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 ☐ Address change ☐ Name change

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

Name of foundation: THE CURTIS W. MCGRAW FOUNDATION

A Employer identification number: 22-1761678

Number and street (or P O box number if mail is not delivered to street address): C/O ROCKEFELLER & CO. 30 ROCKEFELLER PLAZA

Room/suite: 5600

B Telephone number (see page 10 of the instructions): ( ) -

City or town, state, and ZIP code: NEW YORK, NY 10112

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) ▶ $ 19,900,651.

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 ▶ [X] if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	300,910.	300,910.		
	4 Dividends and interest from securities	238,906.	238,906.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-376,469.			
	b Gross sales price for all assets on line 6a 7,542,729.				
	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)	1,727.	1,727.		ATCH 1
	12 **Total.** Add lines 1 through 11	165,074.	541,543.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 2	14,937.	0.	0.	14,937.
	b Accounting fees (attach schedule) [3]	14,300.	9,533.	0.	4,767.
	c Other professional fees (attach schedule) [4]	99,718.	99,718.		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) **	17,465.	11,165.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) [6]	31,775.	30,775.		1,000.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	178,195.	151,191.	0.	20,704.
	25 Contributions, gifts, grants paid	1,009,860.			1,009,860.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,188,055.	151,191.	0.	1,030,564.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-1,022,981.			
	b **Net investment income** (if negative, enter -0-)		390,352.		
	c **Adjusted net income** (if negative, enter -0-)			-0-	

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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	1,030,369.	298,261.	298,261.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (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) Stmt 11	490,187.	585,215.	628,228.
	b Investments - corporate stock (attach schedule) Stmt 10	9,381,121.	9,460,051.	11,403,208.
	c Investments - corporate bonds (attach schedule) Stmt 11	5,364,542.	4,959,149.	5,161,200.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) Stmt 11	1,835,202.	1,760,292.	2,409,754.
	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)	18,101,421.	17,062,968.	19,900,651.
Liabilities	17 Accounts payable and accrued expenses	49,868.	34,396.	
	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)	49,868.	34,396.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds	18,051,553.	17,028,572.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	18,051,553.	17,028,572.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	18,101,421.	17,062,968.	

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	18,051,553.
2	Enter amount from Part I, line 27a	2	-1,022,981.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	17,028,572.
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	17,028,572.

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	-376,469.
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	1,137,556.	22,197,166.	0.051248
2007	1,218,151.	25,422,653.	0.047916
2006	1,397,843.	23,783,518.	0.058774
2005	1,321,432.	22,715,066.	0.058174
2004	1,290,841.	21,797,556.	0.059220

2 **Total** of line 1, column (d)	2	0.275332
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	0.055066
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	18,092,944.
5 Multiply line 4 by line 3	5	996,306.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,904.
7 Add lines 5 and 6	7	1,000,210.
8 Enter qualifying distributions from Part XII, line 4	8	1,030,564.

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 ▶ [X] and enter 1% of Part I, line 27b	1	3,904.
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	3,904.
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	3,904.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 8,205.		
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	8,205.
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	4,301.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 4,301. **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) ▶ NJ,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ NA

14 The books are in care of ▶ ROCKEFELLER & CO. Telephone no ▶ 212-549-5100

Located at ▶ 30 ROCKEFELLER PLAZA, RM. 5600 NEW YORK, NY ZIP + 4 ▶ 10112

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

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

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

					Yes	No
1a	During the year did the foundation (either directly or indirectly)					
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?			1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐					
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?			1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))					
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes	☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____					
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see 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)*

		Yes	No
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**		X
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

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		0.	0.	0.

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
ATTACHMENT 8		104,018.

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 NONE	
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 . . . ▶	

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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	15,709,740.
b	Average of monthly cash balances	1b	577,677.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	2,081,054.
d	**Total** (add lines 1a, b, and c)	1d	18,368,471.
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	18,368,471.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	275,527.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	18,092,944.
6	**Minimum investment return.** Enter 5% of line 5	6	904,647.

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	904,647.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	3,904.		
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,904.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	900,743.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	900,743.
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	900,743.

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	1,030,564.
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	1,030,564.
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	3,904.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,026,660.

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					900,743.
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	248,277.				
b From 2005	215,251.				
c From 2006	250,909.				
d From 2007					
e From 2008	37,310.				
f **Total** of lines 3a through e		751,747.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 1,030,564.					
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					900,743.
e Remaining amount distributed out of corpus		129,821.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		881,568.			
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)		248,277.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		633,291.			
10 Analysis of line 9					
a Excess from 2005	215,251.				
b Excess from 2006	250,909.				
c Excess from 2007					
d Excess from 2008	37,310.				
e Excess from 2009	129,821.				

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LSR0476

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			
	(a) 2009	**(b)** 2008	**(c)** 2007	**(d)** 2006	**(e) Total**
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))

ELIZABETH M. WEBSTER

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 ▶ [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*				
ATTACHMENT 9				
Total. . . . . ▶ **3a**				1,009,860.
b *Approved for future payment*				
Total. . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	300,910.	
4 Dividends and interest from securities			14	238,906.	
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	-376,469.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b THRU 5500 FUND K-1			14	1,727.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				165,074.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 165,074.

(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

[signature] 3/9/10 SECRETARY-TREASURER

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	[signature]	Date 3/5/10	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00745185
Firm's name (or yours if self-employed), address, and ZIP code	ROCKEFELLER & CO., INC. 30 ROCKEFELLER PL. - RM 5600 NEW YORK, NY 10112		EIN 13-3006584 Phone no 212-549-5100	

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)	
		SEE STATEMENT 12 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
2,846,466.		2,869,087.					-22,621.	
		SEE STATEMENT 13 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
4,683,454.		4,990,033.					-306,579.	
		THRU 5500 FUND K-1						
							-11,259.	
		THRU 5500 FUND K-1						
							-48,819.	
		LITIGATION SETTLEMENT-DORAL						07/13/2009
12,809.		0.					12,809.	
TOTAL GAIN(LOSS)							-376,469.	

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME FROM 5500 FUND K-1	1,727.	1,727.
TOTALS	1,727.	1,727.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
DRINKER BIDDLE & REATH LLP	14,937.			14,937.
TOTALS	14,937.	0.	0.	14,937.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ROCKEFELLER&CO ACCOUNTING FEES	14,300.	9,533.		4,767.
TOTALS	14,300.	9,533.	0.	4,767.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ROCKEFELLER & CO - INVESTMENT	89,218.	89,218.
MERRILL LYNCH - CONSULTING FEE	10,500.	10,500.
TOTALS	99,718.	99,718.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US EXCISE TAX-EST PYMTS	6,300.	
FOREIGN TAX ON DIVIDENDS RECD	11,165.	11,165.
TOTALS	17,465.	11,165.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
MEMBERSHIP DUES	1,000.		1,000.
CUSTODY FEES	1,561.	1,561.	
PORTFOLIO DEDUCTIONS THRU K-1	29,164.	29,164.	
BANK CHARGES	20.	20.	
FEES	30.	30.	
TOTALS	31,775.	30,775.	1,000.

THE CURTIS W. MCGRAW FOUNDATION

22-1761678

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

ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ELIZABETH MCGRAW WEBSTER C/O ROCKEFELLER & CO. 30 ROCKEFELLER PLAZA NEW YORK, NY 10112	TRUSTEE & PRESIDENT	0.	0.	0.
CURTIS M. WEBSTER 2 CORNELIA STREET NEW YORK, NY 10014	TRUSTEE & EXEC VP	0.	0.	0.
LISETTE M. EDMUND 5784 VIA LAS NOBES RIVERSIDE, CA 92507	TRUSTEE & VP	0.	0.	0.
MARIANNA PAEN 117 N. HIAWATHA HAILEY, ID 83333	TRUSTEE & VP	0.	0.	0.
SAMUEL W. LAMBERT III 115 NORTH ROAD PRINCETON, NJ 08540	SECRETARY-TREASURER	0.	0.	0.

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
THEO M. WEBSTER 62 STONE STREET NEW BRUNSWICK, NJ 08901	VICE PRESIDENT	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 8

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
ROCKEFELLER & CO 30 ROCKEFELLER PLAZA, ROOM 5600 NEW YORK, NY 10112	INVESTMENT MGMT/ACTG	104,018.
TOTAL COMPENSATION		104,018.

The Curtis W. McGraw Foundation
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Check to 101 - Contribution	2,000.00
Check to A Better Chance - Contribution	2,000.00
Check to Aids Coalition of Southern New Jersey - Contribution	2,000.00
Check to Aids Resource Foundation for Children - Contribution	2,000.00
Check to Alzheimer's Association - Contribution	2,500.00
Check to American Cancer Society - Contribution	10,000.00
Check to American Red Cross - Contribution	2,000.00
Check to American Repertory Ballet - Contribution	10,000.00
Check to Amnesty International of the U.S.A., Inc - Contribution	2,000.00
Check to Arts Council of Princeton - Contribution	2,500.00
Check to Assisting Children in Need - Contribution	40,000.00
Check to Blaine County Community Drug Coalition - Contribution	1,000.00
Check to Blaine County Education Foundation - Contribution	15,000.00
Check to Blue Curtain - Contribution	20,000.00
Check to Brooklyn Ballet - Contribution	5,000.00
Check to Cal Poly Pomona Foundation - Contribution	5,000.00
Check to Calpulli Mexican Dance Company - Contribution	1,000.00
Check to Cancer Hope Network - Contribution	2,000 00
Check to CARE - Contribution	2,000.00
Check to Cause Effective - Contribution	2,500.00
Check to Centurion Ministries - Contribution	2,500.00
Check to Childrens Center of the Union Industrial Home of Trenton NJ - Contribution	2,500 00
Check to Company of Fools - Contribution	500.00
Check to Corner House - Contribution	2,000 00
Check to Council of NJ Grantmakers - Contribution	1,500.00
Check to Council on Foundations - Contribution	2,360.00
Check to Crawford House, Inc. - Contribution	2,000.00
Check to Creative Heartwork, Inc. - Contribution	5,000 00
Check to Delaware & Raritan Greenway, Inc - Contribution	30,000.00
Check to Drug Policy Alliance - Contribution	2,500.00
Check to El Museo del Barrio - Contribution	2,500.00
Check to El Puente de Williamsburg Inc. - Contribution	25,000 00
Check to Environmental Defense Fund, Inc. - Contribution	2,500 00
Check to F.L. Nimick Nature Center - Contribution	15,000.00
Check to First Baptist Church of Princeton - Contribution	5,000.00
Check to Foxcroft School - Contribution	5,000.00
Check to Friends of Lab School - Contribution	3,000.00
Check to Friends of Mothers Programmes - Contribution	7,500 00
Check to GenerationEngage - Contribution	1,000.00
Check to Green Faith - Contribution	1,000.00
Check to Hailey Rotary Foundation Inc. - Contribution	5,000.00
Check to Hands on Helpers - Contribution	2,000 00
Check to Hip-Hop Theater Festival Inc - Contribution	7,500 00
Check to Historic Morven - Contribution	2,500 00
Check to Hitops - Contribution	2,000.00
Check to Home Front - Contribution	2,000.00
Check to Housing Initiatives of Princeton - Contribution	2,500.00
Check to ISLES - Contribution	2,500.00
Check to Jewish Renaissance Foundation - Contribution	1,000 00
Check to Latino International Theater Festival Of NY, Inc. - Contribution	5,000 00
Check to Lebanese American University - Contribution	20,000 00

Attachment 9

The Curtis W. McGraw Foundation
EIN: 22-1761678
Form 990-PF
12/31/2009

Check to Mariachi Academy of New York - Contribution	2,500.00
Check to Mary Jacobs Memorial Library - Contribution	1,000 00
Check to McCarter Theater - Contribution	15,000.00
Check to Medical Center at Princeton Foundation, Inc. - Contribution	100,000.00
Check to Mercer Street Friends - Contribution	7,500.00
Check to Metropolitan Opera - Contribution	10,000.00
Check to Montgomery Township Emergency Medical Services, Inc. - Contribution	2,500.00
Check to Montgomery Township Fire Department #2 - Contribution	2,500.00
Check to NAMI Mercer NJ - Contribution	2,500.00
Check to Nassau Presbyterian Church - Contribution	15,000.00
Check to National Sports Academy - Contribution	5,000.00
Check to New Jersey Aids Partnership - Contribution	2,500 00
Check to New Jersey Conservation Foundation - Contribution	2,500.00
Check to New Jersey Network - Contribution	1,250.00
Check to New Jersey SEEDS Center - Contribution	5,000.00
Check to New York Theatre Workshop - Contribution	1,000.00
Check to New Yorkers for Parks - Contribution	15,000 00
Check to North High School - Contribution	14,000.00
Check to Opera New Jersey - Contribution	7,500.00
Check to Partnership for the Delaware Estuary, Inc. - Contribution	2,500.00
Check to Passage Theatre Company - Contribution	1,000.00
Check to Pepperdine University - Contribution	75,000.00
Check to Perris High School - Contribution	2,000.00
Check to Perris High School - Contribution	3,000 00
Check to Philabundance - Contribution	1,000.00
Check to Planned Parenthood of Mercer County - Contribution	10,000.00
Check to Playgroup Cooperative - Contribution	2,500.00
Check to Presbyterian Church of the Big Wood - Contribution	5,000 00
Check to Princeton Adult School - Contribution	1,000 00
Check to Princeton Chamber Symphony - Contribution	2,500.00
Check to Princeton Child Development Institute - Contribution	3,000 00
Check to Princeton Day School - Contribution	25,000.00
Check to Princeton Friends School - Contribution	10,000 00
Check to Princeton Public Library - Contribution	1,000.00
Check to Princeton Senior Resource Center - Contribution	2,500 00
Check to Princeton University - Contribution	5,000.00
Check to Princeton YMCA - Contribution	1,250 00
Check to Princeton-Blairstown Center - Contribution	2,500.00
Check to Princeton-YWCA - Contribution	1,250.00
Check to Ramona High School - Contribution	2,000 00
Check to Recording for the Blind & Dyslexic - Contribution	2,500.00
Check to Riverside Art Museum - Contribution	2,000.00
Check to Rotarun Ski Area - Contribution	500 00
Check to Rutgers University Foundation - Contribution	10,000 00
Check to Sagebrush Equine Training Center for the Handicapped - Contribution	2,000.00
Check to Sanctuary International - Contribution	5,000.00
Check to Sarah Lawrence College - Contribution	1,500 00
Check to Second Wind - Contribution	7,500.00
Check to Sheenway School and Culture - Contribution	7,000 00
Check to Sheridan College Foundation - Contribution	5,000.00
Check to Small Animal Rescue League - Contribution	10,000.00

Attachment 9

The Curtis W. McGraw Foundation
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12/31/2009

Check to Somerset Home for Temporarily Displaced Children - Contribution	2,500.00
Check to South Brunswick Board of Education - Contribution	5,000.00
Check to Special Operations Warrior Foundation - Contribution	10,000.00
Check to St Luke's - Contribution	35,000.00
Check to Stony Brook-Millstone Watersheds Assoc. - Contribution	2,500.00
Check to Synergos Institue, Inc - Contribution	5,000.00
Check to TASIS Foundation, Inc. - Contribution	25,000.00
Check to The American Boychoir School - Contribution	10,000.00
Check to The Blaine County Police Activities League - Contribution	1,000.00
Check to The Builders Association - Contribution	7,500.00
Check to The Capuchin Food Pantry - Contribution	5,000.00
Check to The Career Wardrobe - Contribution	1,000.00
Check to The Carolyn E. Wylie Center for Children, Youth & Families - Contribution	5,000.00
Check to The Circle Council Foundation Inc. - Contribution	1,000.00
Check to The Community Library Association, Inc. - Contribution	1,000.00
Check to The Community Norms Messaging Campaign - Contribution	2,000.00
Check to The Crisis Ministry of Princeton and Trenton - Contribution	5,000.00
Check to The Drumthwacket Foundation, Inc. - Contribution	2,500.00
Check to The Foundation Fighting Blindness - Contribution	1,000.00
Check to The Frick Collection - Contribution	5,000.00
Check to The Joy of Athletics Foundation - Contribution	5,000.00
Check to The Lawrenceville School - Contribution	25,000.00
Check to The New Grange School - Contribution	2,000.00
Check to The Patriots Theater Foundation, Inc. - Contribution	10,000.00
Check to The Princeton Hub, Inc. - Contribution	1,000 00
Check to The Smile Train - Contribution	2,500.00
Check to The Trenton Area Soup Kitchen - Contribution	5,000.00
Check to TIGHAR - Contribution	5,000.00
Check to TIGHAR - Contribution	55,000.00
Check to Trenton After School Program	2,500.00
Check to Trinity Counseling Service - Contribution	15,000.00
Check to United Warrior Survivor Foundation - Contribution	10,000.00
Check to VOICES - Contribution	1,000.00
Check to Womanspace, Inc. - Contribution	2,500.00
Check to Women Helping Women - Contribution	2,500.00
Check to Women's Entrepreneurial Foundation - Contribution	2,500 00
Check to Women's Health and Counseling Center - Contribution	2,500.00
Check to WWFM/WWNJ - Contribution	1,250.00
Check to Young Scholars Institute - Contribution	2,500 00
	1,009,860 00

Attachment 9

The Curtis W. McGraw Foundation
EIN: 22-1761678
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Part II, Line 10b	Book Value	Market Value
Advance Auto Parts, Inc	83,535 23	88,246 40
Alexion Pharmaceuticals, Inc	55,569 63	59,560 40
Ameriprise Financial, Inc	162,687 94	172,360 80
Amgen Inc	122,721 00	131,808 10
Anadarko Petroleum Corporation	160,031 90	150,432 20
Anglo American PLC	145,043 01	212,764 80
Annaly Mortgage Management Inc	100,180 83	101,844 50
Apache Corporation	112,121 85	143,406 30
ARM Holding plc	71,680 15	117,664 51
Avery Dennison Corp	149,775 81	186,099 00
Bank of America Corporation	214,480 11	185,991 00
BioMarin Pharmaceutical Inc	79,422 41	62,637 30
BNP Paribas	135,298 14	170,028 26
Boskalis Westminster - CVA	133,312 11	156,558 49
BP PLC - Spons ADR	197,194 24	290,313 76
Capital One Financial Corp	134,042 05	200,134 80
CareFusion Corporation	77,115 20	107,042 80
Carlsberg A/S	108,377 32	107,360 81
Centrica plc	183,366 34	220,476 82
Chevron Corporation	96,477 84	227,120 50
China Mobile (Hong Kong) Limited Sp ADR	87,078 42	98,895 90
Cisco Systems, Inc	212,291 03	291,828 60
Comcast Corporation - CL A	237,623 37	243,289 80
Compagnie Financiere Richemont AG	119,534 49	124,305 68
Continental Resources, Inc	62,254 46	113,229 60
Covidien Limited	127,226 42	170,488 40
Credit Suisse Group	125,355 00	155,023 94
Ericsson (LM) Tel - Sp ADR	62,524 38	54,221 00
FedEx Corporation	61,436 88	95,967 50
Genzyme Corporation	161,877 77	149,480 50
Goldman Sachs Group, Inc	77,187 74	133,383 60
Google Inc - Class A	314,041 78	306,890 10
Hologic, Inc	203,663 94	123,540 00
Honeywell Inc	256,040 55	263,816 00
Int'l Business Machines Corp	199,791 49	349,503 00
Intel Corp	85,013 08	118,932 00
InterContinental Hotels Group PLC	84,242 66	119,979 98
Intertek Group plc	115,847 93	119,977 39
Intesa Sanpaolo	139,067 51	182,042 78
Johnson Matthey PLC	147,904 43	135,484 54
Laboratory Corp of America Holdings	90,869 37	104,027 60
Mastercard Inc - Class A	169,643 45	247,020 70
Microsoft Corp	306,534 89	357,225 60
Morgan Stanley	127,544 22	119,880 00
Nestle SA	163,389 19	215,125 51
Newmont Mining Corporation	153,431 01	154,703 70
Noble Energy, Inc	75,929 19	93,298 20
Novartis AG - ADR	307,012 72	303,175 10
NYSE Euronext	115,944 31	114,609 00
OGX Petroleo E Gas Participacoes SA	84,958 81	88,285 91
Pepsico, Inc	211,869 44	245,024 00
Republic Services Inc Cl A	266,776 88	272,625 30
Rogers Communications -Cl B	93,800 64	107,890 88
Royal Dutch Shell PLC-ADR A	111,039 28	122,624 40
Schneider Electric SA	62,519 71	156,053 03
Smiths Group plc	148,198 73	140,821 96
State Street Corp	140,407 93	164,145 80
SwedBank AB	93,100 72	88,699 04
The McGraw-Hill Companies, Inc	0 15	221,166 00
The Travelers Companies, Inc	95,445 00	127,641 60
Toronto-Dominion Bank	143,522 60	139,865 60
Tullow Oil plc	56,210 56	58,374 65
Vodafone Group PLC - SP ADR	130,399 05	161,860 90
Wal-Mart Stores, Inc	186,456 04	217,007 00
Walgreen Co	131,140 76	202,327 20
Wellpoint Inc	180,049 71	213,341 40
Wells Fargo Company	92,015 01	176,244 70
Yum! Brands, Inc	140,974 64	193,733 80
Zimmer Holdings, Inc	178,430 66	154,277 10
	9,460,051.11	11,403,207.54

Statement 10

The Curtis W. McGraw Foundation
EIN 22-1761678
Form 990-PF
12/31/09

Part II, Line 10a		Book Value	Market Value
$ 100,000	U.S. Treasury Inflation Indexed N/B 1.75% Due 01/15/28	95,043.65	98,945.67
$ 300,000	US Treasury Infl IX N/B, 2.3750%, Due 01/15/27	311,106.27	338,411 73
$ 180,000	US Treasury N/B T 4.625% Due 08/31/2011	179,065.50	190,870.38
	Total	**585,215.42**	**628,227.78**

Part II, Line 10c			
$ 200,000	Avon Products 6.50% due 03/01/19	197,642 79	223,515.60
$ 65,000	Bank of Amer Corp 5.75% 8/15/16	65,458.70	65,424.13
$ 85,000	Bear Stearns Co 5.3% Due 10/30/15	83,644.65	89,901 02
$ 200,000	Berkshire Hathaway 5% 8/15/2013	201,974.07	215,060.80
$ 265,000	Bottling Group LLC Notes, 5.000% Due 11/15/13	270,111.04	286,540.00
$ 100,000	Caterpillar Financial Se 5.750% Due on 02/15/12	99,981.91	107,939.50
$ 430,866	Centerpoint Ener CNP Series 2005-A 4.970% Due on 08/01/2014	430,733.48	449,014.17
$ 200,000	ConocoPhillips Canada COP 5.625% Due 10/15/2016	182,129.20	216,960.40
$ 100,000	CSX Corp Debentures 6 250% Due 4/1/15	99,953.39	110,145 10
$ 96,104	CSX Transportation Inc, 8 375% Due 10/15/2014	96,103.70	110,727 80
$ 200,000	CVS Corp, 5.75% Due 08/15/2011	205,483.45	212,975.00
$ 100,000	E I Du Pont De Nemours, 6% 7/15/2018	94,708.34	109,116.90
$ 100,000	Estee Lauder Ace Trst I, 5.55% 05/15/17	99,877.22	102,299.00
$ 100,000	Fed Farm Credit Bank 4.70% Due 8/10/2015	108,036 36	106,156.25
$ 500,000	Federal Farm Credit Bank 3.23% Due on 07/14/14 Callable Anytime	500,000.00	497,656.25
$ 300,000	Federal Farm Credit FFCB 2.125% Due 06/18/12	299,405.51	303,750.00
$ 400,000	General Elec Cap Corp 5 72% Due 8/22/2011	400,000.00	406,767.20
$ 250,000	General Electric Capital Corp ,4.00% Due 2/15/12	250,000 00	256,392.75
$ 100,000	John Deere Capital Corp 5.50% Due 04/13/2017	99,561.33	106,004.20
$ 150,000	Johnson & Johnson 5 15% Due 07/15/2018	162,297.55	161,345 40
$ 200,000	JPMorgan Chase & Co VAR%, Due 04/29/49	187,094.24	206,292.00
$ 150,000	Nassau Cnty, NY Build America Bonds 5.375% Due 10/01/25	154,252.70	148,033.50
$ 50,000	Norfolk Southern Corp. Sr. Notes, 6.750% Due 02/15/11	49,554 34	52,827.75
$ 205,000	Royal Bank of Scot Grp Plc Sub Notes , 5 000% Due 10/01/14	208,546.80	181,171 83
$ 100,000	Statoil 5.125% Due 04/30/2014	99,639.85	108,569.10
$ 200,000	United Technologies Corp Notes, 6.125% Due 02/01/2019	212,921 57	221,009.60
$ 100,000	Wells Fargo Bank NA Sub Notes, 6.450% Due 02/01/11	100,036.71	105,604.70
	Total	**4,959,148.90**	**5,161,199.95**

Part II, Line 13		
5500 Fund, LP	**1,760,292.00**	**2,409,754.00**

Statement 11

The Curtis W. McGraw Foundation (0476)
EIN: 22-1761678

Schedule D - Attachment
Rockefeller Financial

From: 01/01/2009 To: 12/31/2009

Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Short Term					
Regular Gain/Loss					
60 Sh Advance Auto Parts, Inc	11/04/2009	12/16/2009	2,450 93	2,299 54	151 39
10 Sh Advance Auto Parts, Inc	11/04/2009	12/22/2009	413.78	383 26	30 52
1150 Sh Aflac, Inc	07/24/2008	03/03/2009	16,616 95	62,584 95	-45,968 00
30 Sh Alexion Pharmaceuticals, Inc	10/16/2009	12/16/2009	1,407 26	1,380 11	27 15
10 Sh Alexion Pharmaceuticals, Inc	10/16/2009	12/22/2009	479 48	460 04	19 44
460 Sh Alstom	11/04/2008	01/16/2009	21,686 73	25,671 81	-3,985 08
50 Sh Alstom	11/04/2008	01/20/2009	2,267 19	2,790 41	-523.22
180 Sh Alstom	11/05/2008	01/20/2009	8,161 88	9,625 52	-1,463 64
120 Sh Ameriprise Financial, Inc	10/01/2009	12/16/2009	4,671 48	4,462 91	208 57
20 Sh Ameriprise Financial, Inc	10/01/2009	12/22/2009	772 78	743 82	28 96
60 Sh Amgen Inc	10/22/2009	12/16/2009	3,337 11	3,405 50	-68 39
10 Sh Amgen Inc	10/22/2009	12/22/2009	572 38	567 58	4 80
60 Sh Anadarko Petroleum Corporation	10/16/2009	12/16/2009	3,749.90	3,992 72	-242 82
10 Sh Anadarko Petroleum Corporation	10/16/2009	12/22/2009	622 08	665 45	-43 37
130 Sh Anglo American PLC	06/11/2009	12/16/2009	5,642 26	3,879 75	1,762 51
20 Sh Anglo American PLC	06/11/2009	12/23/2009	844 18	596 88	247 30
1270 Sh Annaly Mortgage Management Inc	06/10/2008	05/29/2009	17,738 40	20,886 80	-3,148 40
1070 Sh ARM Holding plc	06/11/2009	12/16/2009	3,011 47	1,907 64	1,103 83
200 Sh ARM Holding plc	06/11/2009	12/23/2009	554 70	356 57	198 13
150000 Sh Autobahn 2% 10/22/2012	11/19/2009	11/27/2009	151,642 50	151,633 26	9 24
130 Sh Avery Dennison Corp	07/29/2009	12/16/2009	4,878 80	3,853 04	1,025 76
20 Sh Avery Dennison Corp	07/29/2009	12/22/2009	739 18	592 78	146 40
0 21 Sh. Bank of America Corporation	07/29/2008	01/14/2009	3 04	5 50	-2 46
2904 9 Sh Bank of America Corporation	07/29/2008	01/15/2009	23,427 02	76,044 50	-52,617 48
320 Sh Bank of America Corporation	08/28/2009	12/16/2009	4,908 73	5,754 66	-845 93
60 Sh. Bank of America Corporation	08/28/2009	12/22/2009	920 37	1,079 00	-158 63
3350 Sh BJ Services Company	04/20/2009	07/30/2009	46,766 80	40,089 45	6,677 35
1910 Sh BJ Services Company	04/21/2009	07/30/2009	26,664 06	22,416 14	4,247 92
270 Sh BlackRock, Inc Class A	03/19/2009	08/28/2009	54,204 99	32,389 60	21,815 39
420 Sh BlackRock, Inc Class A	03/19/2009	08/31/2009	83,407.80	50,383 83	33,023 97
130 Sh BlackRock, Inc Class A	03/20/2009	08/31/2009	25,816.70	15,005 22	10,811 48
60 Sh BNP Paribas	05/08/2009	12/16/2009	4,857 39	3,829 19	1,028 20
10 Sh BNP Paribas	05/08/2009	12/23/2009	796 48	638 20	158 28
2190 Sh BNP Paribas - RTS 10/13/09	05/08/2009	10/12/2009	4,462 21	0 00	4,462 21
140 Sh Capital One Financial Corp	08/07/2009	12/16/2009	5,662 86	4,821 95	840 91
30 Sh Capital One Financial Corp	08/07/2009	12/22/2009	1,159 47	1,033 27	126 20
110 Sh CareFusion Corporation	09/03/2009	12/16/2009	2,679.54	2,054 25	625 29
20 Sh CareFusion Corporation	09/03/2009	12/22/2009	516 98	373 50	143 48
40 Sh Carlsberg A/S	09/11/2009	12/16/2009	3,040 70	3,019 85	20 85
10 Sh Carlsberg A/S	09/11/2009	12/23/2009	728 50	754 96	-26 46
1260 Sh Centrica plc	12/23/2008	12/16/2009	5,532 29	4,854 31	677 98

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Statement 12

The Curtis W. McGraw Foundation (0476)
EIN: 22-1761678

Schedule D - Attachment
Rockefeller Financial

From: 01/01/2009 To: 12/31/2009

Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Short Term					
Regular Gain/Loss					
1050 Sh. CIE Generale De Geophysique SA	12/11/2008	05/15/2009	15,400 19	15,869 85	-469 66
950 Sh CIE Generale De Geophysique SA	12/12/2008	05/15/2009	13,933 51	13,818 50	115.01
1730 Sh CIE Generale De Geophysique SA	12/10/2008	05/18/2009	25,771 42	24,535 36	1,236.06
20 Sh CIE Generale De Geophysique SA	12/12/2008	05/18/2009	297.94	290 92	7 02
1130 Sh CIE Generale De Geophysique SA	12/09/2008	05/19/2009	17,776 97	15,464 75	2,312 22
120 Sh CIE Generale De Geophysique SA	12/10/2008	05/19/2009	1,887 82	1,701 87	185 95
1130 Sh Comcast Corporation - CL A	06/30/2008	01/30/2009	16,620 62	21,282 53	-4,661 91
490 Sh Comcast Corporation - CL A	06/30/2008	02/02/2009	7,134 60	9,228 71	-2,094 11
20 Sh Compagnie Financiere Richemont	12/18/2009	12/23/2009	657 19	657 13	0 06
300 Sh Continental Resources, Inc.	07/09/2009	08/06/2009	11,162.50	7,323 57	3,838 93
190 Sh Continental Resources, Inc	07/07/2009	08/10/2009	6,826 26	4,490 55	2,335 71
110 Sh Continental Resources, Inc.	07/09/2009	08/10/2009	3,952 04	2,685 31	1,266 73
150 Sh Continental Resources, Inc	07/07/2009	08/21/2009	5,496 82	3,545 18	1,951 64
150 Sh Continental Resources, Inc	07/07/2009	08/24/2009	5,713 68	3,545 18	2,168.50
420 Sh Continental Resources, Inc	07/07/2009	09/08/2009	15,957 07	9,926 49	6,030 58
70 Sh Continental Resources, Inc	07/07/2009	09/09/2009	2,660 53	1,654 41	1,006 12
70 Sh Continental Resources, Inc	07/07/2009	12/16/2009	2,886 02	1,654 42	1,231 60
10 Sh Continental Resources, Inc	07/07/2009	12/22/2009	425 38	236 34	189 04
3896 3 Sh CSX Trans, 8 375% 10/15/2014	10/21/2008	04/15/2009	3,896.30	3,896 30	0 00
220 Sh Elan Corp PLC - ADR	08/07/2008	02/12/2009	1,662.42	2,478 06	-815 64
3020 Sh Elan Corp PLC - ADR	08/07/2008	02/12/2009	22,820 50	34,226 87	-11,406 37
310 Sh Elan Corp PLC - ADR	09/22/2008	02/12/2009	2,342.50	3,504 39	-1,161 89
1910 Sh Elan Corp PLC - ADR	08/07/2008	02/13/2009	14,410 10	21,514.05	-7,103 95
490 Sh Elan Corp PLC - ADR	08/07/2008	02/17/2009	3,496 38	5,519 31	-2,022 93
390 Sh Elan Corp PLC - ADR	08/07/2008	02/18/2009	2,672 46	4,392 92	-1,720 46
100 Sh Elan Corp PLC - ADR	09/23/2008	02/18/2009	685 25	1,107 03	-421 78
1220 Sh Elan Corp PLC - ADR	09/23/2008	02/19/2009	8,504 94	13,505 77	-5,000 83
240 Sh Elan Corp PLC - ADR	09/23/2008	02/20/2009	1,573 62	2,656 87	-1,083 25
490 Sh Elan Corp PLC - ADR	09/23/2008	02/23/2009	3,017 65	5,424 45	-2,406 80
400 Sh Elan Corp PLC - ADR	09/23/2008	02/24/2009	2,523.39	4,428 12	-1,904 73
270 Sh Ericsson (LM) Tel - Sp ADR	09/16/2009	12/16/2009	2,505 56	2,914 95	-409 39
2610 Sh Ericsson (LM) Tel - Sp ADR	09/16/2009	12/18/2009	23,511.84	28,177 82	-4,665 98
1750 Sh Ericsson (LM) Tel - Sp ADR	09/16/2009	12/23/2009	16,185 51	18,893 18	-2,707 67
30 Sh FedEx Corporation	04/22/2009	12/16/2009	2,744 92	1,649 96	1,094 96
10 Sh FedEx Corporation	04/22/2009	12/22/2009	839.27	549 99	289 28
200000 Sh FFCB 4 48% 11/04/2011	11/03/2008	02/04/2009	200,000 00	200,000 00	0 00
690 Sh GameStop Corporation	07/07/2008	06/04/2009	16,252 12	27,343 46	-11,091 34
270 Sh GameStop Corporation	07/03/2008	06/05/2009	6,495 57	10,519 47	-4,023 90
700 Sh GameStop Corporation	07/07/2008	06/05/2009	16,840 38	27,739 74	-10,899 36
300 Sh GameStop Corporation	07/03/2008	06/08/2009	7,113 09	11,688 30	-4,575 21
540 Sh GameStop Corporation	07/08/2008	06/08/2009	12,803 55	21,025 55	-8,222 00

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Rockefeller Financial

From: 01/01/2009 To: 12/31/2009

Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Short Term					
Regular Gain/Loss					
920 Sh GameStop Corporation	07/08/2008	06/11/2009	23,010 08	35,821 30	-12,811 22
150000 Sh Genentech Inc 4 75% 07/15/15	08/28/2009	12/22/2009	160,500 00	158,445 24	2,054 76
1190 Sh Genentech, Inc	10/13/2008	03/26/2009	113,050 00	93,358 36	19,691 64
440 Sh Genentech, Inc.	10/28/2008	03/26/2009	41,800 00	34,633 68	7,166 32
640 Sh Genentech, Inc	02/03/2009	03/26/2009	60,800 00	52,787 20	8,012 80
80 Sh Genzyme Corporation	03/16/2009	12/16/2009	3,932 69	4,541 36	-608 67
10 Sh Genzyme Corporation	03/16/2009	12/22/2009	480 18	567 67	-87 49
120 Sh Goldman Sachs Group	04/14/2009	08/28/2009	19,694 10	14,760 00	4,934 10
180 Sh Goldman Sachs Group	03/13/2009	08/31/2009	29,170 91	17,587 08	11,583 83
60 Sh Goldman Sachs Group	04/14/2009	08/31/2009	9,723 64	7,380 00	2,343 64
20 Sh Goldman Sachs Group	03/13/2009	12/16/2009	3,290 91	1,954 12	1,336 79
730 Sh HSBC Holdings plc - Spons ADR	12/16/2008	01/21/2009	25,605 19	40,017 36	-14,412 17
220 Sh HSBC Holdings plc - Spons ADR	12/16/2008	01/22/2009	8,019 70	12,060 03	-4,040 33
660 Sh HSBC Holdings plc - Spons ADR	12/16/2008	01/23/2009	22,957 05	36,180 07	-13,223 02
150 Sh Intel Corp	12/19/2008	12/16/2009	2,914 44	2,195.82	718.62
220 Sh InterContinental Hotels Group	05/12/2009	12/16/2009	3,175 64	2,309 28	866 36
40 Sh InterContinental Hotels Group	05/12/2009	12/23/2009	566 83	419 87	146 96
1050 Sh Intesa Sanpaolo	05/08/2009	12/16/2009	4,677 30	3,639 67	1,037.63
200 Sh Intesa Sanpaolo	05/08/2009	12/23/2009	885 45	693 27	192 18
100000 Sh JPM Chase 3 7% 01/20/2015	09/15/2009	12/11/2009	101,593 00	99,796 66	1,796 34
40 Sh Lab Corp of America Holdings	05/08/2009	12/16/2009	3,061 12	2,619 18	441 94
10 Sh Lab Corp of America Holdings	05/08/2009	12/22/2009	759 58	654 79	104 79
110 Sh Morgan Stanley	08/07/2009	12/16/2009	3,315.32	3,464 16	-148 84
20 Sh Morgan Stanley	08/07/2009	12/22/2009	587 98	629 85	-41 87
150 Sh Nestle S A Registered Shares	12/16/2008	09/09/2009	6,187 11	5,532 37	654 74
180 Sh Nestle S A Registered Shares	12/16/2008	09/10/2009	7,488 41	6,638 84	849 57
210 Sh Nestle S A Registered Shares	12/16/2008	09/11/2009	8,796.35	7,745 31	1,051.04
270 Sh Nestle S A Registered Shares	12/16/2008	09/14/2009	11,323 02	9,958 26	1,364 76
300 Sh Nestle S A Registered Shares	12/16/2008	09/15/2009	12,557 66	11,064 73	1,492 93
120 Sh Nestle S A Registered Shares	12/16/2008	12/16/2009	5,755 88	4,425 89	1,329 99
30 Sh Noble Energy, Inc	07/30/2009	12/16/2009	2,135 64	1,792 89	342 75
10 Sh Noble Energy, Inc	07/30/2009	12/22/2009	719 28	597 63	121 65
2000 Sh Nokia - ADR A	06/12/2008	02/02/2009	24,118 46	51,857 20	-27,738 74
2760 Sh Nokia - ADR A	06/12/2008	02/02/2009	33,283 48	71,256 30	-37,972 82
1460 Sh Nokia - ADR A	06/13/2008	02/02/2009	17,606 48	38,044 39	-20,437.91
2310 Sh Nokia - ADR A	06/13/2008	02/02/2009	27,856 83	60,011 72	-32,154 89
980 Sh Owens-Illinois, Inc	01/26/2009	03/06/2009	9,714 29	21,186 23	-11,471 94
1420 Sh Owens-Illinois, Inc	01/23/2009	03/09/2009	14,213 55	29,954 33	-15,740 78
1580 Sh Owens-Illinois, Inc	01/26/2009	03/09/2009	15,815 08	34,157 39	-18,342 31
100 Sh Pepsico, Inc	12/17/2008	12/16/2009	6,109 85	5,450 68	659 17
50 Sh Royal Dutch Shell PLC-ADR A	01/05/2009	12/16/2009	2,987.92	2,746 77	241 15

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The Curtis W. McGraw Foundation (0476)
EIN: 22-1761678

Schedule D - Attachment
Rockefeller Financial

From: 01/01/2009 To: 12/31/2009

Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Short Term					
Regular Gain/Loss					
920 Sh State Street Corp	10/07/2008	05/29/2009	41,049 34	40,341 91	707 43
1410 Sh State Street Corp	10/07/2008	08/07/2009	75,409 37	61,828 36	13,581 01
100 Sh State Street Corp	10/29/2009	12/16/2009	3,988 90	4,350 86	-361 96
230 Sh SwedBank AB	12/03/2009	12/16/2009	2,258 16	2,435 60	-177 44
40 Sh SwedBank AB	12/03/2009	12/23/2009	377 66	423 58	-45 92
2150 Sh Taiwan Semicon Manu Co Sp ADR	10/27/2008	04/06/2009	20,748 46	14,389 30	6,359 16
3750 Sh Taiwan Semicon Manu Co Sp ADR	10/27/2008	04/07/2009	35,463 58	25,097 63	10,365 95
5750 Sh Taiwan Semicon Manu Co Sp ADR	10/27/2008	04/14/2009	56,198 47	38,483 02	17,715 45
70 Sh The Travelers Companies, Inc	03/13/2009	12/16/2009	3,510 40	2,609 82	900 58
10 Sh. The Travelers Companies, Inc	03/13/2009	12/22/2009	487 58	372 83	114 75
60 Sh Toronto-Dominion Bank	12/02/2009	12/16/2009	3,695 30	3,869 50	-174 20
10 Sh Toronto-Dominion Bank	12/02/2009	12/22/2009	617 08	644 92	-27 84
70 Sh Tullow Oil plc	10/16/2009	12/16/2009	1,436 97	1,432 23	4 74
10 Sh Tullow Oil plc	10/16/2009	12/23/2009	201 96	204 60	-2 64
40 Sh Union Pacific Corp	04/02/2009	07/28/2009	2,251 07	1,834 97	416 10
290 Sh Union Pacific Corp	04/03/2009	07/28/2009	16,320 29	13,324 95	2,995 34
310 Sh Union Pacific Corp	04/02/2009	07/29/2009	17,309 02	14,221 00	3,088 02
930 Sh Union Pacific Corp	03/16/2009	12/11/2009	59,753 01	37,074 54	22,678 47
170 Sh Union Pacific Corp	04/02/2009	12/11/2009	10,922 59	7,798 61	3,123 98
1100 Sh Union Pacific Corp	03/16/2009	12/16/2009	71,307 76	43,851 61	27,456.15
30 Sh Vestas Wind Systems A/S	04/30/2009	12/16/2009	1,870 79	1,981 33	-110 54
750 Sh Vestas Wind Systems A/S	04/27/2009	12/22/2009	42,751 21	42,920 79	-169 58
300 Sh Vestas Wind Systems A/S	04/29/2009	12/22/2009	17,100 48	18,773 59	-1,673 11
70 Sh Vestas Wind Systems A/S	04/30/2009	12/22/2009	3,990 11	4,623 09	-632 98
180 Sh Vodafone Group PLC - SP ADR	04/29/2009	12/16/2009	4,175 91	3,348 77	827 14
30 Sh Vodafone Group PLC - SP ADR	04/29/2009	12/22/2009	683 68	558 13	125 55
910 Sh Walgreen Co	02/03/2009	10/22/2009	35,763 81	24,386 45	11,377 36
590 Sh Walgreen Co.	02/04/2009	10/22/2009	23,187 52	16,453 57	6,733 95
870 Sh Walgreen Co	02/03/2009	11/03/2009	33,380 95	23,314 52	10,066 43
120 Sh Walgreen Co	03/16/2009	11/03/2009	4,604 27	2,908 96	1,695 31
100 Sh Wellpoint Inc	08/07/2009	12/16/2009	6,026 86	5,175 48	851 38
20 Sh Wellpoint Inc	08/07/2009	12/22/2009	1,200 96	1,035.10	165 86
950 Sh Wells Fargo Company	03/16/2009	10/29/2009	26,557 42	13,899 92	12,657 50
1840 Sh Wells Fargo Company	03/19/2009	10/29/2009	51,437 53	30,912 37	20,525 16
170 Sh Wells Fargo Company	03/16/2009	12/16/2009	4,391 00	2,487 35	1,903 65
30 Sh Wells Fargo Company	03/16/2009	12/22/2009	807 57	438 95	368 62
1090 Sh Wyeth	02/24/2009	07/07/2009	49,166 89	46,211 31	2,955 58
750 Sh Wyeth	02/26/2009	07/07/2009	33,830 43	31,381 80	2,448 63
1300 Sh Wyeth	02/26/2009	08/21/2009	62,193 91	54,395 12	7,798 79
190 Sh Wyeth	02/26/2009	08/25/2009	9,137 23	7,950.06	1,187 17
60 Sh Wyeth	02/26/2009	08/26/2009	2,878 07	2,510 54	367 53

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From: 01/01/2009 To: 12/31/2009

Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Short Term					
Regular Gain/Loss					
130 Sh Wyeth	02/25/2009	09/02/2009	6,192 69	5,438 47	754 22
130 Sh Wyeth	02/26/2009	09/02/2009	6,192 69	5,439 51	753 18
130 Sh Wyeth	02/25/2009	09/04/2009	6,195 71	5,438 47	757 24
220 Sh Wyeth	02/25/2009	09/16/2009	10,539 93	9,203 57	1,336 36
1100 Sh Wyeth	02/25/2009	09/30/2009	53,385 92	46,017 84	7,368 08
Regular Gain/Loss Totals:					**-22,621.06**
Account Totals:			2,846,466 14	2,869,087 20	-22,621 06

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The Curtis W. McGraw Foundation (0476)
EIN: 22-1761678

Schedule D - Attachment
Rockefeller Financial

From: 01/01/2009 To: 12/31/2009

Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
4340 Sh Aflac, Inc	03/28/2003	03/03/2009	63,736 88	138,952 91	-75,216 03
790 Sh Aflac, Inc	03/28/2003	03/03/2009	11,216 20	25,293 27	-14,077 07
1620 Sh Aflac, Inc	04/24/2003	03/03/2009	23,000 30	48,737 05	-25,736.75
220 Sh Aflac, Inc	07/25/2003	03/03/2009	3,123 50	6,908 92	-3,785 42
50 Sh Aflac, Inc	08/04/2003	03/03/2009	709 89	1,553 00	-843 11
420 Sh Aflac, Inc	08/11/2003	03/03/2009	5,963 04	13,270 78	-7,307 74
380 Sh Aflac, Inc	03/28/2003	03/03/2009	5,490 82	12,166 38	-6,675 56
140 Sh Aflac, Inc	07/28/2004	03/03/2009	2,022 93	5,360 07	-3,337 14
970 Sh Aflac, Inc	10/27/2004	03/03/2009	14,016 03	33,923 33	-19,907 30
450 Sh Alstom	10/31/2005	01/20/2009	20,404 71	10,519 88	9,884.83
340 Sh Alstom	10/28/2005	01/21/2009	16,192 52	7,930 64	8,261 88
800 Sh Alstom	10/31/2005	01/21/2009	38,100 06	18,702 00	19,398 06
180 Sh Alstom	10/28/2005	01/22/2009	8,553 06	4,198 58	4,354 48
460 Sh Alstom	10/28/2005	01/23/2009	21,221 88	10,729 69	10,492 19
460 Sh Alstom	10/28/2005	01/27/2009	21,876 87	10,729 69	11,147 18
670 Sh Annaly Mortgage Management Inc	05/21/2008	05/29/2009	9,358 05	11,675 55	-2,317 50
1000 Sh Annaly Mortgage Management Inc	04/21/2008	08/07/2009	17,083 96	17,249 90	-165 94
100 Sh Annaly Mortgage Management Inc	04/22/2008	08/07/2009	1,708.40	1,715 36	-6 96
870 Sh Annaly Mortgage Management Inc	05/21/2008	08/07/2009	14,863 04	15,160 80	-297 76
150 Sh Annaly Mortgage Management Inc	04/18/2008	08/10/2009	2,546.33	2,563 69	-17 36
1890 Sh Annaly Mortgage Management Inc	04/22/2008	08/10/2009	32,083 82	32,420 30	-336 48
150 Sh Annaly Mortgage Management Inc	04/18/2008	12/16/2009	2,798 94	2,563 70	235 24
30 Sh Annaly Mortgage Management Inc	04/18/2008	12/22/2009	562 78	512 74	50 04
130 Sh Apache Corporation	08/13/2007	10/16/2009	13,189.07	10,650 57	2,538 50
540 Sh Apache Corporation	08/14/2007	10/16/2009	54,785 37	43,558 13	11,227 24
40 Sh Apache Corporation	08/14/2007	12/16/2009	4,027 89	3,226 53	801 36
10 Sh Apache Corporation	08/14/2007	12/22/2009	1,031 67	806 63	225 04
4985 1 Sh Bank of America Corporation	11/13/2007	01/15/2009	40,203 11	321,388 44	-281,185 33
1840 Sh BE Aerospace, Inc	06/06/2007	12/11/2009	40,782.37	70,930 90	-30,148 53
90 Sh BE Aerospace, Inc	06/07/2007	12/11/2009	1,994.79	3,437 15	-1,442 36
1340 Sh BE Aerospace, Inc	06/07/2007	12/14/2009	29,954 66	51,175 27	-21,220 61
1300 Sh BE Aerospace, Inc	06/07/2007	12/15/2009	29,302 94	49,647 65	-20,344 71
360 Sh BE Aerospace, Inc	06/07/2007	12/16/2009	8,211 96	13,748 58	-5,536 62
1310 Sh BE Aerospace, Inc	07/31/2008	12/16/2009	29,882 43	34,403 22	-4,520 79
150 Sh BE Aerospace, Inc	07/30/2008	12/16/2009	3,421 65	3,830 01	-408 36
410 Sh BE Aerospace, Inc	08/01/2008	12/16/2009	9,352 52	10,438 56	-1,086 04
90 Sh BioMarin Pharmaceutical Inc	09/30/2008	12/16/2009	1,631 65	2,390 28	-758 63
20 Sh BioMarin Pharmaceutical Inc	09/30/2008	12/22/2009	376 79	531 17	-154 38
970 Sh BNP Paribas	03/28/2003	02/03/2009	33,849.12	39,057.58	-5,208 46
480 Sh BNP Paribas	03/28/2003	02/10/2009	17,925 34	19,327 46	-1,402 12
820 Sh BNP Paribas	03/28/2003	02/12/2009	27,438 25	33,017 74	-5,579.49

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
745 Sh BNP Paribas	03/28/2003	02/13/2009	25,596.95	29,997 83	-4,400 88
370 Sh. Boskalis Westminster - CVA	06/04/2007	12/02/2009	15,459 55	14,962 03	497.52
270 Sh. Boskalis Westminster - CVA	06/05/2007	12/02/2009	11,281 29	10,861 15	420 14
180 Sh Boskalis Westminster - CVA	06/05/2007	12/03/2009	7,516 57	7,240 76	275 81
420 Sh Boskalis Westminster - CVA	06/06/2007	12/03/2009	17,538 67	16,426 13	1,112 54
20 Sh Boskalis Westminster - CVA	06/07/2007	12/03/2009	835 17	771 25	63 92
140 Sh Boskalis Westminster - CVA	05/29/2007	12/04/2009	5,713 61	5,200 41	513 20
230 Sh Boskalis Westminster - CVA	06/01/2007	12/04/2009	9,386 64	8,776 66	609 98
10 Sh Boskalis Westminster - CVA	06/07/2007	12/04/2009	408 12	385.63	22 49
50 Sh Boskalis Westminster - CVA	05/29/2007	12/16/2009	1,937 43	1,857 29	80 14
50 Sh Boskalis Westminster - CVA	05/31/2007	12/16/2009	1,937 43	1,851.40	86 03
20 Sh Boskalis Westminster - CVA	05/31/2007	12/23/2009	769 78	740.56	29 22
130 Sh BP PLC - Spons ADR	09/09/1998	12/16/2009	7,424 13	5,181 22	2,242 91
20 Sh BP PLC - Spons ADR	09/09/1998	12/22/2009	1,148 37	797 11	351 26
10779 13 Sh Centerpoint CNP 4 97% 8/1/14	12/12/2005	02/01/2009	10,779 13	10,775 33	3 80
58354 78 Sh Centerpoint CNP 4 97% 8/1/14	12/12/2005	08/01/2009	58,354 78	58,335 65	19 13
240 Sh Centrica plc	12/18/2008	12/23/2009	1,047 45	909 91	137 54
80 Sh Chevron Corporation	03/28/2003	12/16/2009	6,288 63	2,616 35	3,672 28
10 Sh Chevron Corporation	03/28/2003	12/22/2009	774 58	327.04	447 54
60 Sh China Mobile (Hong Kong) Limit	11/07/2008	12/16/2009	2,795 32	2,598 58	196 74
10 Sh China Mobile (Hong Kong) Limit	11/07/2008	12/22/2009	453 88	433 10	20 78
320 Sh Cisco Systems, Inc	03/11/2005	12/16/2009	7,513 43	5,881 53	1,631 90
20 Sh Cisco Systems, Inc	03/11/2005	12/22/2009	473 39	367 60	105 79
40 Sh Cisco Systems, Inc	03/21/2005	12/22/2009	946 77	717 86	228 91
4180 Sh Comcast Corporation - CL A	12/10/2007	02/02/2009	60,862 55	77,069 58	-16,207 03
380 Sh Comcast Corporation - CL A	12/10/2007	12/16/2009	6,676 46	7,006 33	-329 87
70 Sh Comcast Corporation - CL A	12/10/2007	12/22/2009	1,200 46	1,290 64	-90 18
90 Sh Covidien Limited	11/25/2008	12/16/2009	4,197 49	3,333 64	863 85
20 Sh Covidien Limited	11/25/2008	12/22/2009	951 37	740 81	210 56
80 Sh Credit Suisse Group	06/21/2005	12/01/2009	4,248 12	3,225 41	1,022 71
410 Sh Credit Suisse Group	03/13/2006	12/01/2009	21,771 60	22,971 89	-1,200 29
70 Sh Credit Suisse Group	01/24/2007	12/01/2009	3,717 10	4,943 93	-1,226 83
310 Sh Credit Suisse Group	06/21/2005	12/02/2009	16,034 92	12,498 46	3,536 46
80 Sh Credit Suisse Group	06/21/2005	12/16/2009	4,031 54	3,225 41	806 13
20 Sh Credit Suisse Group	06/21/2005	12/23/2009	992 33	806 35	185 98
300000 Sh Federal Farm Credit 5 30%	12/18/2007	06/11/2009	303,090 00	300,000 00	3,090 00
150000 Sh FFCB 4 4% 11/18/13	11/10/2008	11/18/2009	150,000 00	150,000 00	0 00
335000 Sh FFCB 6% 06/25/14	07/05/2007	06/25/2009	335,000 00	335,000 00	0 00
475000 Sh FFCB 6 35% 08/24/2022	08/20/2007	08/24/2009	475,000 00	475,000 00	0 00
130 Sh Google Inc - Class A	11/05/2007	12/01/2009	76,549 77	93,254 54	-16,704 77
10 Sh Google Inc - Class A	11/05/2007	12/16/2009	5,992.44	7,173 43	-1,180.99

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
250000 Sh GS Group Inc , 5 35% 1/15/2016	11/02/2006	01/14/2009	226,980 00	247,768 37	-20,788 37
100000 Sh Hewlett-Pack Co 5.25% 3/1/12	02/22/2007	12/11/2009	107,938 00	99,967 16	7,970.84
1570 Sh Hologic, Inc	08/20/2007	08/06/2009	22,507 26	38,912 68	-16,405 42
660 Sh. Hologic, Inc	08/22/2007	08/06/2009	9,461 65	16,661.60	-7,199 95
580 Sh Hologic, Inc	08/23/2007	08/06/2009	8,314 78	15,182 52	-6,867 74
1360 Sh Hologic, Inc	02/21/2008	08/06/2009	19,496.73	40,635 24	-21,138 51
40 Sh Hologic, Inc	02/22/2008	08/06/2009	573.43	1,160 60	-587 17
500 Sh Hologic, Inc	03/03/2008	08/06/2009	7,167 91	14,909 40	-7,741 49
600 Sh Hologic, Inc	08/20/2007	08/07/2009	8,659 58	14,871 09	-6,211 51
220 Sh Hologic, Inc	08/20/2007	12/16/2009	3,071 16	5,452 73	-2,381 57
40 Sh. Hologic, Inc	08/20/2007	12/22/2009	579 18	991 41	-412 23
170 Sh Honeywell Inc	12/20/2005	12/16/2009	6,944 34	6,507 74	436 60
30 Sh Honeywell Inc	12/20/2005	12/22/2009	1,187 36	1,148 42	38 94
347000 Sh Household Finance Corp Notes,	04/03/2003	12/11/2009	381,960 25	359,342 90	22,617 35
420 Sh Int'l Business Machines Corp	10/09/2008	12/02/2009	53,606 79	39,173 87	14,432 92
70 Sh Int'l Business Machines Corp	10/09/2008	12/16/2009	9,045 16	6,528 98	2,516 18
10 Sh Int'l Business Machines Corp	10/09/2008	12/22/2009	1,296 36	932 71	363 65
30 Sh. Intel Corp	12/19/2008	12/22/2009	602 38	439 16	163 22
360 Sh Johnson Matthey PLC	11/06/2006	09/16/2009	8,814 16	10,024 19	-1,210 03
70 Sh. Johnson Matthey PLC	11/01/2006	09/17/2009	1,712 25	1,933 05	-220 80
370 Sh Johnson Matthey PLC	11/06/2006	09/17/2009	9,050 47	10,302 63	-1,252 16
890 Sh Johnson Matthey PLC	11/01/2006	09/18/2009	20,776 16	24,577 31	-3,801 15
150 Sh Johnson Matthey PLC	11/01/2006	09/21/2009	3,456 53	4,142 24	-685 71
30 Sh Johnson Matthey PLC	11/02/2006	09/21/2009	691 31	824 96	-133 65
260 Sh Johnson Matthey PLC	11/02/2006	09/22/2009	6,147 70	7,149 66	-1,001 96
530 Sh Johnson Matthey PLC	11/02/2006	09/23/2009	12,467 53	14,574 29	-2,106 76
510 Sh Johnson Matthey PLC	11/02/2006	09/24/2009	11,584 15	14,024 32	-2,440 17
140 Sh Johnson Matthey PLC	11/02/2006	12/16/2009	3,469 23	3,849 82	-380 59
30 Sh Johnson Matthey PLC	11/02/2006	12/23/2009	722 55	824 96	-102 41
1660 Sh Juniper Networks, Inc	06/02/2006	05/08/2009	35,629 16	28,617 08	7,012 08
810 Sh Juniper Networks, Inc	06/02/2006	05/08/2009	17,385.31	13,856 18	3,529 13
5110 Sh Juniper Networks, Inc	06/02/2006	07/22/2009	130,566 85	87,413 71	43,153 14
20 Sh Mastercard Inc - Class A	09/30/2008	12/16/2009	4,926 67	3,579 04	1,347 63
880 Sh Microsoft Corp	08/07/2007	07/20/2009	21,332 85	25,936 33	-4,603.48
800 Sh Microsoft Corp	08/09/2007	07/20/2009	19,393 50	23,682 48	-4,288 98
3020 Sh Microsoft Corp	02/01/2008	07/20/2009	73,210 46	93,738 38	-20,527 92
680 Sh Microsoft Corp	02/05/2008	07/20/2009	16,484 48	20,064 08	-3,579 60
310 Sh Microsoft Corp	08/07/2007	12/16/2009	9,386 58	9,136 66	249 92
60 Sh Microsoft Corp	08/07/2007	12/22/2009	1,844 35	1,768 39	75 96
20 Sh Nestle S A Registered Shares	12/16/2008	12/23/2009	983 68	737 65	246.03
90 Sh Newmont Mining Corporation	12/01/2006	12/16/2009	4,597.08	4,222 87	374 21

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Description of Property	Date Acquired	Date Sold	Sales Price	Cost or Other Basis	Gain or (Loss)
Long Term					
Regular Gain/Loss					
20 Sh Newmont Mining Corporation	12/01/2006	12/22/2009	940 37	938 42	1 95
140 Sh Novartis AG - ADR	08/08/2007	12/16/2009	7,608 81	7,835 37	-226 56
30 Sh Novartis AG - ADR	08/08/2007	12/22/2009	1,623 85	1,679 01	-55 16
20 Sh Pepsico, Inc	12/17/2008	12/22/2009	1,212 76	1,090 14	122 62
1010 Sh Petroleo Brasileiro S A - ADR	04/13/2007	02/17/2009	22,994 64	23,824.54	-829 90
1530 Sh Petroleo Brasileiro S A - ADR	04/13/2007	02/18/2009	33,539 71	36,090.63	-2,550 92
2500 Sh Petroleo Brasileiro S A - ADR	04/13/2007	02/19/2009	56,202 68	58,971 62	-2,768 94
680 Sh Praxair, Inc	06/26/2003	05/08/2009	49,918 54	20,334 04	29,584 50
1540 Sh Praxair, Inc	06/27/2003	05/08/2009	113,050 80	46,091 27	66,959 53
1110 Sh Praxair, Inc	06/26/2003	05/11/2009	79,949.47	33,192 33	46,757 14
1330 Sh Praxair, Inc	06/26/2003	05/12/2009	95,448 32	39,770 99	55,677 33
250 Sh Republic Services Inc Cl A	04/17/2007	12/16/2009	7,227 36	7,115 60	111 76
50 Sh Republic Services Inc Cl A	04/17/2007	12/22/2009	1,398 96	1,423 12	-24.16
90 Sh Rogers Communications -Cl B	10/30/2008	12/16/2009	2,619 84	2,527 11	92 73
20 Sh Rogers Communications -Cl B	10/30/2008	12/22/2009	603 39	561 58	41 81
10 Sh Royal Dutch Shell PLC-ADR A	12/18/2008	12/22/2009	597 98	543 40	54 58
30 Sh Schneider Electric SA	04/04/2003	12/16/2009	3,362 31	1,410 22	1,952 09
10 Sh Schneider Electric SA	04/04/2003	12/23/2009	1,142 66	470 07	672 59
220 Sh Smiths Group plc	08/18/2004	12/16/2009	3,523 31	4,226 34	-703 03
40 Sh Smiths Group plc	08/18/2004	12/23/2009	624.21	768 43	-144 22
20 Sh State Street Corp	10/07/2008	12/22/2009	870 77	877 00	-6 23
1720 Sh Total SA	03/28/2003	10/15/2009	107,403 61	54,312 38	53,091 23
1480 Sh Total SA	03/28/2003	10/16/2009	93,144 71	46,733 91	46,410 80
250 Sh Vallourec SA	04/25/2006	05/15/2009	28,573 51	69,263 95	-40,690 44
130 Sh Vallourec SA	04/25/2006	05/18/2009	14,910 57	36,017 25	-21,106 68
120 Sh Vallourec SA	04/25/2006	05/19/2009	14,637 51	33,246 70	-18,609 19
101000 Sh Vastar Resources Inc Notes, 6	04/04/2003	04/01/2009	101,000 00	101,000 00	0 00
340 Sh Wal-Mart Stores, Inc	04/21/2005	09/09/2009	17,405 85	16,215 86	1,189 99
330 Sh Wal-Mart Stores, Inc	04/21/2005	09/10/2009	16,749 78	15,738 92	1,010 86
720 Sh Wal-Mart Stores, Inc	04/21/2005	09/11/2009	36,465 69	34,339 47	2,126 22
1010 Sh. Wal-Mart Stores, Inc	04/21/2005	11/03/2009	50,157 03	48,170 64	1,986 39
110 Sh Wal-Mart Stores, Inc	04/21/2005	12/16/2009	5,932 15	5,246 30	685 85
20 Sh Wal-Mart Stores, Inc	04/21/2005	12/22/2009	1,069 97	953 87	116 10
140 Sh Walgreen Co	12/01/2008	12/16/2009	5,333 87	3,334 63	1,999 24
30 Sh Walgreen Co	12/01/2008	12/22/2009	1,098 57	714 56	384 01
140 Sh Yum' Brands, Inc	10/09/2008	12/16/2009	4,855 08	3,987 16	867 92
30 Sh Yum' Brands, Inc	10/09/2008	12/22/2009	1,052 07	854 39	197 68
400 Sh Zimmer Holdings, Inc	01/08/2008	10/14/2009	20,741 79	27,524 52	-6,782 73
350 Sh Zimmer Holdings, Inc	01/08/2008	10/15/2009	18,174 61	24,083 96	-5,909 35
400 Sh Zimmer Holdings, Inc	01/08/2008	10/16/2009	20,779 91	27,524 52	-6,744 61
70 Sh Zimmer Holdings, Inc	01/08/2008	12/16/2009	4,196.39	4,816 79	-620 40

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Long Term					
Regular Gain/Loss					
10 Sh Zimmer Holdings, Inc	01/08/2008	12/22/2009	592 78	688.11	-95 33
Regular Gain/Loss Totals:					**-306,578.55**
Account Totals:			4,683,454 33	4,990,032 88	-306,578 55

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