humane Society, Heart of the Valley	4/01, 10/14	2,000
Humane Society of Lewis & Clark County	1/06, 7/07	2,700
Humane Society of the United States	7/28, 10/14	3,200
Indian Law Resource Center	1/06, 7/07	4,400
K B Y U	1/06	800
K U E D	1/06, 7/07	1,100
K U S M	1/06, 7/07	1,000
Keystone Conservation	10/14	800
Lake Agawam Conservation Association	8/06, 12/16	2,500
Land Institute	4/01, 10/14	2,800
Land Trust Alliance	1/06, 7/07	2,800
Malabar Farm Foundation	1/06, 7/07	1,600
The Manhattan Institute	12/16	3,500
George C. Marshall Foundation	12/16	500
Metropolitan Museum of Art	6/01	1,800
Montana Audubon Council	7/07	1,500
Montana Conservation Voters	7/07	800
Montana Environmental Information Center	4/01, 10/14	5,200
Montana Horse Sanctuary	1/06, 10/14	2,800
Montana Human Rights Network	1/06, 7/07	2,000
Montana Land Reliance	4/01, 10/14	4,000
* Montana Pro Rodeo Hall and Wall of Fame	12/16	3,000
Montana Raptor Conservation Center	7/07	500
Montana Smart Growth Coalition	4/01, 10/14	1,600
Montana Trout Unlimited	8/27, 10/14	2,400
Montana Wilderness Association	4/01, 10/14	2,800
Montana Wildlife Federation	1/06	2,400
Museum of Modern Art	12/16	2,500
National Audubon Society	1/06	800
National Center for Appropriate Technology	4/01, 10/14	2,200
National Parks Conservtion Association	4/01, 10/14	1,700
National Wildlife Federation	10/14	800
Natural Resources Defense Council	1/06, 7/07	4,800
The Nature Conservancy, Canada	7/07	800
The Nature Conservancy, Montana	1/06, 7/07	8,000
The Nature Conservancy, Utah	4/01, 10/14	4,000
New York Foundation for the Arts	5/14, 12/16	20,000
New York Public Library	12/16	300
North American Wolf Foundation	7/07	400
North Carolina Zoological Society	4/01	1,200
Northern Plains Resource Council	1/06, 7/07	4,000
Northwest Coalition for Alternatives to Pesticides	4/01	400

THE FANWOOD FOUNDATION

SUMMARY OF GRANTS - 2009

CIVIC, CULTURAL AND ENVIRONMENTAL:
(Continued)

Ocean Conservancy	5/08, 7/07	3,200
Ogden Nature Center	4/01, 10/14	2,500
Orion, The Hunter's Institute	4/01	400
Owl Institute	7/07	400
Pacific River Network	7/07	800
Park County Environmental Council	4/01, 10/14	1,200
The Parrish Art Museum	12/16	8,000
Peconic Land Trust	8/27	500
Pigeon Institute	7/07	800
Plainfield Symphony	12/16	7,000
The Policy Institute	4/01	800
Prickly Pear Land Trust	1/06, 7/07	1,600
Ranchers Stewardship Alliance	4/01	800
Rapture View	10/14	400
Red Butte Gardens	10/14	1,500
Rocky Mountain Elk Foundation	7/07	800
Rocky Mountain Institute	4/01, 7/07 10/14	3,600
Rogers Memorial Library	12/16	250
Rolling Dog Animal Sanctuary	4/01, 7/07	3,200
Rural Landscape Institute	1/06, 7/07	5,700
SAVE	7/07	800
Save the Cedars League	4/01, 10/14	800
Selkirk Priest Caribou Project	7/07	800
Sonoran Institute	4/01	1,600
Southern Alberta Land Trust	7/07	1,600
Southern Utah Wilderness Alliance	1/06, 7/07	4,400
Southampton Association	5/28	100
Southampton Fresh Air Home	3/13, 5/15	2,100
Southampton Garden Club	12/16	1,500
Southampton Village Ambulance	12/16	250
Southampton Volunteer Firemen's Benevolent Assoc	12/16	250
Southampton Youth Services	12/16	1,000
The Stegner Center	4/01	800
Sustainable Obtainable Solutions	1/06	800
Sweet Grass Museum Society	12/16	250
The Threepenny Review	12/16	500
Triform Camphill Community	12/16	1,000
Trumpeter Swan Society	10/14	1,000
Trust for Public Lands	10/14	800
Turquoise Mountain Foundation	1/06, 7/07	900
Two Dot Community Club	12/16	2,000
Union of Concerned Scientists	7/07	800
Valhalla Foundation	10/14	2,000
Village Improvement Assoc of Southampton	12/16	250
Vital Ground	1/06	800
Washington Assoc of Rail Passengers	10/14	400
Western Resource Advocates	4/01, 10/14	1,200

THE FANWOOD FOUNDATION
SUMMARY OF GRANTS - 2009

CIVIC, CULTURAL AND ENVIRONMENTAL:
(Continued)

Western Sustainability Exchange	10/14	3,600	
Whitney Museum of American Art	12/16	2,250	
Wilderness Project	7/07	800	
Wilderness Society	1/06, 7/07	3,200	
Wildlife Conservation Society	1/06, 7/07	3,200	
Wildlife Rehabilitation, Fly-Away	1/06, 7/07	2,200	
Wildlife Rescue Center of the Hamptons	12/16	500	
Wildlife Trust	4/01, 10/14	2,400	
Wind River Bear Institute	1/06	1,200	
Wolf Haven International	7/07	400	
World Center for Birds of Prey	4/01, 10/14	2,400	
World Wildlife Fund	2/01, 4/01	1,600	
Wyoming Stockgrowers Agricultural Land Trust	4/01, 10/14	4,000	
YMCA Plainfield, NJ	2/01, 12/16	4,500	
YWCA, Plainfield, NJ	12/16	2,500	
Yellowstone Art Museum	12/16	5,000	
Yellowstone to Yukon Conservation Initiative	4/01, 10/14	4,000	
			$ 337,450

RELIGION:

Crescent Avenue Presbyterian Church	12/16	2,500	
Church of the Holy Trinity	4/08, 12/16	500	
* The Church Planting Network, Inc	12/16	4,000	
Ebenezer Baptist Church	12/16	300	
Melville Lutheran Church	12/16	250	
St Andrew's Dune Church	12/16	1,000	
			$ 8,550

TOTAL 2009 GRANTS & CONTRIBUTIONS: **$ 471,800**

* New Donee

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

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

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

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

Type or print File by the extended due date for filing the return See instructions	Name of Exempt Organization THE FANWOOD FOUNDATION C/O BESSEMER TRUST	Employer identification number 13-6051922
	Number, street, and room or suite no. If a P.O. box, see instructions. 630 FIFTH AVENUE	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10111	

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

[ ] Form 990 [ ] Form 990-EZ [ ] Form 990-T (sec. 401(a) or 408(a) trust) [ ] Form 1041-A [ ] Form 5227 [ ] Form 8870
[ ] Form 990-BL [X] Form 990-PF [ ] Form 990-T (trust other than above) [ ] Form 4720 [ ] Form 6069

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

- The books are in the care of ▶ BESSEMER TRUST 630 FIFTH AVENUE - NEW YORK, NY 10111
  Telephone No. ▶ 212 708-9216 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 is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2010.

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

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

7 State in detail why you need the extension
INFORMATION NEEDED FOR A COMPLETE AND ACCURATE TAX RETURN IS UNAVAILABLE AT THIS TIME.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 1,620.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 10,509.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	$ 0.

Signature and Verification

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

Signature ▶ Kevin M Barry Title ▶ Agent Date ▶ 8-10-10

923832
05-26-09

Form **8868** (Rev April 2009) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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

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

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

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

Type or print	Name of Exempt Organization	Employer identification number
	THE FANWOOD FOUNDATION C/O BESSEMER TRUST	13-6051922
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 630 FIFTH AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10111	

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

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ BESSEMER TRUST 630 FIFTH AVENUE - NEW YORK, NY 10111

Telephone No. ▶ 212 708-9216 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 AUGUST 15, 2010 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 2009 or

▶ [ ] tax year beginning ______ , and ending ______ .

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 279.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 10,509.
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.	3c	$ 0.

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.