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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 , 2009, and ending , 20

G Check all that apply [ ] Initial return [ ] Initial return of a former public charity [ ] Final return
[ ] Amended return [X] Address change [ ] Name change

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

Name of foundation
THE RUTH M. KNIGHT FOUNDATION, INC
C/O ERIC NAUMBURG, MD

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
6163 DEVON DRIVE

City or town, state, and ZIP code
COLUMBIA, MD 21044

A Employer identification number
13-6093663

B Telephone number (see page 10 of the instructions)
(410) 992-0461

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)* ▶ $ 1,795,027.

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) (see page 11 of the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ [ ] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	5.	5.	5.	ATCH 1
	4 Dividends and interest from securities	54,156.	54,156.	54,156.	ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-87,180.			
	b Gross sales price for all assets on line 6a 823,760.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	-33,019.	54,161.	54,161.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 3	4,250.	4,250.	4,250.	0.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) **	135.	135.	135.	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 5	4,003.	4,003.	4,003.	
	24 **Total operating and administrative expenses.** Add lines 13 through 23	8,388.	8,388.	8,388.	0.
	25 Contributions, gifts, grants paid	56,000.			56,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	64,388.	8,388.	8,388.	56,000.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-97,407.			
	b **Net investment income** (if negative, enter -0-)		45,773.		
	c **Adjusted net income** (if negative, enter -0-)			45,773.	

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Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	9,205.	8,059.	8,059.
	2 Savings and temporary cash investments	121,212.	150,009.	150,009.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 6	1,627,257.	1,502,199.	1,636,959.
	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)			
	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)	1,757,674.	1,660,267.	1,795,027.
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 ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	1,757,674.	1,660,267.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see page 17 of the instructions)	1,757,674.	1,660,267.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,757,674.	1,660,267.	

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	1,757,674.
2	Enter amount from Part I, line 27a	2	-97,407.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,660,267.
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	1,660,267.

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

2 Capital gain net income or (net capital loss) . . . . . { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-87,180.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) / If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . . ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	109,563.	1,876,561.	0.058385
2007	103,443.	2,119,487.	0.048806
2006	76,150.	1,953,525.	0.038981
2005	115,626.	1,939,268.	0.059624
2004	123,990.	1,887,897.	0.065676

2 **Total** of line 1, column (d)	2	0.271472
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	0.054294
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,620,184.
5 Multiply line 4 by line 3	5	87,966.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	458.
7 Add lines 5 and 6	7	88,424.
8 Enter qualifying distributions from Part XII, line 4	8	56,000.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	915.
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	915.
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	915.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 3,864.		
b	Exempt foreign organizations-tax withheld at source — 6b: 0.		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	3,864.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	2,949.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 2,949. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ _____ (2) On foundation managers ▶ $ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
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?	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 page 19 of the instructions) ▶ NY,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ TAXPAYER Telephone no ▶ 410-992-0461

Located at ▶ 6163 DEVON DRIVE COLUMBIA, MD ZIP + 4 ▶ 21044

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

		Yes	No
1a During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b		
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 page 20 of the instructions)	2b		X
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)*	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)? (see page 22 of the instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☒			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☐ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☐ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		X

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 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
NONE				

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

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

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

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

Total number of others receiving over $50,000 for professional services ▶ 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	1,494,742.
b	Average of monthly cash balances	1b	150,115.
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	1,644,857.
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	1,644,857.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	24,673.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,620,184.
6	**Minimum investment return.** Enter 5% of line 5	6	81,009.

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	81,009.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 915.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	915.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	80,094.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	80,094.
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	80,094.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	56,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	56,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	56,000.

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					80,094.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only					
b Total for prior years 20 07 ,20 06 ,20 05					
3 Excess distributions carryover, if any, to 2009					
a From 2004	31,128.				
b From 2005	27,656.				
c From 2006					
d From 2007					
e From 2008	16,739.				
f **Total** of lines 3a through e		75,523.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 56,000.					
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					56,000.
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))*		24,094.			24,094.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		51,429.			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions					
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions					
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)		7,034.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		44,395.			
10 Analysis of line 9					
a Excess from 2005	27,656.				
b Excess from 2006					
c Excess from 2007					
d Excess from 2008	16,739.				
e Excess from 2009					

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a 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 page 28 of the instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

N/A

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

N/A

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

Check here ▶ [X] 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 SCHEDULE ATTACHED	NONE		GENERAL	56,000.
Total . . . . . ▶ **3a**				56,000.
b *Approved for future payment*				
Total . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	5.	
4 Dividends and interest from securities			14	54,156.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-87,180.	
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)				-33,019.	
13 **Total.** Add line 12, columns (b), (d), and (e)				13	-33,019.

(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**

			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		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

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

Eric Naumberg — Signature of officer or trustee; Date 6/29/2010; Title President

Paid Preparer's Use Only

Preparer's signature	Date 6/28/10	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) 063-38-4519
Firm's name (or yours if self-employed), address, and ZIP code	DORFMAN MIZRACH & THALER, LLP 555 ROUTE ONE SOUTH ISELIN, NJ 08830	EIN	13-1790992
		Phone no	732-404-1860

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		400 AMERICAN EXPRESS CO. PROPERTY TYPE: SECURITIES				P	03/31/2005	VAR
12,495.		17,986.					-5,491.	
		400 AMERICAN EXPRESS CO. PROPERTY TYPE: SECURITIES				P	04/21/2009	VAR
12,495.		8,010.					4,485.	
		530 AT & T INC NEW PROPERTY TYPE: SECURITIES				P	07/25/2006	12/12/2009
14,599.		14,514.					85.	
		560 AUTODESK INC. PROPERTY TYPE: SECURITIES				P	VAR	06/29/2009
11,031.		22,643.					-11,612.	
		560 AVON PRODUCTS INC. PROPERTY TYPE: SECURITIES				P	12/07/2007	08/24/2009
17,941.		23,158.					-5,217.	
		700 BANK OF AMERICA CORP. PROPERTY TYPE: SECURITIES				P	VAR	04/16/2009
7,276.		31,397.					-24,121.	
		50M BANK OF AMERICA 7.4% 1/15/11 PROPERTY TYPE: SECURITIES				P	07/26/2006	05/13/2009
50,600.		53,617.					-3,017.	
		1000 CHEVRONTEXACO CORP. PROPERTY TYPE: SECURITIES				P	06/12/1990	06/29/2009
66,810.		17,604.					49,206.	
		1060 CITIGROUP INC. PROPERTY TYPE: SECURITIES				P	VAR	04/16/2009
4,307.		24,193.					-19,886.	
		70 COACH INC. PROPERTY TYPE: SECURITIES				P	VAR	04/16/2009
1,306.		2,545.					-1,239.	
		900 CORNING INC. PROPERTY TYPE: SECURITIES				P	12/07/2007	06/29/2009
14,553.		22,394.					-7,841.	
		660 CVS CAREMARK CORP PROPERTY TYPE: SECURITIES				P	04/04/2000	11/24/2009
21,018.		14,829.					6,189.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		400 ELECTRONIC ARTS INC. PROPERTY TYPE: SECURITIES				P	03/31/2005	04/16/2009
7,722.		21,000.					-13,278.	
		175 EXELON CORPORATION PROPERTY TYPE: SECURITIES				P	06/29/2009	12/21/2009
8,649.		8,846.					-197.	
		45M FED NAT MORTGAGE 5.125% 7/13/09 PROPERTY TYPE: SECURITIES				P	08/23/2007	07/13/2009
45,000.		45,417.					-417.	
		50M GE CAPITAL CORP 4.625% 9/15/09 PROPERTY TYPE: SECURITIES				P	10/24/2002	09/15/2009
50,000.		49,860.					140.	
		25M GE CAPITAL CORP 4.625% 9/15/09 PROPERTY TYPE: SECURITIES				P	10/24/2002	09/15/2009
25,000.		24,930.					70.	
		335 GENZYME CORP PROPERTY TYPE: SECURITIES				P	12/07/2007	09/25/2009
19,026.		24,447.					-5,421.	
		50M GOLDMAN SACHS GR 6.65% 5/15/09 PROPERTY TYPE: SECURITIES				P	02/20/2007	05/15/2009
50,000.		51,592.					-1,592.	
		1125 INTEL CORP PROPERTY TYPE: SECURITIES				P	01/05/2005	12/21/2009
22,842.		25,454.					-2,612.	
		600 ISHARES TR MSCI EAFI FD. PROPERTY TYPE: SECURITIES				P	VAR	04/16/2009
16,339.		25,193.					-8,854.	
		595 MCGRAW-HILL COS PROPERTY TYPE: SECURITIES				P	08/06/2009	10/27/2009
17,218.		17,844.					-626.	
		560 MEDTRONIC INC. PROPERTY TYPE: SECURITIES				P	01/05/2005	04/16/2009
17,745.		27,531.					-9,786.	
		1450 MICROSOFT INC. PROPERTY TYPE: SECURITIES				P	VAR	VAR
35,037.		39,113.					-4,076.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1350 NY COMMUNITY CORP PROPERTY TYPE: SECURITIES				P	01/05/2005	06/29/2009
14,413.		26,265.					-11,852.	
		390 NOVARTIS PROPERTY TYPE: SECURITIES				P	07/25/2006	09/25/2009
19,066.		21,326.					-2,260.	
		250 PACTIV CORPORATION PROPERTY TYPE: SECURITIES				P	06/29/2009	07/31/2009
6,273.		5,358.					915.	
		435 PNC FINANCIAL SERVICES GP INC. PROPERTY TYPE: SECURITIES				P	VAR	06/29/2009
17,171.		13,890.					3,281.	
		580 QUALCOMM INC. PROPERTY TYPE: SECURITIES				P	VAR	06/29/2009
26,645.		21,336.					5,309.	
		340 RENAISSANCERE HLDGS INCF PROPERTY TYPE: SECURITIES				P	01/05/2005	04/16/2009
16,697.		17,150.					-453.	
		570 ST JUDE MEDICAL INC. PROPERTY TYPE: SECURITIES				P	05/25/2005	10/19/2009
19,516.		23,386.					-3,870.	
		780 SYSCO CORP PROPERTY TYPE: SECURITIES				P	VAR	09/25/2009
19,559.		24,422.					-4,863.	
		600 TEVA PHARM INDS LTD PROPERTY TYPE: SECURITIES				P	VAR	06/29/2009
29,381.		20,201.					9,180.	
		1125 TEXAS INSTRUMENTS INC. PROPERTY TYPE: SECURITIES				P	01/05/2005	08/24/2009
27,263.		25,994.					1,269.	
		390 THERMO FISHER SCIENTIFIC					12/07/2007	11/24/2009
18,427.		22,642.					-4,215.	
		335 UPS PROPERTY TYPE: SECURITIES				P	VAR	11/09/2009
18,819.		23,815.					-4,996.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		560 VIACOM CL B NEW PROPERTY TYPE: SECURITIES				P	VAR	04/16/2009
10,672.		23,544.					-12,872.	
		900 WASTE MANAGEMENT INC. PROPERTY TYPE: SECURITIES				P	VAR	12/02/2009
29,612.		26,257.					3,355.	
		GNMA - RETURN OF PRINCIPAL PROPERTY TYPE: SECURITIES				P	VAR	VAR
1,237.		1,237.						
TOTAL GAIN(LOSS)		.....					-87,180.	

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
RMK FOUNDATION - CHECKING - J.P. MORGAN	5.	5.	5.
TOTAL	5.	5.	5.

ATTACHMENT 2

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
THRU CHARLES SCHWAB	54,156.	54,156.	54,156.
TOTAL	54,156.	54,156.	54,156.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	4,250.	4,250.	4,250.	
TOTALS	4,250.	4,250.	4,250.	0.

ATTACHMENT 4

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
FOREIGN TAX	135.	135.	135.
TOTALS	135.	135.	135.

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INVESTMENT FEES	3,753.	3,753.	3,753.
FILING FEES	250.	250.	250.
TOTALS	4,003.	4,003.	4,003.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 6

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE SCHEDULE	1,502,199.	1,636,959.
TOTALS	1,502,199.	1,636,959.

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

ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION
MICHELE NAUMBURG 441 HARDSCRABBLE ROAD NORTH SALEM, NY 10560	VICE PRESIDENT
ELIZABETH H. NAUMBURG 99 CROSMAN TERRACE ROCHESTER, NY 14620	DIRECTOR
ERIC NAUMBURG 6163 DEVON DRIVE COLUMBIA, MD 21044-3821	PRESIDENT
JUDITH ELLEN NAUMBURG 1330 CERRO GORDON ROAD SANTA FE, NM 87501-6167	TREASURER
CHRISTOPHER LONDON 300 CENTRAL PARK W, APT 18H NEW YORK, NY 10024-1584	DIRECTOR
CARLA NAUMBURG 53 ABERDEEN STREET NEWTON, MA 02461	SECRETARY
	GRAND TOTALS

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2009

Name of estate or trust THE RUTH M. KNIGHT FOUNDATION, INC
C/O ERIC NAUMBURG, MD

Employer identification number 13-6093663

Note: *Form 5227 filers need to complete **only** Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	4,577.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	4,577.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-91,757.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	-91,757.

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

Part III **Summary of Parts I and II**
Caution: *Read the instructions* ***before*** *completing this part*

			(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			4,577.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-91,757.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-87,180.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV **Capital Loss Limitation**

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) **or** b $3,000 . . . . . **16** (3,000)

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *on page 7 of the instructions to figure your capital loss carryover*

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17		
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18				
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19				
20	Add lines 18 and 19	20				
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21				
22	Subtract line 21 from line 20 If zero or less, enter -0-			22		
23	Subtract line 22 from line 17 If zero or less, enter -0-			23		
24	Enter the **smaller** of the amount on line 17 or $2,300			24		
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23			25		
26	Subtract line 25 from line 24			26		
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the **smaller** of line 17 or line 22			27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28		
29	Subtract line 28 from line 27			29		
30	Multiply line 29 by 15% (15)				30	
31	Figure the tax on the amount on line 23 Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)				31	
32	Add lines 30 and 31				32	
33	Figure the tax on the amount on line 17 Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)				33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)				34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).

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

OMB No 1545-0092

2009

Name of estate or trust: THE RUTH M. KNIGHT FOUNDATION, INC

Employer identification number: 13-6093663

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 400 AMERICAN EXPRESS CO.	04/21/2009	VAR	12,495.	8,010.	4,485.
175 EXELON CORPORATION	06/29/2009	12/21/2009	8,649.	8,846.	-197.
595 MCGRAW-HILL COS	08/06/2009	10/27/2009	17,218.	17,844.	-626.
250 PACTIV CORPORATION	06/29/2009	07/31/2009	6,273.	5,358.	915.

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side | Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 400 AMERICAN EXPRESS CO.	03/31/2005	VAR	12,495.	17,986.	-5,491.
530 AT & T INC NEW	07/25/2006	12/12/2009	14,599.	14,514.	85.
560 AUTODESK INC.	VAR	06/29/2009	11,031.	22,643.	-11,612.
560 AVON PRODUCTS INC.	12/07/2007	08/24/2009	17,941.	23,158.	-5,217.
700 BANK OF AMERICA CORP.	VAR	04/16/2009	7,276.	31,397.	-24,121.
50M BANK OF AMERICA 7.4% 1/15/11	07/26/2006	05/13/2009	50,600.	53,617.	-3,017.
1000 CHEVRONTEXACO CORP.	06/12/1990	06/29/2009	66,810.	17,604.	49,206.
1060 CITIGROUP INC.	VAR	04/16/2009	4,307.	24,193.	-19,886.
70 COACH INC.	VAR	04/16/2009	1,306.	2,545.	-1,239.
900 CORNING INC.	12/07/2007	06/29/2009	14,553.	22,394.	-7,841.
660 CVS CAREMARK CORP	04/04/2000	11/24/2009	21,018.	14,829.	6,189.
400 ELECTRONIC ARTS INC.	03/31/2005	04/16/2009	7,722.	21,000.	-13,278.
45M FED NAT MORTGAGE 5.125% 7/13/09	08/23/2007	07/13/2009	45,000.	45,417.	-417.
50M GE CAPITAL CORP 4.625% 9/15/09	10/24/2002	09/15/2009	50,000.	49,860.	140.
25M GE CAPITAL CORP 4.625% 9/15/09	10/24/2002	09/15/2009	25,000.	24,930.	70.
335 GENZYME CORP	12/07/2007	09/25/2009	19,026.	24,447.	-5,421.
50M GOLDMAN SACHS GR 6.65% 5/15/09	02/20/2007	05/15/2009	50,000.	51,592.	-1,592.
1125 INTEL CORP	01/05/2005	12/21/2009	22,842.	25,454.	-2,612.
600 ISHARES TR MSCI EAFI FD.	VAR	04/16/2009	16,339.	25,193.	-8,854.
560 MEDTRONIC INC.	01/05/2005	04/16/2009	17,745.	27,531.	-9,786.
1450 MICROSOFT INC.	VAR	VAR	35,037.	39,113.	-4,076.
1350 NY COMMUNITY CORP	01/05/2005	06/29/2009	14,413.	26,265.	-11,852.
390 NOVARTIS	07/25/2006	09/25/2009	19,066.	21,326.	-2,260.
435 PNC FINANCIAL SERVICES GP INC.	VAR	06/29/2009	17,171.	13,890.	3,281.
580 QUALCOMM INC.	VAR	06/29/2009	26,645.	21,336.	5,309.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side | Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 340 RENAISSANCERE HLDGS INCF	01/05/2005	04/16/2009	16,697.	17,150.	-453.
570 ST JUDE MEDICAL INC.	05/25/2005	10/19/2009	19,516.	23,386.	-3,870.
780 SYSCO CORP	VAR	09/25/2009	19,559.	24,422.	-4,863.
600 TEVA PHARM INDS LTD	VAR	06/29/2009	29,381.	20,201.	9,180.
1125 TEXAS INSTRUMENTS INC.	01/05/2005	08/24/2009	27,263.	25,994.	1,269.
390 THERMO FISHER SCIENTIFIC	12/07/2007	11/24/2009	18,427.	22,642.	-4,215.
335 UPS	VAR	11/09/2009	18,819.	23,815.	-4,996.
560 VIACOM CL B NEW	VAR	04/16/2009	10,672.	23,544.	-12,872.
900 WASTE MANAGEMENT INC.	VAR	12/02/2009	29,612.	26,257.	3,355.
GNMA - RETURN OF PRINCIPAL	VAR	VAR	1,237.	1,237.	

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . . -91,757.

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RUTH M. KNIGHT FOUNDATION, INC.

SECURITIES SCHEDULE

December 31, 2009

(NEG=RET OF CAP) I.D. # 13-6093663

DATE ACQUIRED	xfer	TYPE AND NAME OF SECURITY	INV BEGINNING OF PERIOD # SHARES PAR VALUE	INV BEGINNING OF PERIOD COST BASIS	PURCHASES OR ACQUISITIONS # SHARES PAR VALUE	PURCHASES OR ACQUISITIONS GROSS COST	SALES OR OTHER DISPOSITIONS # SHARES PAR VALUE	SALES OR OTHER DISPOSITIONS SALES PRICE	DATE SOLD	GAIN OR LOSS	INVENTORY END OF PERIOD # SHARES PAR VALUE	INVENTORY END OF PERIOD COST BASIS	MARKET VALUE	INCOME RECEIVED
12/07/06		Accenture Ltd CL A	500	17,107 95	(500)	(17,107 95)				0 00	0	0 00		
12/07/06		Accenture PLC CL A			500	17,107 95				0 00	500	17,107 95	20,750 00	375 00
12/07/06		Accenture Ltd CL A	50	1,719 45	(50)	(1,719 45)				0 00	0	0 00		
12/07/06		Accenture PLC CL A			50	1,719 45				0 00	50	1,719 45	2,075 00	37 50
12/07/07		Accenture Ltd CL A	20	717 95	(20)	(717 95)				0 00	0	0 00		
12/07/07		Accenture PLC CL A			20	717 95				0 00	20	717 95	830 00	15 00
05/16/07		Abbott Laboratories	350	20,138 45						0 00	350	20,138 45	18,896 50	546 00
05/16/07		Abbott Laboratories	50	2,885 45						0 00	50	2,885 45	2,699 50	78 00
03/18/08		Abbott Laboratories	50	2,582 45						0 00	50	2,582 45	2,699 50	78 00
09/16/09		Advance Auto Parts Inc			255	9,887 40				0 00	255	9,887 40	10,322 40	15 30
09/16/09		Advance Auto Parts Inc			35	1,364 82				0 00	35	1,364 82	1,416 80	2 10
03/31/05		American Express Co	50	2,254 73			50	1,558 48	08/06/09	(696 25)	0	0 00		27 00
03/31/05		American Express Co	350	15,730 85			350	10,936 24	07/31/09	(4,794 61)	0	0 00		189 00
04/21/09		American Express Co			350	7,001 95	350	10,936 24	07/31/09	3,934 29	0	0 00		63 00
04/21/09		American Express Co			50	1,007 95	50	1,558 48	08/06/09	550 53	0	0 00		9 00
01/05/05		American Intl Group Inc	0	0 00						0 00	0	0 00		
01/05/05		American Intl Group Inc	0	0 00						0 00	0	0 00		
12/21/09		Andarko Petroleum Corp			185	11,560 33				0 00	185	11,560 33	11,547 70	
12/21/09		Andarko Petroleum Corp			25	1,569 95				0 00	25	1,569 95	1,560 50	
03/18/08		Apple Inc	150	18,548 95						0 00	150	18,548 95	31,609 80	
03/18/08		Apple Inc	20	2,480 95						0 00	20	2,480 95	4,214 64	
10/18/05		Assoc Corp NA 6 25% 11/01/2008	0	0 00						0 00	0	0 00		
07/25/06		AT & T Inc New	700	19,161 95			490	13,504 90	12/21/09	91 53	210	5,748 59	5,886 30	1,148 00
07/25/06		AT & T Inc New	70	1,925 15			40	1,094 22	12/21/09	(5 87)	30	825 06	840 90	114 80
12/07/06		Autodesk Inc	400	16,942 95			400	7,884 91	06/29/09	(9,058 04)	0	0 00		
12/07/06		Autodesk Inc	40	1,702 75			40	783 23	06/29/09	(919 52)	0	0 00		
03/04/08		Autodesk Inc	100	3,324 75			100	1,971 23	06/29/09	(1,353 52)	0	0 00		
03/04/08		Autodesk Inc	20	672 11			20	391 62	06/29/09	(280 49)	0	0 00		
12/07/07		Avon Products Inc	500	20,668 95			500	16,025 63	08/24/09	(4,643 32)	0	0 00		315 00
12/07/07		Avon Products Inc	60	2,489 15			60	1,915 20	08/24/09	(573 95)	0	0 00		37 80
01/11/05		Bank of America Corp	500	22,604 95			500	5,202 40	04/16/09	(17,402 55)	0	0 00		5 00
01/05/05		Bank of America Corp	70	3,205 45			70	723 11	04/16/09	(2,482 34)	0	0 00		0 70
01/11/05		Bank of America Corp	30	1,365 65			30	309 91	04/16/09	(1,055 74)	0	0 00		0 30
10/10/05		Bank of America Corp	100	4,220 95			100	1,040 48	04/16/09	(3,180 47)	0	0 00		1 00
10/16/09		Bank of America Corp			765	13,239 63				0 00	765	13,239 63	11,520 90	4 98
10/16/09		Bank of America Corp			110	1,911 40				0 00	110	1,911 40	1,656 60	0 71
12/21/09		Bank of America Corp			410	6,310 65				0 00	410	6,310 65	6,174 60	2 67
12/21/09		Bank of America Corp			60	931 15				0 00	60	931 15	903 60	0 39
07/26/06		Bank of America 7 4% 1/15/11	50,000	53,617 46			50,000	50,600 00	05/13/09	(3,017 46)	0	0 00		3,114 17
07/31/09		Bank of NY Mellon			540	14,767 10				0 00	540	14,767 10	15,103 80	48 60
07/31/09		Bank of NY Mellon			75	2,058 69				0 00	75	2,058 69	2,097 75	6 75
10/27/09		Bank of NY Mellon			110	3,050 36				0 00	110	3,050 36	3,076 70	9 90
10/27/09		Bank of NY Mellon			20	561 93				0 00	20	561 93	559 40	1 80
07/17/09		Berk Hath Fin 4 625% 10/15/13			50000	52,858 90				0 00	50,000	52,858 90	53,238 10	533 16
01/05/05		BP Plc Adr	400	22,789 95						0 00	400	22,789 95	23,188 00	1,344 00
01/11/05		BP Plc Adr	100	5,721 95						0 00	100	5,721 95	5,797 00	336 00
01/05/05		BP Plc Adr	50	2,854 45						0 00	50	2,854 45	2,898 50	168 00
01/11/05		BP Plc Adr	50	2,866 45						0 00	50	2,866 45	2,898 50	168 00
12/01/06		Caterpillar Inc 5 7% 8/15/16	50,000	52,877 17						0 00	50,000	52,877 17	53,799 85	2,850 00
10/22/09		Check Pt Software Tech F			125	3,974 85				0 00	125	3,974 85	4,235 00	
10/22/09		Check Pt Software Tech F			20	643 49				0 00	20	643 49	677 60	
06/12/90		ChevronTexaco Corp	1,000	17,603 75			1,000	66,810 33	06/29/09	49,206 58	0	0 00		1,300 00
01/05/05		Cisco Systems Inc	1,200	22,425 95						0 00	1,200	22,425 95	28,728 00	

RUTH M. KNIGHT FOUNDATION, INC.

SECURITIES SCHEDULE

December 31, 2009

I.D. # 13-6093663

DATE ACQUIRED	xfer	TYPE AND NAME OF SECURITY		INV. BEGINNING OF PERIOD # SHARES PAR VALUE	INV. BEGINNING OF PERIOD COST BASIS	PURCHASES OR ACQUISITIONS (NEG=RET OF CAP) # SHARES PAR VALUE	PURCHASES OR ACQUISITIONS (NEG=RET OF CAP) GROSS COST	SALES OR OTHER DISPOSITIONS # SHARES PAR VALUE	SALES OR OTHER DISPOSITIONS SALES PRICE	DATE SOLD	GAIN OR LOSS	INVENTORY END OF PERIOD # SHARES PAR VALUE	INVENTORY END OF PERIOD COST BASIS	INVENTORY END OF PERIOD MARKET VALUE	INCOME RECEIVED
01/05/05		Cisco Systems Inc		150	2,819 30						0 00	150	2,819 30	3,591 00	
02/04/90		Citigroup, Inc		1,000	21,260 69			1,000	4,070 94	04/16/09	(17,189 75)	0	0 00		10 00
01/05/05		Citigroup, Inc		60	2,931 95			60	235 84	04/16/09	(2,696 11)	0	0 00		0 60
12/07/07		Coach Inc		0	0 00						0 00	0	0 00		
12/07/07		Coach Inc		60	2,246 75			60	1,119 09	04/16/09	(1,127 66)	0	0 00		
01/11/08		Coach Inc		0	0 00						0 00	0	0 00		
01/11/08		Coach Inc		10	297 95			10	186 52	04/16/09	(111 43)	0	0 00		
01/26/05		Comcast Cp New CL A		900	19,503 95						0 00	900	19,503 95	14,409 00	238 52
01/26/05		Comcast Cp New CL A		135	2,934 05						0 00	135	2,934 05	2,161 35	35 77
10/10/05		Comcast Cp New CL A		150	2,811 80						0 00	150	2,811 80	2,401 50	39 75
01/11/08		Comcast Cp New CL A		0	0 00						0 00	0	0 00		
12/07/07		Corning Inc		800	19,897 95			800	12,942 71	06/29/09	(6,955 24)	0	0 00		80 00
12/07/07		Corning Inc		100	2,495 95			100	1,610 00	06/29/09	(885 95)	0	0 00		10 00
04/04/00		CVS Caremark Corp	LAY	1,000	22,457 26			530	16,883 19	11/24/09	4,980 84	470	10,554 91	15,138 70	305 00
04/04/00		CVS Caremark Corp	LAY	200	4,502 44			130	4,134 40	11/24/09	1,207 81	70	1,575 85	2,254 70	61 00
12/16/08		Disney Walt Co 4 7% 12/01/12		50,000	51,314 00						0 00	50,000	51,314 00	53,997 80	2,350 00
03/31/05		Electronic Arts Inc		50	2,632 45			50	958 57	04/16/09	(1,673 88)	0	0 00		
03/31/05		Electronic Arts Inc		350	18,367 45			350	6,763 72	04/16/09	(11,603 73)	0	0 00		
01/11/05		EMC Corp Mass		1,400	19,329 95						0 00	1,400	19,329 95	24,458 00	
01/11/05		EMC Corp Mass		200	2,769 95						0 00	200	2,769 95	3,494 00	
07/25/06		EMC Corp Mass		600	6,261 95						0 00	600	6,261 95	10,482 00	
05/25/05		Emerson Electric Co		50	2,233 63						0 00	50	2,233 63	2,130 00	66 25
06/29/09		Exelon Corporation				295 00	14,905 98	155	7,667 64	12/21/09	(164 32)	140	7,074 02	6,841 80	309 76
06/29/09		Exelon Corporation				40 00	2,028 89	20	981 57	12/21/09	(32 88)	20	1,014 45	977 40	42 00
04/16/09		Express Scripts Inc				200 00	11,852 15				0 00	200	11,852 15	17,284 00	
04/16/09		Express Scripts Inc				30 00	1,785 43				0 00	30	1,785 43	2,592 60	
01/05/05		Exxon Mobil Corporation		80	3,992 35						0 00	80	3,992 35	5,455 20	132 80
05/25/05		Exxon Mobil Corporation		20	1,119 75						0 00	20	1,119 75	1,363 80	33 20
08/23/07		Fed Home Loan Bk 4 875% 5/14/10		45,000	45,243 25						0.00	45,000	45,243 25	45,760 77	2,193 76
02/12/08		Fed Home Loan Bk 3 625% 12/17/10		50,000	51,265 30						0.00	50,000	51,265 30	51,505 40	1,812 50
08/23/07		Fed Natl Mtg 5 125% 7/13/09		45,000	45,416 91			45,000	45,000 00	07/13/09	(416.91)	0	0 00		2,306 26
10/27/09		Fidelity National Info Services				500 00	11,301 45				0.00	500	11,301 45	11,720 00	25 00
10/27/09		Fidelity National Info Services				70 00	1,589 90				0.00	70	1,589 90	1,640 80	3 50
06/29/09		F P L Group Inc				225 00	12,930 95				0.00	225	12,930 95	11,884 50	212 62
06/29/09		F P L Group Inc				30 00	1,731 88				0.00	30	1,731 88	1,584 60	28 36
04/02/84		General Electric	LAY	1,800	12,516 17						0.00	1,800	12,516 17	27,234 00	1,476 00
01/05/05		General Electric		100	3,626 95						0 00	100	3,626 95	1,513 00	82 00
03/31/05		General Electric		50	1,816 45						0 00	50	1,816 45	756 50	41 00
04/16/09		General Electric				100 00	1,197 95				0 00	100	1,197 95	1,513 00	20 00
10/24/02		GE Cap Corp 4 625% 9/15/09		50,000	49,860 21			50,000	50,000 00	09/15/09	139 79	0	0 00		2,312 50
		GE Cap Corp 4 625% 9/15/09		25,000	24,930 10			25,000	25,000 00	09/15/09	69 90	0	0 00		1,156 26
12/07/07		Genzyme Corporation		300	21,884 75			300	17,045 25	09/25/09	(4,839 50)	0	0 00		
12/07/07		Genzyme Corporation		35	2,562 15			35	1,980 70	09/25/09	(581 45)	0	0 00		
		GNMA #4972575 DD 12/15/28 6%		8,158	9,451 40				824 82		0 00	8,158	8,626 58	6,813 75	404 85
		GNMA #4972575 DD 12/15/28 6%		6,111	3,422 11				412 42		0 00	6,111	3,009 69	3,406 88	202 43
02/20/07		Goldman Sachs GR 6 65% 5/15/09		50,000	51,591 50			50,000 00	50,000 00	05/15/09	(1,591 50)	0	0 00		1,662 50
04/16/09		Google Inc Class A				30 00	11,622 55				0 00	30	11,622 55	18,599 40	
04/16/09		Google Inc Class A				5 00	1,944 55				0 00	5	1,944 55	3,099 90	
07/02/09		Harbor International Fund Inst Cl				705 716	30,036 00				0 00	705 716	30,036 00	38,722 64	497 42
07/02/09		Harbor International Fund Inst Cl				70 572	3,020 00				0 00	70 572	3,020 00	3,872 29	49 74
09/25/09		Heinz H J Co				445 000	17,752 48				0 00	445 000	17,752 48	19,028 20	
09/25/09		Heinz H J Co				65 000	2,600 70				0 00	65 000	2,600 70	2,779 40	
10/22/09		International Business Machines				95 000	11,654 05				0 00	95 000	11,654 05	12,435 50	52 25
10/22/09		International Business Machines				15 000	1,847 65				0 00	15 000	1,847 65	1,963 50	8 25

RUTH M. KNIGHT FOUNDATION, INC.

SECURITIES SCHEDULE

December 31, 2009

I.D. # 13-6093663

DATE ACQUIRED	xfer	TYPE AND NAME OF SECURITY		INV. BEGINNING OF PERIOD # SHARES PAR VALUE	INV. BEGINNING OF PERIOD COST BASIS	PURCHASES OR ACQUISITIONS (NEG=RET OF CAP) # SHARES PAR VALUE	PURCHASES OR ACQUISITIONS GROSS COST	SALES OR OTHER DISPOSITIONS # SHARES PAR VALUE	SALES OR OTHER DISPOSITIONS SALES PRICE	DATE SOLD	GAIN OR LOSS	INVENTORY END OF PERIOD # SHARES PAR VALUE	INVENTORY END OF PERIOD COST BASIS	MARKET VALUE	INCOME RECEIVED
11/29/02		IBM 4 75% 11/29/2012		50,000	49,763 19						0 00	50,000	49,763 19	54,001 65	2,375 00
11/29/02		IBM 4 75% 11/29/2012		25,000	24,881 60						0 00	25,000	24,881 60	27,000 83	1,187 50
01/05/05		Intel Corp		1,000	22,608 95			1,000	20,310 52	12/21/09	(2,298 43)	0	0 00		560 00
01/05/05		Intel Corp		125	2,844 83			125	2,530 98	12/21/09	(313 85)	0	0 00		70 00
04/16/09		Intercontinental Exchange				125 00	10,537 70				0 00	125	10,537 70	14,037 50	
04/16/09		Intercontinental Exchange				25 00	2,114 70				0 00	25	2,114 70	2,807 50	
10/10/05		Ishares Tr Msci Eafi Fd		300	16,992 95						0 00	300	16,992 95	16,584 00	432 28
10/10/05		Ishares Tr Msci Eafi Fd		40	2,274 35						0 00	40	2,274 35	2,211 20	57 64
12/20/05		Ishares Tr Msci Eafi Fd		100	6,038 95						0 00	100	6,038 95	5,528 00	144 09
03/09/06		Ishares Tr Msci Eafi Fd		400	25,053 95			200	8,169 51	04/16/09	(4,357 47)	200	12,526 98	11,056 00	288 18
03/09/06		Ishares Tr Msci Eafi Fd		40	2,514 35						0 00	40	2,514 35	2,211 20	57 64
07/25/06		Ishares Tr Msci Eafi Fd		200	12,665 95			200	8,169 51	04/16/09	(4,496 44)	0	0 00		
07/25/06		Ishares Tr Msci Eafi Fd		30	1,908 65						0 00	30	1,908 65	1,658 40	43 23
07/02/09		Ishares Russell Midcap Growth Index Fd				800	28,479 35				0 00	800	28,479 35	36,272 00	175 09
07/02/09		Ishares Russell Midcap Growth Index Fd				100	3,567 75				0 00	100	3,567 75	4,534 00	21 88
09/21/09		JP Morgan Chase 4 75% 5/1/13				50,000	53,157 50				0 00	50,000	53,157 50	52,772 40	244 10
09/21/09		JP Morgan Chase 4 75% 5/1/13				25,000	26,591 25				0 00	25,000	26,591 25	26,386 20	122 05
10/22/09		Liberty Global Inc CL A				390	8,887 11				0 00	390	8,887 11	8,537 10	
10/22/09		Liberty Global Inc CL A				55	1,261 00				0 00	55	1,261 00	1,203 95	
04/16/09		Matthews Pacific Tiger Fund				2,883 031	35,000 00				0 00	2,883 031	35,000 00	55,440 69	420 92
04/16/09		Matthews Pacific Tiger Fund				658 979	8,000 00				0 00	658 979	8,000 00	12,672 17	96 21
07/02/09		Matthews Pacific Tiger Fund				1,978 892	30,000 00				0 00	1,978 892	30,000 00	38,054 09	288 92
08/06/09		Mcgraw-Hill Cos				520 000	15,588 10	520	15,054 18	10/27/09	(533 92)	0 000	0 00		117 00
08/06/09		Mcgraw-Hill Cos				75 000	2,255 94	75	2,163 61	10/27/09	(92 33)	0 000	0 00		16 88
01/05/05		Medtronic Inc		500	24,569 95			500	15,850 64	04/16/09	(8,719 31)	0	0 00		187 50
01/05/05		Medtronic Inc		60	2,960 75			60	1,894 20	04/16/09	(1,066 55)	0	0 00		22 50
12/02/09		Medtronic Inc				140	6,084 95				0 00	140	6,084 95	6,157 20	
12/02/09		Medtronic Inc				20	876 95				0 00	20	876 95	879 60	
01/05/05		Microsoft Inc		900	24,327 05			900	21,162 08	07/31/09	(3,164 97)	0	0 00		234 00
01/05/05		Microsoft Inc		100	2,714 95			100	2,344 08	07/31/09	(370 87)	0	0 00		26 00
12/20/05		Microsoft Inc		120	3,216 58			120	2,821 61	07/31/09	(394 97)	0	0 00		104 00
12/20/05		Microsoft Inc	LAY	280	7,505 37			280	7,422 13	10/22/09	(83 24)	0	0 00		36 40
12/20/05		Microsoft Inc		10	269 79			10	234 41	07/31/09	(35 38)	0	0 00		18 20
12/20/05		Microsoft Inc	LAY	40	1,079 16			40	1,052 63	10/22/09	(26 53)	0	0 00		
12/02/09		Nalco Holding Co, Inc				710	17,766 62				0 00	710	17,766 62	18,112 10	
12/02/09		Nalco Holding Co, Inc				100	2,510 03				0 00	100	2,510 03	2,551 00	
11/13/09		Nike Inc CL B				145	9,385 13				0 00	145	9,385 13	9,580 15	
11/13/09		Nike Inc CL B				20	1,302 22				0 00	20	1,302 22	1,321 40	
01/05/05		NY Community Bancorp		1,200	23,337 95			1,200	12,818 72	06/29/09	(10,519 23)	0	0 00		600 00
01/05/05		NY Community Bancorp		150	2,927 45			150	1,594 50	06/29/09	(1,332 95)	0	0 00		75 00
11/09/09		Northeast Utilites				305	7,064 33				0 00	305	7,064 33	7,865 95	72 44
11/09/09		Northeast Utilites				45	1,049 91				0 00	45	1,049 91	1,160 55	10 69
07/25/06		Novartis		350	19,130 45			350	17,117 89	09/25/09	(2,012 56)	0	0 00		600 03
07/25/06		Novartis		40	2,195 15			40	1,948 39	09/25/09	(246 76)	0	0 00		68 58
06/29/09		Oracle Corporation				800	17,264 15				0 00	800	17,264 15	19,624 00	80 00
06/29/09		Pactiv Corporation				220	4,708 15	220	5,527 05	07/31/09	818 90	0	0 00		
06/29/09		Pactiv Corporation				30	649 75	30	745 96	07/31/09	96 21	0	0 00		
09/25/09		PG & E Corp				170	7,072 09				0 00	170	7,072 09	7,590 50	71 40
09/25/09		PG & E Corp				25	1,047 65				0 00	25	1,047 65	1,116 25	10 50
02/04/94		PNC Financial Services GP Inc		400	11,670 00			400	15,797 08	06/29/09	4,127 08	0	0 00		304 00
01/11/08		PNC Financial Services GP Inc		35	2,220 20			35	1,374 07	06/29/09	(846 13)	0	0 00		26 60
06/09/09		Pepsico 4 65% 2/15/13				40000	41,925 00				0 00	40,000	41,925 00	42,856 60	325 50
08/24/09		Pepsico Incorporated				350	20,014 95				0 00	350	20,014 95	21,280 00	157 50
08/24/09		Pepsico Incorporated				50	2,866 95				0 00	50	2,866 95	3,040 00	22 50

RUTH M. KNIGHT FOUNDATION, INC.

SECURITIES SCHEDULE

December 31, 2009

(NEG=RET OF CAP) I.D. # 13-6093663

DATE ACQUIRED	xfer	TYPE AND NAME OF SECURITY		INV. BEGINNING OF PERIOD # SHARES PAR VALUE	INV. BEGINNING OF PERIOD COST BASIS	PURCHASES OR ACQUISITIONS # SHARES PAR VALUE	PURCHASES OR ACQUISITIONS GROSS COST	SALES OR OTHER DISPOSITIONS # SHARES PAR VALUE	SALES OR OTHER DISPOSITIONS SALES PRICE	DATE SOLD	GAIN OR LOSS	INVENTORY END OF PERIOD # SHARES PAR VALUE	INVENTORY END OF PERIOD COST BASIS	MARKET VALUE	INCOME RECEIVED
09/25/09		Pfizer Inc				1015	16,756 45				0 00	1,015	16,756 45	18,462 85	162 40
09/25/09		Pfizer Inc				145	2,401 45				0 00	145	2,401 45	2,637 55	23 20
06/29/09		Praxair Inc				215	15,576 78				0 00	215	15,576 78	17,266 65	172 00
06/29/09		Praxair Inc				30	2,181 21				0 00	30	2,181 21	2,409 30	24 00
01/11/05		Proctor & Gamble		60	3,369 35						0 00	60	3,369 35	3,637 80	103 20
07/25/06		Proctor & Gamble		350	19,889 95						0 00	350	19,889 95	21,220 50	602 00
08/21/06		Qualcomm Inc		500	18,319 95			500	22,976 15	06/29/09	4,656 20	0	0 00		245 00
10/16/06		Qualcomm Inc		80	3,016 35			80	3,668 66	06/29/09	652 31	0	0 00		39 20
06/29/09		Questar Corporation				275	8,690 65				0 00	275	8,690 65	11,431 75	70 13
06/29/09		Questar Corporation				40	1,271 74				0 00	40	1,271 74	1,662 80	10 20
01/05/05		Renaissancere Hldgs Incf		300	15,128 97			300	14,739 57	04/16/09	(389 40)	0	0 00		72 00
01/05/05		Renaissancere Hldgs Incf		40	2,021 03			40	1,957 51	04/16/09	(63 52)	0	0 00		9 60
07/25/06		SLM Corporation		0	0 00						0 00	0	0 00		
07/25/06		SLM Corporation		0	0 00						0 00	0	0 00		
05/25/05		St Jude Medical Inc		70	2,879 25			70	2,389 90	10/19/09	(489 35)	0	0 00		
05/25/05		St Jude Medical Inc		500	20,506 95			500	17,125 75	10/19/09	(3,381 20)	0	0 00		
12/07/06		Stryker Corp		350	18,741 95						0 00	350	18,741 95	17,629 50	175 00
12/07/06		Stryker Corp		30	1,615 55						0 00	30	1,615 55	1,511 10	15 00
10/10/05		Sysco Corporation		600	18,909 95			600	15,051 33	09/25/09	(3,858 62)	0	0 00		432 00
10/10/05		Sysco Corporation		80	2,529 95			80	1,998 91	09/25/09	(531 04)	0	0 00		57 60
03/09/06		Sysco Corporation		100	2,981 95			100	2,508 56	09/25/09	(473 39)	0	0 00		72 00
12/07/06		Target Corp		300	17,391 95						0 00	300	17,391 95	14,511 00	198 00
12/07/06		Target Corp		30	1,748 15						0 00	30	1,748 15	1,451 10	19 80
12/07/07		Target Corp		10	568 95						0 00	10	568 95	483 70	6 60
01/11/08		Target Corp		100	5,035 95						0 00	100	5,035 95	4,837 00	66 00
01/11/08		Target Corp		10	512 55						0 00	10	512 55	483 70	6 60
12/21/09		TD Ameritrade Holding Corp				385	7,203 37				0 00	385	7,203 37	7,461 30	
12/21/09		TD Ameritrade Holding Corp				55	1,036 72				0 00	55	1,036 72	1,065 90	
01/11/05		Teva Pharm Inds Ltd		100	2,871 75			100	4,890 94	06/29/09	2,019 19	0	0 00		29 03
10/10/05		Teva Pharm Inds Ltd		500	17,329 70			500	24,490 52	06/29/09	7,160 82	0	0 00		145 16
01/05/05		Texas Instruments Inc		1,000	23,089 95			1,000	24,240 42	08/24/09	1,150 47	0	0 00		330 00
01/05/05		Texas Instruments Inc		125	2,903 70			125	3,022 22	08/24/09	118 52	0	0 00		41 25
12/07/07		Thermo Fisher Scientific		350	20,311 95			350	16,544 22	11/24/09	(3,767 73)	0	0 00		
12/07/07		Thermo Fisher Scientific		40	2,329 95			40	1,882 84	11/24/09	(447 11)	0	0 00		
10/09/09		Unitedhealth Group Inc				350	8,583 95				0 00	350	8,583 95	10,668 00	
10/09/09		Unitedhealth Group Inc				50	1,233 95				0 00	50	1,233 95	1,524 00	
08/21/06		United Parcel Service B		250	17,524 95			250	14,049 68	11/09/09	(3,475 28)	0	0 00		337 50
12/07/06		United Parcel Service B		25	1,971 20			25	1,399 31	11/09/09	(571 89)	0	0 00		33 75
05/16/07		United Parcel Service B		50	3,561 45			50	2,809 94	11/09/09	(751 52)	0	0 00		67 50
12/07/07		United Parcel Service B		10	757 05			10	559 73	11/09/09	(197 32)	0	0 00		13 50
07/25/06		United Technologies Corp		400	24,297 95						0 00	400	24,297 95	27,764 00	616 00
01/11/08		United Technologies Corp		30	2,200 25						0 00	30	2,200 25	2,082 30	46 20
		Verizon New England Inc Notes 6 5%		25,000	25,806 60						0 00	25,000	25,806 60	26,849 43	1,625 00
07/12/04		Verizon Communications		700	24,411 04						0 00	700	24,411 04	23,191 00	1,298 50
03/31/08		Fairpoint Communications Inc	so	0	0 00						0 00	0	0 00		
07/09/04		Verizon Communications		100	3,494 57						0 00	100	3,494 57	3,313 00	185 50
03/31/08		Fairpoint Communications Inc	so	1	0 00						0 00	1	0 00		
04/08/05		Verizon Global Fdg 4% 1/15/08		0	0 00						0 00	0	0 00		
01/05/05		Viacom Inc Cl B New	m	350	15,777 07			350	6,675 06	04/16/09	(9,102 01)	0	0 00		
12/07/07		Viacom Inc Cl B New		20	885 75			20	378 81	04/16/09	(506 94)	0	0 00		
01/05/05		Viacom Inc Cl B New	m	40	1,810 35			40	757 61	04/16/09	(1,052 73)	0	0 00		
07/25/06		Viacom Inc Cl B New		150	5,070 95			150	2,860 74	04/16/09	(2,210 21)	0	0 00		
07/26/06		Vodaphone Group 7 75% 2/15/10		50,000	54,774 89						0 00	50,000	54,774 89	50,374 15	3,875 00
11/24/09		Walgreen Company				460	18,146 75				0 00	460	18,146 75	16,891 20	

RUTH M. KNIGHT FOUNDATION, INC.

SECURITIES SCHEDULE

December 31, 2009

I.D # 13-6093663

DATE ACQUIRED	xfer	TYPE AND NAME OF SECURITY	INV. BEGINNING OF PERIOD # SHARES PAR VALUE	INV. BEGINNING OF PERIOD COST BASIS	PURCHASES OR ACQUISITIONS (NEG=RET OF CAP) # SHARES PAR VALUE	PURCHASES OR ACQUISITIONS GROSS COST	SALES OR OTHER DISPOSITIONS # SHARES PAR VALUE	SALES OR OTHER DISPOSITIONS SALES PRICE	DATE SOLD	GAIN OR LOSS	INVENTORY END OF PERIOD # SHARES PAR VALUE	INVENTORY END OF PERIOD COST BASIS	MARKET VALUE	INCOME RECEIVED
11/24/09		Walgreen Company			65	2,571 90				0 00	65	2,571 90	2,386 80	
06/09/09		Wal-mart Stores 4 55% 5/1/13			40000	42,040 48				0 00	40,000	42,040 48	42,524 32	702 72
01/11/05		Waste Management Inc Del	800	23,327 95			800	26,328 61	12/02/09	3,000 66	0	0 00		928 00
01/05/05		Waste Management Inc Del	100	2,928 95			100	3,283 24	12/02/09	354 29	0	0 00		116 00
12/21/09		Wells Fargo & Co New			595	16,314 09				0 00	595	16,314 09	16,059 05	
12/21/09		Wells Fargo & Co New			85	2,338 26				0 00	85	2,338 26	2,294 15	
		SCH Adv Cash Resrv Prem	0	0 00						0 00	0	0 00	56,766 21	202 77
		Checking	0	0 00						0 00	0	0 00		
		TOTALS		1,627,257.02		785,880.09		823,757.96		(87,179.63)		1,502,199.52	1,693,725.61	54,155.33

THE RUTH M. KNIGHT FOUNDATION, INC.

CONTRIBUTIONS PAID

YEAR ENDED DECEMBER 31, 2009

Audubon Naturalist Society	$ 15,000
Friends of the High School for Environmental Studies	12,500
Manhattan School of Music	6,000
Parents Place, Inc.	12,500
Pound Ridge Land Conservancy	10,000
	$ 56,000

See accountants' compilation report

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 From 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 THE RUTH M. KNIGHT FOUNDATION, INC C/O GEORGE NAUMBURG, MD	Employer identification number 13-6093663
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. 441 HARDSCRABBLE ROAD	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NORTH SALEM, NY 10560-1013	

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 ▶ TAXPAYER

Telephone No. ▶ 914 669-5518 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 08/15 , 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	$ 0.
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	$ 3,864.
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

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

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

JSA
9F8054 2 000
R15617 3831 5/13/2010 10:56:57 AM V 09-6.1