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Extension Attached

Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

OMB No 1545-0052

**2009**

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

For calendar year 2009, or tax year beginning , 2009, and ending , 20

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name changeUse the IRS  
label.Otherwise,  
print  
or type.See Specific  
Instructions.

Name of foundation

THE RUSSELL MAGUIRE FOUNDATION INC.

A Employer identification number

13-6162698

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

16 DOVERTON DRIVE

Room/suite

B Telephone number (see page 10 of the instructions)

City or town, state, and ZIP code

GREENWICH, CT 06831

C If exemption application is pending check here ☐D 1 Foreign organizations check here ☐2 Foreign organizations meeting the 85% test check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A) check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16) ☐ \$ 2,981,381. J Accounting method ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_ (Part I, column (d) must be on cash basis)**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B.				
3 Interest on savings and temporary cash investments	2.	2.		
4 Dividends and interest from securities	60,047.	60,047.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	(265,426.)			
b Gross sales price for all assets on line 6a				
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)	2,235.	2,235.		
12 Total. Add lines 1 through 11	(203,142.)	62,284.		
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)	3,210.	1,605.		1,605.
b Accounting fees (attach schedule)	20,000.	15,000.		5,000.
c Other professional fees (attach schedule)	16,610.	16,610.		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	3,179.	3,179.		
19 Depreciation (attach schedule) and depletion	2,673.			
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	2,023.	1,011.		1,012.
24 Total operating and administrative expenses. Add lines 13 through 23	47,695.	37,405.		7,617.
25 Contributions, gifts, grants paid	118,300.			118,300
26 Total expenses and disbursements. Add lines 24 and 25	165,995.	37,405.		125,917.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	(369,137.)			
b Net investment income (if negative, enter -0-)		24,879.		
c Adjusted net income (if negative, enter -0-)				

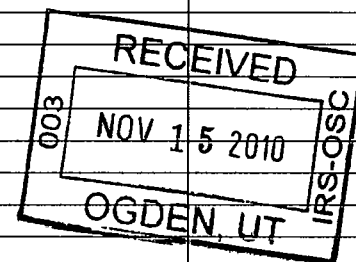
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JSA

Form 990-PF (2009)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing . . . . .		46,061.	45,029.	45,029
	2	Savings and temporary cash investments . . . . .		257,605.	538,819.	538,819
	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) . . . . .	1,690,254.	815,224.	1,065,632.	
	c	Investments - corporate bonds (attach schedule) . . . . .	299,256.	364,489.	403,555	
	11	Investments - land, buildings and equipment basis ▶ 68,925. Less accumulated depreciation ▶ 68,925.	2,673.	0	0.	
	12	Investments - mortgage loans . . . . .				
	13	Investments - other (attach schedule) . . . . .	305,075.	470,429.	928,346.	
	14	Land, buildings and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶ )					
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	2,600,924.	2,233,990.	2,981,381.		
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .					
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>					
	24	Unrestricted . . . . .				
	25	Temporarily restricted . . . . .				
	26	Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input type="checkbox"/>					
	27	Capital stock, trust principal, or current funds . . . . .	2,600,924.	2,233,990.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	2,600,924.	2,233,990.		
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	2,600,924.	2,233,990.		

### 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	2,600,924.
2	Enter amount from Part I, line 27a . . . . .	2	(369,137.)
3	Other increases not included in line 2 (itemize) ▶ BASIS ADJUSTMENT	3	2,203.
4	Add lines 1, 2, and 3 . . . . .	4	2,233,990.
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	2,233,990.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b> SCHEDULE ATTACHED-SHORT TERM TRADES UBS			P	VAR	VAR
<b>b</b> SCHEDULE ATTACHED-LONG TERM TRADES UBS			P	VAR	VAR
<b>c</b> FROM PASS THROUGH INVESTMENTS-SHORT			P	VAR	VAR
<b>d</b> FROM PASS THROUGH INVESTMENTS-LONG			P	VAR	VAR
<b>e</b>					

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> 1,169,859.		1,210,684.	(40,825.)
<b>b</b> 572,514.		788,342.	(215,828.)
<b>c</b>		8,191.	(8,191.)
<b>d</b>		583.	(583.)
<b>e</b>			

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))
<b>a</b>			(40,825.)
<b>b</b>			(215,828.)
<b>c</b>			(8,191.)
<b>d</b>			(583.)
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss) . . . . .	<div style="display: flex; align-items: center;"> <div style="font-size: 3em; margin-right: 10px;">{</div> <div>           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div> </div>	<b>2</b>	(265,427.)
<b>3</b> 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. . . . .	<div style="display: flex; align-items: center;"> <div style="font-size: 3em; margin-right: 10px;">}</div> </div>	<b>3</b>	(49,016.)

**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	189,361.	3,131,021.	0.0605
2007	133,874.	3,405,044.	0.0393
2006	127,354.	3,180,017.	0.0400
2005	114,184.	3,032,997.	0.0376
2004	203,314.	2,969,146.	0.0685

<b>2</b> Total of line 1, column (d) . . . . .	<b>2</b>	0.2459
<b>3</b> Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .	<b>3</b>	0.0492
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .	<b>4</b>	2,798,165.
<b>5</b> Multiply line 4 by line 3 . . . . .	<b>5</b>	137,670.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .	<b>6</b>	249.
<b>7</b> Add lines 5 and 6 . . . . .	<b>7</b>	137,919.
<b>8</b> Enter qualifying distributions from Part XII, line 4 . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	<b>8</b>	125,917

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	498.
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	498.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		5	498.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	2,964.	
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	2,964.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9		
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	2,466.	
11 Enter the amount of line 10 to be <b>Credited to 2010 estimated tax</b> <input type="checkbox"/> 2,466. <b>Refunded</b> <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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		X
1c Did the foundation file <b>Form 1120-POL</b> for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/>		
8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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

Website address

14 The books are in care of  ROSS D. PERRY CPA Telephone no  516 466-6508  
 Located at  60 CUTTER MILL ROAD #512 GREAT NECK, NY ZIP + 4  11021

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

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

<p><b>1a</b> During the year did the foundation (either directly or indirectly)</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(6) Agree to pay money or property to a government official? (<b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>			
<p><b>b</b> If any answer is "Yes" to 1a(1)-(6), did <b>any</b> 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)? <input type="checkbox"/></p> <p>Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/></p>		<b>1b</b>	
<p><b>c</b> 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? <input type="checkbox"/></p>		<b>1c</b>	x
<p><b>2</b> 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))</p>			
<p><b>a</b> At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If "Yes," list the years <input type="checkbox"/></p>			
<p><b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement - see page 20 of the instructions ) <input type="checkbox"/></p>		<b>2b</b>	
<p><b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <input type="checkbox"/></p>			
<p><b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>			
<p><b>b</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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009</i> ) <input type="checkbox"/></p>		<b>3b</b>	
<p><b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/></p>		<b>4a</b>	x
<p><b>b</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? <input type="checkbox"/></p>		<b>4b</b>	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)? ☐ Yes ☒ No  
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? ☐ Yes ☒ No  
If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

**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
F RICHARDS FORD	AS REQ	0.	0.	0.
TINA PRAY	AS REQ	0.	0.	0.
MELANIE PRAY	AS REQ	0.	0.	0.
SABRINA FORSYTHE	AS REQ	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account other allowances

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

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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	
2	
All other program-related investments. See page 24 of the instructions	
3	
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.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,631,549.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	443,756.
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	765,472.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	2,840,777.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	2,840,777
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	42,612.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	2,798,165.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	139,908.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	139,908.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	498.
<b>b</b>	Income tax for 2009 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	498.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	139,410.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	139,410.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	139,410.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	125,917.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	125,917
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	125,917.

**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
<b>1</b> Distributable amount for 2009 from Part XI, line 7 . . . . .				139,410.
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only . . . . .				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004 . . . . .				
<b>b</b> From 2005 . . . . .				
<b>c</b> From 2006 . . . . .				
<b>d</b> From 2007 . . . . .				
<b>e</b> From 2008 . . . . . 9,189.				
<b>f</b> Total of lines 3a through e . . . . . 9,189.				
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 125,917.				
<b>a</b> Applied to 2008, but not more than line 2a . . . . .				
<b>b</b> Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .				
<b>d</b> Applied to 2009 distributable amount . . . . . 125,917.				
<b>e</b> Remaining amount distributed out of corpus . . . . .				
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a) )	9,189.			9,189.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> 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 . . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions . . . . .				
<b>e</b> Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .				
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010. . . . . 4,304.				
<b>7</b> 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) . . . . .				
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .				
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005 . . . . .				
<b>b</b> Excess from 2006 . . . . .				
<b>c</b> Excess from 2007 . . . . .				
<b>d</b> Excess from 2008 . . . . .				
<b>e</b> Excess from 2009 . . . . .				

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

**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 . . . . .

N/A

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

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 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	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
Name and address (home or business)				
<b>a Paid during the year</b> SCHEDULE ATTACHED				118,300.
<b>Total.</b>			<b>▶ 3a</b>	118,300.
<b>b Approved for future payment</b>				
<b>Total.</b>			<b>▶ 3b</b>	

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

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b>	Program service revenue					
<b>a</b>	_____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>f</b>	_____					
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments . . . . .					
<b>3</b>	Interest on savings and temporary cash investments				2.	
<b>4</b>	Dividends and interest from securities . . . . .				60,047.	
<b>5</b>	Net rental income or (loss) from real estate					
<b>a</b>	Debt-financed property . . . . .					
<b>b</b>	Not debt-financed property . . . . .					
<b>6</b>	Net rental income or (loss) from personal property .					
<b>7</b>	Other investment income . . . . .				2,235.	
<b>8</b>	Gain or (loss) from sales of assets other than inventory				(265,426.)	
<b>9</b>	Net income or (loss) from special events . . .					
<b>10</b>	Gross profit or (loss) from sales of inventory . .					
<b>11</b>	Other revenue <b>a</b> _____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>12</b>	Subtotal. Add columns (b), (d), and (e) . . . . .				(203,142.)	
<b>13</b>	<b>Total.</b> Add line 12, columns (b), (d), and (e) . . . . .					(203,142.)

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

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

[illegible]

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

**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

Form **990-PF** (2009)

**THE RUSSELL MAGUIRE FOUNDATION, INC.**  
**CONTRIBUTIONS 12/31/09**

<u>DESCRIPTION</u>	<u>AMOUNT</u>
Greenwich Audubon Society	15,000
Greenwich Point Conservancy	15,000
Bruce Museum	14,500
New York Botanical Garden	12,000
The Acting Company	10,000
Avon Theatre Film Center	7,700
HSTG	7,500
Musicians-on-Call	5,000
Greenwich Hospital	2,500
Christ Church Greenwich	2,150
Brent Ely Foundation	2,000
Central Park Conservancy	2,000
Stonington Historical Society	2,000
Wounded Warrior Project	1,700
Sound Waters	1,500
Morgan Adams Foundation	1,500
There With Care	1,500
YWCA	1,300
Conn. Association for Children & Adults with Learning Disabilities	1,000
Friends of Autistic People	1,000
Greenwich Academy	1,000
Greenwich Teen Center	1,000
Iowa Private Learning Sanctuary	1,000
Merry Go-Round, Inc.	1,000
National Multiple Scleroris Society	1,000
NRDC	1,000
Time for Lyme in New York	1,000
Backcountry Jazz	500
Boy Scouts of America	500
Central Middle School PTA	500
Community Answers	500
Connecticut Food Bank	500
Glenville Volunteer Fire Co. Inc.	500
Greenwich High School	500
Kids in Crisis	500
Round Hill Fire Company	500
Meals On Wheels	500
Convent of the Sacred Heart	300
Literacy Volunteers	250
Parents Together	250
Accelerated Cure Project	200
Voided Prior Years Checks Not Cleared	<u>-1,550</u>
 TOTAL	 <u>\$ 118,300</u>

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<b>SHORT TERM</b>						
UBS US SMALL CAP GRTH FD CL Y	0.483	12/19/2008	3/12/2009	3	4	-1
UBS HIGH YIELD FUND CL Y	142.890	3/27/2008	3/12/2009	620	882	-261
UBS HIGH YIELD FUND CL Y	111.516	4/28/2008	3/12/2009	484	707	-223
UBS HIGH YIELD FUND CL Y	120.969	5/28/2008	3/12/2009	525	772	-247
UBS HIGH YIELD FUND CL Y	130.351	6/26/2008	3/12/2009	566	820	-254
UBS HIGH YIELD FUND CL Y	42.785	7/29/2008	3/12/2009	186	262	-77
UBS HIGH YIELD FUND CL Y	53.972	8/27/2008	3/12/2009	234	329	-94
UBS HIGH YIELD FUND CL Y	55.835	9/26/2008	3/12/2009	242	332	-89
UBS HIGH YIELD FUND CL Y	77.495	10/29/2008	3/12/2009	336	373	-36
UBS HIGH YIELD FUND CL Y	92.911	11/26/2008	3/12/2009	403	406	-3
UBS HIGH YIELD FUND CL Y	138.628	12/24/2008	3/12/2009	602	611	-10
UBS HIGH YIELD FUND CL Y	87.242	1/23/2009	3/12/2009	379	412	-33
UBS HIGH YIELD FUND CL Y	83.360	2/20/2009	3/12/2009	362	387	-25
TEMPLETON DEVELOP MARK TRU A	235.083	9/4/2008	3/16/2009	2,689	5,144	-2,454
TEMPLETON DEVELOP MARK TRU A	405.185	12/19/2008	3/16/2009	4,635	5,449	-814
I SHARES S&P ASIA 50 INDEX FUND	1,400.000	6/9/2008	3/16/2009	32,049	63,130	-31,081
PROSHARES SHORT S&P500 APR09 97	5.000	4/20/2009	3/4/2009	1,465	0	1,465
PRAXAIR APR70 CALLS	10.000	4/20/2009	3/25/2009	1,287	0	1,287
DEUTSCHE BANK AG	410,000.000	3/25/2009	5/15/2009	62,800	64,290	-1,490
UBS CD 5/26/09	410,000.000	5/18/2009	5/26/2009	64,108	63,507	601
UBS CD 6/3/09	321,324.650	5/22/2009	6/3/2009	50,596	50,713	-117
UBS CD 6/19/09	321,407.750	6/12/2009	6/19/2009	50,199	50,759	-560
SPDR TRUST SERIES 1 JUN09 95 CALLS	14.000	6/22/2009	4/22/2009	1,452	0	1,452
BURLINGTON NORTHERN SANTA FE JUN09 75 CALLS	7.000	6/22/2009	4/22/2009	1,181	0	1,181
UBS CD 6/26/09	321,472.370	6/17/2009	6/26/2009	49,785	50,491	-706
UBS CD 7/10/09	321,530.320	6/24/2009	7/10/2009	49,313	49,612	-299
GDF SUEZ	8.000	7/16/2009	4/23/2009	1,224	334	890
BAYER AG	5.000	7/17/2009	4/23/2009	358	0	358
PRAXAIR JUL09 80 CALLS	10.000	7/20/2009	4/22/2009	1,087	0	1,087
UBS CD 7/24/09	48,996.170	7/8/2009	7/24/2009	51,515	48,996	2,518
SHORT S&P 500 PROSHARES	500.000	3/6/2009	7/24/2009	30,806	44,813	-14,007
SHORT FINANCIALS PROSHARES	250.000	5/1/2009	7/24/2009	13,544	16,560	-3,016
SHORT FINANCIALS PROSHARES	250.000	5/1/2009	8/3/2009	12,752	16,560	-3,809
UBS CD 8/7/09	51,021.790	7/22/2009	8/7/2009	52,588	51,022	1,566
UBS CD 8/21/09	53,515.780	8/5/2009	8/21/2009	53,678	53,516	162
S&P 500 DEPOSITORY RECEIPT TR	600.000	1/5/2009	8/21/2009	57,591	55,928	1,663
SPDR TRUST SERIES 1 AUG09 96 CALLS	10.000	8/21/2009	6/25/2009	1,667	0	1,667
UBS CD 9/4/09	53,152.800	8/19/2009	9/4/2009	53,638	53,153	486
UBS CD 1 02% 9/18/09	53,660.480	9/2/2009	9/18/2009	54,888	52,932	1,955
GDF SUEZ SEP26 CALLS	8.000	9/23/2009	7/16/2009	1,305	0	1,305
OPTION MARGIN	1,203.200	5/5/2009	9/24/2009	1,766	1,601	164



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OPTION MARGIN	3,769 900	5/18/2009	9/24/2009	5,532	5,110	422
OPTION MARGIN	785 500	5/21/2009	9/24/2009	1,153	1,081	72
OPTION MARGIN	1,419 700	5/21/2009	9/24/2009	2,083	1,973	111
OPTION MARGIN	407 200	6/2/2009	9/24/2009	598	582	15
UBS CD 1 02% 10/2/09	54,909 270	9/16/2009	10/2/2009	55,596	55,172	423
UBS CD 1 02% 10/16/09	55,894 860	9/30/2009	10/16/2009	57,484	55,895	1,589
UBS CD 1 09% 10/30/09	58,231 850	10/14/2009	10/30/2009	56,346	58,232	-1,886
UBS CD 1 2% 11/13/09	56,223 690	10/28/2009	11/13/2009	57,506	56,224	1,282
UBS CD 1 205% 11/27/09	57,771 230	11/10/2009	11/27/2009	56,957	57,771	-814
UBS CD 1 265% 12/11/09	57,491 420	11/24/2009	12/11/2009	55,950	57,491	-1,541
AOL	0 091	1/19/2010	12/18/2009	2	0	2
UBS CD 1 265% 12/28/09	56,346 050	12/9/2009	12/28/2009	55,746	56,346	-600
				<b>1,169,859</b>	<b>1,210,684</b>	<b>-40,824</b>

## LONG TERM

UBS US SMALL CAP GRTH FD CL Y	315 049	2/3/1999	3/12/2009	2,092	2,766	-674
UBS US SMALL CAP GRTH FD CL Y	907 000	2/3/1999	3/12/2009	6,022	10,548	-4,526
UBS US SMALL CAP GRTH FD CL Y	3,981 723	12/19/2000	3/12/2009	26,439	50,210	-23,771
UBS US SMALL CAP GRTH FD CL Y	709 341	12/17/2001	3/12/2009	4,710	7,512	-2,802
UBS US SMALL CAP GRTH FD CL Y	34 043	12/23/2003	3/12/2009	226	427	-201
UBS US SMALL CAP GRTH FD CL Y	180 539	12/28/2004	3/12/2009	1,199	2,475	-1,276
UBS US SMALL CAP GRTH FD CL Y	502 508	12/21/2005	3/12/2009	3,337	7,166	-3,829
UBS US SMALL CAP GRTH FD CL Y	23 663	12/20/2006	3/12/2009	157	353	-196
UBS US SMALL CAP GRTH FD CL Y	292 518	12/20/2006	3/12/2009	1,942	4,367	-2,425
UBS US SMALL CAP GRTH FD CL Y	753 753	12/24/2007	3/12/2009	5,005	10,816	-5,811
UBS HIGH YIELD FUND CL Y	98 896	3/22/2002	3/12/2009	429	683	-254
UBS HIGH YIELD FUND CL Y	99 256	4/23/2002	3/12/2009	431	687	-256
UBS HIGH YIELD FUND CL Y	62 136	2/21/2002	3/12/2009	270	425	-155
UBS HIGH YIELD FUND CL Y	106 168	5/22/2002	3/12/2009	461	720	-259
UBS HIGH YIELD FUND CL Y	105 957	6/26/2002	3/12/2009	460	693	-233
UBS HIGH YIELD FUND CL Y	115 868	7/23/2002	3/12/2009	503	720	-217
UBS HIGH YIELD FUND CL Y	123 620	8/23/2002	3/12/2009	537	770	-234
UBS HIGH YIELD FUND CL Y	97 622	9/20/2002	3/12/2009	424	610	-186
UBS HIGH YIELD FUND CL Y	96 507	10/24/2002	3/12/2009	419	583	-164
UBS HIGH YIELD FUND CL Y	93 345	11/22/2002	3/12/2009	405	590	-185
UBS HIGH YIELD FUND CL Y	89 793	12/23/2002	3/12/2009	390	569	-180
UBS HIGH YIELD FUND CL Y	91 385	1/23/2003	3/12/2009	397	589	-192
UBS HIGH YIELD FUND CL Y	81 022	2/26/2003	3/12/2009	352	518	-166
UBS HIGH YIELD FUND CL Y	93 067	3/21/2003	3/12/2009	404	607	-203
UBS HIGH YIELD FUND CL Y	95 417	4/23/2003	3/12/2009	414	642	-228
UBS HIGH YIELD FUND CL Y	95 645	5/22/2003	3/12/2009	415	646	-231
UBS HIGH YIELD FUND CL Y	86 922	6/20/2003	3/12/2009	377	601	-223
UBS HIGH YIELD FUND CL Y	94 337	7/28/2003	3/12/2009	409	648	-239

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Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
UBS HIGH YIELD FUND CL Y	101 165	8/22/2003	3/12/2009	439	686	-247
UBS HIGH YIELD FUND CL Y	98 278	9/23/2003	3/12/2009	427	679	-253
UBS HIGH YIELD FUND CL Y	109 354	10/23/2003	3/12/2009	475	762	-288
UBS HIGH YIELD FUND CL Y	91 602	11/21/2003	3/12/2009	398	642	-245
UBS HIGH YIELD FUND CL Y	110 713	12/23/2003	3/12/2009	480	793	-312
UBS HIGH YIELD FUND CL Y	94 163	1/28/2004	3/12/2009	409	693	-284
UBS HIGH YIELD FUND CL Y	82 659	2/20/2004	3/12/2009	359	599	-241
UBS HIGH YIELD FUND CL Y	94 933	3/26/2004	3/12/2009	412	685	-273
UBS HIGH YIELD FUND CL Y	96 389	4/23/2004	3/12/2009	418	697	-279
UBS HIGH YIELD FUND CL Y	113 375	5/27/2004	3/12/2009	492	794	-302
UBS HIGH YIELD FUND CL Y	99 900	6/22/2004	3/12/2009	434	707	-274
UBS HIGH YIELD FUND CL Y	92 056	7/28/2004	3/12/2009	400	659	-260
UBS HIGH YIELD FUND CL Y	106 520	8/27/2004	3/12/2009	462	762	-299
UBS HIGH YIELD FUND CL Y	106 574	9/23/2004	3/12/2009	463	772	-309
UBS HIGH YIELD FUND CL Y	105 241	10/25/2004	3/12/2009	457	764	-307
UBS HIGH YIELD FUND CL Y	106 211	11/29/2004	3/12/2009	461	790	-329
UBS HIGH YIELD FUND CL Y	114 312	12/28/2004	3/12/2009	496	854	-358
UBS HIGH YIELD FUND CL Y	107 309	1/27/2005	3/12/2009	466	793	-327
UBS HIGH YIELD FUND CL Y	97 698	2/28/2005	3/12/2009	424	731	-307
UBS HIGH YIELD FUND CL Y	98 330	3/22/2005	3/12/2009	427	719	-292
UBS HIGH YIELD FUND CL Y	107 107	4/27/2005	3/12/2009	465	765	-300
UBS HIGH YIELD FUND CL Y	105 695	5/26/2005	3/12/2009	459	738	-279
UBS HIGH YIELD FUND CL Y	109 530	6/28/2005	3/12/2009	475	783	-308
UBS HIGH YIELD FUND CL Y	101 954	7/27/2005	3/12/2009	442	737	-295
UBS HIGH YIELD FUND CL Y	102 913	8/29/2005	3/12/2009	447	745	-298
UBS HIGH YIELD FUND CL Y	113 714	9/28/2005	3/12/2009	494	809	-315
UBS HIGH YIELD FUND CL Y	119 233	10/27/2005	3/12/2009	517	833	-316
UBS HIGH YIELD FUND CL Y	97 031	11/22/2005	3/12/2009	421	669	-248
UBS HIGH YIELD FUND CL Y	115 004	12/21/2005	3/12/2009	499	795	-296
UBS HIGH YIELD FUND CL Y	98 956	1/27/2006	3/12/2009	429	690	-260
UBS HIGH YIELD FUND CL Y	105 126	2/24/2006	3/12/2009	456	735	-279
UBS HIGH YIELD FUND CL Y	100 877	3/28/2006	3/12/2009	438	713	-275
UBS HIGH YIELD FUND CL Y	121 292	4/26/2006	3/12/2009	526	855	-329
UBS HIGH YIELD FUND CL Y	123 116	5/23/2006	3/12/2009	534	863	-329
UBS HIGH YIELD FUND CL Y	129 113	6/28/2006	3/12/2009	560	890	-329
UBS HIGH YIELD FUND CL Y	102 507	7/27/2006	3/12/2009	445	708	-263
UBS HIGH YIELD FUND CL Y	111 609	8/29/2006	3/12/2009	484	776	-291
UBS HIGH YIELD FUND CL Y	108 751	9/27/2006	3/12/2009	472	760	-288
UBS HIGH YIELD FUND CL Y	118 643	10/27/2006	3/12/2009	515	834	-319
UBS HIGH YIELD FUND CL Y	120 868	11/28/2006	3/12/2009	525	848	-324
UBS HIGH YIELD FUND CL Y	121 611	12/27/2006	3/12/2009	528	856	-328
UBS HIGH YIELD FUND CL Y	116 622	1/29/2007	3/12/2009	506	830	-324
UBS HIGH YIELD FUND CL Y	7 083	2/15/2007	3/12/2009	31	910	-880

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1/1/2009 through 12/31/2009

6/7/2010

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Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
UBS HIGH YIELD FUND CL Y	126 085	3/28/2007	3/12/2009	547	890	-343
UBS HIGH YIELD FUND CL Y	115 846	4/26/2007	3/12/2009	503	819	-316
UBS HIGH YIELD FUND CL Y	118 818	5/29/2007	3/12/2009	516	842	-327
UBS HIGH YIELD FUND CL Y	124 878	6/27/2007	3/12/2009	542	872	-330
UBS HIGH YIELD FUND CL Y	110 809	7/27/2007	3/12/2009	481	755	-274
UBS HIGH YIELD FUND CL Y	118 018	8/29/2007	3/12/2009	512	794	-282
UBS HIGH YIELD FUND CL Y	111 045	9/26/2007	3/12/2009	482	758	-277
UBS HIGH YIELD FUND CL Y	110 291	10/29/2007	3/12/2009	479	755	-277
UBS HIGH YIELD FUND CL Y	122 727	11/27/2007	3/12/2009	533	805	-272
UBS HIGH YIELD FUND CL Y	109 916	12/24/2007	3/12/2009	477	723	-246
UBS HIGH YIELD FUND CL Y	122 537	1/17/2008	3/12/2009	532	0	532
UBS HIGH YIELD FUND CL Y	153 718	1/28/2008	3/12/2009	667	981	-314
UBS HIGH YIELD FUND CL Y	137 162	2/27/2008	3/12/2009	595	870	-274
NORSK HYDRO ASA	2,500 000	10/11/2005	3/16/2009	8,179	16,816	-8,637
STATOIL	1,799 500	10/12/2007	3/16/2009	30,775	28,894	1,881
EMERSON ELECTRIC	1,090 000	1/1/1994	3/16/2009	29,920	2,196	27,724
EMERSON ELECTRIC	910 000	11/19/1999	3/16/2009	24,979	26,533	-1,553
PFIZER	1,000 000	11/13/2002	3/16/2009	12,910	8,273	4,637
TEMPLETON DEVELOP MARK TRU A	3,286 000	6/30/1999	3/16/2009	37,591	46,168	-8,578
TEMPLETON DEVELOP MARK TRU A	774 000	6/30/1999	3/16/2009	8,854	9,814	-960
TEMPLETON DEVELOP MARK TRU A	40 026	6/30/1999	3/16/2009	458	588	-130
TEMPLETON DEVELOP MARK TRU A	10 484	12/12/2000	3/16/2009	120	111	9
TEMPLETON DEVELOP MARK TRU A	29 439	3/6/2001	3/16/2009	337	321	15
TEMPLETON DEVELOP MARK TRU A	82 776	12/11/2001	3/16/2009	947	822	125
TEMPLETON DEVELOP MARK TRU A	51 523	3/8/2002	3/16/2009	589	560	30
TEMPLETON DEVELOP MARK TRU A	134 133	3/7/2003	3/16/2009	1,534	1,268	267
TEMPLETON DEVELOP MARK TRU A	110 013	12/12/2003	3/16/2009	1,259	1,585	-327
TEMPLETON DEVELOP MARK TRU A	98 085	3/5/2004	3/16/2009	1,122	1,582	-460
TEMPLETON DEVELOP MARK TRU A	79 222	12/10/2004	3/16/2009	906	1,379	-473
TEMPLETON DEVELOP MARK TRU A	90 719	3/8/2005	3/16/2009	1,038	1,793	-755
TEMPLETON DEVELOP MARK TRU A	70 117	12/16/2005	3/16/2009	802	1,607	-805
TEMPLETON DEVELOP MARK TRU A	70 877	3/7/2006	3/16/2009	811	1,831	-1,021
TEMPLETON DEVELOP MARK TRU A	108 527	12/19/2006	3/16/2009	1,242	2,998	-1,756
TEMPLETON DEVELOP MARK TRU A	337 425	12/19/2006	3/16/2009	3,860	9,320	-5,460
TEMPLETON DEVELOP MARK TRU A	72 862	3/8/2007	3/16/2009	834	1,944	-1,110
TEMPLETON DEVELOP MARK TRU A	117 277	3/8/2007	3/16/2009	1,342	3,129	-1,787
TEMPLETON DEVELOP MARK TRU A	179 217	12/19/2007	3/16/2009	2,050	5,199	-3,149
TEMPLETON DEVELOP MARK TRU A	1,257 564	12/19/2007	3/16/2009	14,386	36,482	-22,096
TEMPLETON DEVELOP MARK TRU A	100 000	10/10/2000	3/16/2009	16,761	17,993	-1,232
BIOTECH HOLDERS TRUST	100 000	11/15/2001	3/16/2009	16,761	13,110	3,651
BIOTECH HOLDERS TRUST	1,260 000	11/19/1999	3/16/2009	35,616	30,303	5,313
DOMINION RESOURCES	460 000	11/13/2002	3/16/2009	15,519	7,841	7,678
ZIMMER HOLDINGS	1,750 000	4/20/2000	3/16/2009	28,100	93,100	-65,000
VODAFONE GROUP						

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Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
MEDICAL PROPERTIES TRUST INC	2,000 000	1/17/2007	3/16/2009	7,140	30,620	-23,480
BLACKSTONE GROUP	1,000 000	7/3/2007	3/16/2009	6,164	29,520	-23,356
BANK OF NOVA SCOTIA	500 000	10/17/2007	3/16/2009	11,591	26,153	-14,562
COSAN FINANCE LTD	100,000 000	10/4/2007	7/17/2009	93,150	97,000	-3,850
S&P 500 DEPOSITORY RECEIPT TR	400 000	6/9/2008	8/21/2009	38,394	54,813	-16,419
GDF SUEZ	553 636	5/10/2001	9/23/2009	21,177	17,719	3,458
GDF SUEZ	270 364	1/29/2002	9/23/2009	10,342	8,429	1,913
				<b>572,514</b>	<b>788,342</b>	<b>-215,828</b>
				<b>1,742,373</b>	<b>1,999,026</b>	<b>-256,652</b>

**THE RUSSELL MAGUIRE FOUNDATION, INC.**  
**SCHEDULE OF INVESTMENT SECURITIES**  
**EXHIBIT "A" - SCHEDULE I**  
**December 31, 2009**

**Stocks**

<u>Shares</u>	<u>Security</u>	<u>Cost</u>	<u>FMV</u> <u>12/31/09</u>
5,000	USB CAPITAL 6.5% PFD	15,808	119,350
2,200	NESTLE (CHF)	44,277	106,977
1	BERKSHIRE HATHAWAY INC	71,000	99,200
1,000	PRAXAIR INC	47,200	80,310
9,000	BYD CO LTD	38,618	79,445
3,000	BARCLAYS BANK 8.125% PFD	69,526	74,580
700	BURLINGTON NORTHERN SANTA FE	17,144	69,034
1,100	NEWMONT MINING	31,163	52,041
300	ROCHE HOLDING (CHF)	43,855	51,086
1,000	ISHARES MSCI SOUTH KOREA INDEX FUND	39,685	47,640
400	S&P 500 DEPOSITORY RECEIPT TR	37,285	44,576
660	KIMBERLY CLARK CORP	32,234	42,049
500	BAYER AG	43,823	40,091
800	POWERSHARES QQQQ NASDAQ 100	38,906	36,600
800	PEABODY ENERGY CORP.	36,993	36,168
430	EXXON MOBIL CORPORATION	18,177	29,322
1,000	ENI SPA COMMON	40,508	25,505
440	NOVARTIS AG (CHF)	18,961	24,081
166	TIME WARNER INC	20,801	4,837
41	TIME WARNER CABLE A	7,349	1,697
16	GDF SUEZ	499	694
15	AOL	1,412	349
	TOTAL STOCKS	815,224	1,065,632
	TOTAL INVESTMENTS	<u>1,650,142</u>	<u>2,397,533</u>

**THE RUSSELL MAGUIRE FOUNDATION, INC.**  
**SCHEDULE OF INVESTMENT SECURITIES**  
**EXHIBIT "A" - SCHEDULE I**  
**December 31, 2009**

**Bonds**

<u>Shares</u>	<u>Security</u>	<u>Cost</u>	<u>FMV 12/31/09</u>
900,000 (SEK)	GE CAP CORP 3.25% 1/28/20	106,742	127,381
100,000	HOME DEPOT 5.4% 3/1/16	94,315	104,686
120,000	GOLDMAN SACHS GROUP INC. 5.95% 1/15/27	107,941	115,408
55,491	UBS CD 1.54% 1/11/10	<u>55,491</u>	<u>56,080</u>
	<b>TOTAL BONDS &amp; CDS</b>	<b>364,489</b>	<b>403,555</b>

**Alternative Funds**

150,000	UBS MULTI-STRATEGY FUND LLC	<u>165,353</u>	<u>162,796</u>
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**Other Investments**

625	400 OZ. GOLD BARS	238,013	681,250
5,000	1000 OZ. TROY SILVER BARS	<u>67,063</u>	<u>84,300</u>
	<b>TOTAL OTHER</b>	<b>305,076</b>	<b>765,550</b>

THE RUSSELL MAGUIRE FOUNDATION, INC.  
# 13-6162698  
FORM 990-PF – 2009

**LEGAL FEES – Line 16A**

Gilbride, Tusa, Last & Spellane LLC \$ 3,210

**ACCOUNTING FEES – Line 16B**

Hecht & Associates LLP \$ 20,000

**OTHER FEES – Line 16C**

Investment Management Fees:  
UBS AG \$ 16,610

**TAXES PAID – Line 18**

Foreign Tax on Dividends \$ 3,179

**OTHER EXPENSES – Line 23**

Telephone	638
Insurance	500
Filing Fees	250
Office Expense	<u>635</u>
	<u>\$ 2,023</u>

**OTHER INCOME**

**FROM INVESTMENT PARTNERSHIPS**

UBS Tamarack International Fund LLC	(445)
UBS Multi-Strat Fund LLC	<u>2,680</u>
	<u>\$ 2,235</u>