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**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 change

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

Name of foundation

LARRY ROBBINS FOUNDATION

C/O GLENVIEW CAPITAL MANAGEMENT

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

Room/suite

767 FIFTH AVENUE, 44TH FL

City or town, state, and ZIP code

NEW YORK, NY 10153

A Employer identification number

26-1578481

B Telephone number (see page 10 of the instructions)

( ) -

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 foundation

I Fair market value of all assets at end of year (from Part II, col (c), line

16) \$ 22,107,615.

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)
1 Contributions, gifts, grants, etc., received (attach schedule)	5,133,600.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities				
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	-1,752,495.			
b Gross sales price for all assets on line 6a	7,964,999.			
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	3,381,105.			
13 Compensation of officers, directors, trustees, etc.	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule) ATCH. 1	14,753.	7,376.	0.	7,377.
b Accounting fees (attach schedule) ATCH. 2	11,265.	5,632.	0.	5,633.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) **	750.			750.
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH. 4	27,000.			27,000.
24 Total operating and administrative expenses. Add lines 13 through 23	53,768.	13,008.	0.	40,760.
25 Contributions, gifts, grants paid	13,130,255.			13,110,855.
26 Total expenses and disbursements. Add lines 24 and 25	13,184,023.	13,008.	0.	13,151,615.
27 Subtract line 26 from line 12	-9,802,918.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		-0-		
c Adjusted net income (if negative, enter -0-)			-0-	

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

JSA \*\* ATCH 3

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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 . . . . .		84,314.	7,141.	7,141.
	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) . . . . .				
	b	Investments - corporate stock (attach schedule) . . . . .				
	c	Investments - corporate bonds (attach schedule) . . . . .				
	11	Investments - land, buildings, and equipment basis ▶ . . . . .				
	Less: accumulated depreciation (attach schedule) ▶ . . . . .					
12	Investments - mortgage loans . . . . .					
13	Investments - other (attach schedule) <u>ATTCH 5</u> . . . . .	37,818,498.	28,107,357.	22,100,474.		
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) . . . . .	37,902,812.	28,114,498.	22,107,615.		
Liabilities	17	Accounts payable and accrued expenses . . . . .				
	18	Grants payable . . . . .				
	19	Deferred revenue . . . . .				
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .				
	21	Mortgages and other notes payable (attach schedule) . . . . .				
	22	Other liabilities (describe ▶ . . . . .)				
23	Total liabilities (add lines 17 through 22) . . . . .					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted . . . . .	37,902,812.	28,114,498.		
	25	Temporarily restricted . . . . .				
	26	Permanently restricted . . . . .				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>					
	27	Capital stock, trust principal, or current funds . . . . .				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .				
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	37,902,812.	28,114,498.		
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	37,902,812.	28,114,498.		

## 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	37,902,812.
2	Enter amount from Part I, line 27a . . . . .	2	-9,802,918.
3	Other increases not included in line 2 (itemize) ▶ <u>ATTACHMENT 6</u> . . . . .	3	19,400.
4	Add lines 1, 2, and 3 . . . . .	4	28,119,294.
5	Decreases not included in line 2 (itemize) ▶ <u>ATTACHMENT 7</u> . . . . .	5	4,896.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	28,114,398.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<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>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss) . . . . .			<b>2</b>	-1,752,495.	
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;">                     If gain, also enter in Part I, line 7                      If (loss), enter -0- in Part I, line 7                 </div> </div>					
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			<b>3</b>		
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;">                     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> </div>					

**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.

(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	4,594,985.	29,204,526.	0.157338
2007	6,011,102.	20,329,382.	0.295685
2006	7,396,783.	10,552,780.	0.700932
2005	4,317,534.	3,946,313.	1.094068
2004	321,842.	649,369.	0.495623
<b>2</b> Total of line 1, column (d) . . . . .			<b>2</b> 2.743646
<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> 0.548729
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .			<b>4</b> 16,089,797.
<b>5</b> Multiply line 4 by line 3 . . . . .			<b>5</b> 8,828,938.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			<b>6</b>
<b>7</b> Add lines 5 and 6 . . . . .			<b>7</b> 8,828,938.
<b>8</b> Enter qualifying distributions from Part XII, line 4 . . . . .			<b>8</b> 13,170,165.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		1	0.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	0.
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	0.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	0.	
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		0.
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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		0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2010 estimated tax 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?		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)? 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
c Did the foundation file Form 1120-POL 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 \$ (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		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
b If "Yes," has it filed a tax return on Form 990-T 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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) NY,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	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 <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> LARRY ROBBINS Telephone no <input type="checkbox"/> 212-812-4720			
Located at <input type="checkbox"/> 767 FIFTH AVENUE, 44TH FL NEW YORK, NY ZIP + 4 <input type="checkbox"/> 10153				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 15			

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/>		
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 <input type="checkbox"/>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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

(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) **ATTACHMENT 8**

**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
ATTACHMENT 9		0.	-0-	-0-

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

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

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

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

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

Total number of others receiving over \$50,000 for professional services . . . . . NONE

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

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

**Part IX-B Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3 . . . . .	

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**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>	
<b>b</b>	Average of monthly cash balances	<b>1b</b>	51,932.
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	16,282,887.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	16,334,819.
<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>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	16,334,819.
<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>	245,022.
<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>	16,089,797.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	804,490.

**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>	804,490.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	0.
<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>	0.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	804,490.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	804,490.
<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>	804,490.

**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>	13,170,165.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	0.
<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>	0.
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0.
<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>	13,170,165.
<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>	13,170,165.

**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				804,490.
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	220,754.			
b From 2005	4,129,916.			
c From 2006	6,872,994.			
d From 2007	5,021,855.			
e From 2008	3,151,666.			
f Total of lines 3a through e	19,397,185.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$	13,170,165.			
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				804,490.
e Remaining amount distributed out of corpus	12,365,675.			
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	31,762,860.			
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)	220,754.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	31,542,106.			
10 Analysis of line 9				
a Excess from 2005	4,129,916.			
b Excess from 2006	6,872,994.			
c Excess from 2007	5,021,855.			
d Excess from 2008	3,151,666.			
e Excess from 2009	12,365,675.			

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
b 85% of line 2a . . . . .					
c Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
d Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets . . . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .					
(3) Largest amount of support from an exempt organization . . . . .					
(4) Gross investment income . . . . .					

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

LAWRENCE ROBBINS 767 FIFTH AVENUE, 44TH FL NEW YORK, NY 10153

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

N/A

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

Check here ☒ 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**

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<b>a Paid during the year</b> SEE SCHEDULE ATTACHED	NONE			13,110,855.
<b>Total.</b> . . . . . ► <b>3a</b>				13,110,855.
<b>b Approved for future payment</b> SEE SCHEDULE ATTACHED	NONE			19,400.
<b>Total.</b> . . . . . ► <b>3b</b>				19,400.

Form **990-PF** (2009)



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

<b>1</b>	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?		<b>Yes</b>	<b>No</b>
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	<b>1a(1)</b>		X
	(2) Other assets	<b>1a(2)</b>		X
<b>b</b>	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	<b>1b(1)</b>		X
	(2) Purchases of assets from a noncharitable exempt organization	<b>1b(2)</b>		X
	(3) Rental of facilities, equipment, or other assets	<b>1b(3)</b>		X
	(4) Reimbursement arrangements	<b>1b(4)</b>		X
	(5) Loans or loan guarantees	<b>1b(5)</b>		X
	(6) Performance of services or membership or fundraising solicitations	<b>1b(6)</b>		X
	(7) Sharing of facilities, equipment, mailing lists, other assets, or paid employees	<b>1c</b>		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.			

[illegible]

**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

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.

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

Sign Here	Signature of officer or trustee <i>[Signature]</i>		Date <i>11/15/10</i>	Title <i>Trustee</i>
	Paid Preparer's Use Only Preparer's signature <i>William A. Zatorok</i> Firm's name (or yours if self-employed), address, and ZIP code <i>PRICEWATERHOUSECOOPERS LLP</i> <i>300 MADISON AVENUE</i> <i>NEW YORK, NY 10017</i>	Date <i>11/10/10</i>	Check if self-employed <input type="checkbox"/>	Preparer's identifying number (See Signature on page 30 of the instructions) <i>P00846377</i> EIN <i>13-4008324</i> Phone no <i>646-471-3000</i>

**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

**2009**

Name of the organization

LARRY ROBBINS FOUNDATION  
C/O GLENVIEW CAPITAL MANAGEMENT

Employer identification number

26-1578481

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. . . . . ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization **LARRY ROBBINS FOUNDATION**  
**C/O GLENVIEW CAPITAL MANAGEMENT**

Employer identification number  
**26-1578481**

**Part I** Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	LAWRENCE ROBBINS  767 FIFTH AVENUE, 44TH FL.  NEW YORK, NY 10153	\$ 5,133,600.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)



Form **8868**

(Rev. April 2009)

Department of the Treasury  
Internal Revenue Service**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
  - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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

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

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

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

<b>Type or print</b>  File by the due date for filing your return. See instructions	Name of Exempt Organization	LARRY ROBBINS FOUNDATION	Employer identification number	26-1578481
	C/O GLENVIEW CAPITAL MANAGEMENT			
	Number, street, and room or suite no. If a P.O. box, see instructions			
	767 FIFTH AVENUE, 44TH FL			
City, town or post office, state, and ZIP code. For a foreign address, see instructions				
NEW YORK, NY 10153				

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

<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

- The books are in the care of ► LARRY ROBBINS

Telephone No ► 212 812-4720

FAX No ► \_\_\_\_\_

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for

- ☒ calendar year 2009 or  
 ► ☐ tax year beginning \_\_\_\_\_, \_\_\_\_\_, and ending \_\_\_\_\_, \_\_\_\_\_.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	0.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c <b>Balance Due.</b> Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

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

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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**.  
**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

Type or print  File by the extended due date for filing the return. See instructions.	Name of Exempt Organization <b>LARRY ROBBINS FOUNDATION</b>	Employer identification number <b>26-1578481</b>
	C/O GLENVIEW CAPITAL MANAGEMENT	For IRS use only
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>767 FIFTH AVENUE, 44TH FL</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>NEW YORK, NY 10153</b>	

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

<input type="checkbox"/> Form 990	<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 5227	

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

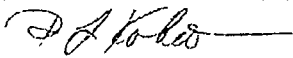
- The books are in the care of **LARRY ROBBINS**  
Telephone No. **212 812-4720** FAX No. \_\_\_\_\_
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- I request an additional 3-month extension of time until **11/15/2010**.
- For calendar year **2009**, or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_.
- If this tax year is for less than 12 months, check reason. ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension **ADDITIONAL INFORMATION NEEDED IN ORDER TO COMPLETE AN ACCURATE RETURN**

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

**Signature and Verification**

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

Signature  Title **ATTORNEY** Date **08/12/2010**

**PRICewaterhouseCOOPERS LLP**  
**300 MADISON AVENUE**  
**NEW YORK, NY 10017**

Form 8868 (Rev. 4-2009)

**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)	
7,964,999.		SEE SCH ATTACHED PROPERTY TYPE: OTHER 9,717,494.					12/31/2006  -1752495.	VARIOUS
TOTAL GAIN (LOSS) .....							<u>-1752495.</u>	

ATTACHMENT 1

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	14,753.	7,376.		7,377.
TOTALS	<u>14,753.</u>	<u>7,376.</u>	<u>0.</u>	<u>7,377.</u>

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	11,265.	5,632.		5,633.
TOTALS	<u>11,265.</u>	<u>5,632.</u>	<u>0.</u>	<u>5,633.</u>

ATTACHMENT 3

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
NEW YORK FILING FEES	750.	750.
TOTALS	<u>750.</u>	<u>750.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
CONSULTING FEES	26,250.
FILING FEES	750.
TOTALS	<u>27,000.</u>

<u>CHARITABLE PURPOSES</u>
26,250.
750.
<u>27,000.</u>

LARRY ROBBINS FOUNDATION

26-1578481

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 5

<u>DESCRIPTION</u>	<u>ENDING</u>	<u>ENDING</u>
	<u>BOOK VALUE</u>	<u>FMV</u>
GLENVIEW CAPITAL PARTNERS	6,312,129.	5,487,200.
GLENVIEW OFFSHORE OPPORTUNITY	19,856,307.	16,099,998.
GCM LITTLE ARBOR PARTNERS	1,938,921.	513,276.
TOTALS	<u>28,107,357.</u>	<u>22,100,474.</u>



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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
GRANTS APPROVED FOR FUTURE PAYMENT	19,400.
TOTAL	<u>19,400.</u>

ATTACHMENT 7FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
BOOK TAX DIFFERENCE	4,896.
TOTAL	<u>4,896.</u>

ATTACHMENT 8

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: NDUNA FOUNDATION  
GRANTEE'S ADDRESS: 181 EAST 65TH ST, APT. 31A/32A  
CITY, STATE & ZIP: NEW YORK, NY 10065  
GRANT DATE: 01/01/2009  
GRANT AMOUNT: 7,000,000.  
GRANT PURPOSE: SUPPORT CHARITABLE PROGRAMS  
AMOUNT EXPENDED: 7,000,000.  
ANY DIVERSION? NO  
DATES OF REPORTS: JUNE 2010  
VERIFICATION DATE:  
RESULTS OF VERIFICATION:  
GRANTS WERE MADE TO PUBLIC CHARITIES



Mr. Lawrence Robbins  
Larry Robbins Foundation  
767 Fifth Avenue, 44th Floor  
New York, NY 10153

Re: Grantee Report for Fiscal Year 2009

Dear Larry:

In accordance with the terms of our expenditure responsibility agreement dated January 1, 2009, we are enclosing the grantee report for the fiscal year ending December 31, 2009. This letter summarizes the progress that The Nduna Foundation (the "Foundation") has made toward fulfilling the purposes of the grant made pursuant to that agreement. This letter will also confirm that the Foundation has substantially complied with all of the terms of the expenditure responsibility agreement governing the funds covered by this report.

Over the past year, the Foundation has spent the grant funds in furtherance of the stated purposes of the grant and related charitable purposes of the Foundation, including: (1) education programs in New York City through KIPP Charter schools; (2) poverty alleviation in New York City through the Robin Hood Foundation; (3) education programs internationally through Teach for All, a partnership of Teach for America; (4) children's nutrition programs in Niger, Ethiopia, Sudan and Zimbabwe through UNICEF; (5) conservation work in the United States and Africa through the National Fish and Wildlife Foundation; (6) programs supporting social entrepreneurs in developing countries through the Acumen Fund; and (7) grants to various programs/projects of other 501(c)(3) public charities. Attached as Exhibit 1 is a list that summarizes the Foundation's grants in the calendar year 2009.

The Foundation is pleased to report that we have made significant progress toward accomplishing the goals of the grant. Upon your request, we will provide a narrative account of the past year's achievements regarding grants we have made to the organizations mentioned above. As indicated above, these funds were fully expended in the fiscal year ending December 31, 2009. Thus, this report represents the Foundation's final accounting of the funds expended under the expenditure responsibility agreement dated January 1, 2009. If you should have any questions or need more information, please do not hesitate to contact me.

Sincerely,

Amy L. Robbins  
Founder & Executive Director

**Exhibit 1**

**THE NDUNA FOUNDATION  
Grantee Report under Agreement Dtd. 1/1/09  
January through December 2009**

	Type	Date	Num	Name	Amount
<b>Receipts</b>					
Larry Robbins Foundation					
	Deposit	01/05/2009	DEP	Larry Robbins Foundation	\$7,000,000 00
Total Larry Robbins Foundation					<u>7,000,000 00</u>
Total Receipts					<u>7,000,000 00</u>
<b>Expenditures</b>					
<b>GRANTS MADE</b>					
<b>Arts/Humanities</b>					
	Check	04/01/2009	1043	American Museum of National History	25,000 00
	Check	04/09/2009	1047	The Metropolitan Museum of Art	12,000 00
	Check	08/18/2009	340	American Museum of Natural History	10,000 00
Total Arts/Humanities					<u>47,000 00</u>
<b>Health/Welfare</b>					
	Check	03/06/2009	Wire	The Millennium Promise Alliance Inc	600,000 00
	Check	03/17/2009	Wire	UNICEF (The U S Fund for UNICEF)	50,000 00
	Check	05/12/2009	311	The Mount Sinai Children's Center Fdn	10,000 00
	Check	05/15/2009	320	IWHC (Int'l Women Health Coalition)	25,000 00
	Check	07/22/2009	329	UNICEF (The U S Fund for UNICEF)	500,000 00
	Check	08/25/2009	335	UNICEF (The U S Fund for UNICEF)	100,000 00
	Check	09/08/2009	337	African Services Committee	10,000 00
	Check	11/04/2009	351	Malaria No More	50,000 00
	Check	11/10/2009	WIRE	Elizabeth Glaser Pediatric AIDS Fndn	100,000 00
	Check	11/10/2009	WIRE	Elizabeth Glaser Pediatric AIDS Fndn	75,000 00
	Check	11/12/2009	WIRE	Better World Fund	506,854 00
	Check	12/02/2009	WIRE	PMRI (Preventive Medicine Research Inst )	50,000 00
Total Health/Welfare					<u>2,076,854 00</u>
<b>Education</b>					
	Check	04/15/2009	1048	Legal Outreach	150,000 00
	Check	04/20/2009	Wire	Witness	242,146 00
	Check	04/22/2009	1049	The Allen-Stevenson School	14,000 00
	Check	05/12/2009	304	The McCarton Foundation	25,000 00
	Check	05/13/2009	WIRE	KIPP New York, Inc	500,000 00
	Check	06/15/2009	WIRE	KIPP New York, Inc	100,000 00
	Check	10/10/2009	348	Asia Society	25 000 00
	Check	11/10/2009	WIRE	Witness	200,000 00
	Check	12/02/2009	WIRE	Teach for America	1,000 000 000
Total Education					<u>2,256,146 00</u>
<b>Environmental</b>					
	Check	02/03/2009	WIRE	Everglades Foundation	50,000 00
	Check	05/12/2009	301	National Fish and Wildlife Foundation	100,000 00
	Check	05/12/2009	302	National Fish and Wildlife Foundation	50,000 00
	Check	07/10/2009	328	National Fish and Wildlife Foundation	100,000 00
	Check	11/12/2009	353	National Fish and Wildlife Foundation	20,000 00
Total Environmental					<u>320,000 00</u>
<b>Urban Issues</b>					
	Check	04/02/2009	1045	Robin Hood Foundation	100,000 00
	Check	06/11/2009	318	Robin Hood Foundation	250,000 00
Total Urban Issues					<u>350,000 00</u>

Other

Check	03/05/2009	WIRE	Acumen Fund	1,000,000 00
Check	04/02/2009	1044	New York Women in Communications Inc	25,000 00
Check	04/02/2009	1048	Boys and Girls Clubs of America	50,000 00
Check	05/12/2009	308	The Spirit of Helen Keller	15,000 00
Check	05/16/2009	319	KBFUS Nelson Mandela Fund	100,000 00
Check	06/24/2009	321	Boys and Girls Clubs of America	25,000 00
Check	07/17/2009	WIRE	Clinton Global Initiative	20,000 00
Check	07/23/2009	WIRE	Human Rights Watch	500,000 00
Check	09/09/2009	WIRE	World Alliance for Citizen Participation	100,000 00
Check	09/22/2009	WIRE	Human Rights Watch	100,000 00
Check	10/19/2009	347	Endeavor	15,000 00

Total Other

1,950,000 00

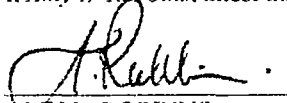
Total GRANTS MADE

7,000,000 00

Total Grant Funds Remaining (Receipts - Expenditures)

0 00

I, *Amy L. Robbins*, attest that this report represents an accurate accounting of the grant expenditures.

  
AMY L. ROBBINS

## EXPENDITURE RESPONSIBILITY AGREEMENT

The Nduna Foundation  
c/o Amy L. Robbins  
181 East 65th Street, Apt. 31A/32A  
New York, New York 10065

Dear Amy:

The Larry Robbins Foundation is pleased to inform you that The Nduna Foundation has been awarded a grant of \$7,000,000. The grant is to be used to fund: (1) education programs in New York City through KIPP Charter schools; (2) poverty alleviation in New York City through the Robin Hood Foundation; (3) education programs internationally through Teach for All, a partnership of Teach for America; (4) children's nutrition programs in Niger, Ethiopia, Sudan and Zimbabwe through UNICEF, (5) conservation work in the United States through the National Fish and Wildlife Foundation; and (6) programs supporting social entrepreneurs in developing countries through the Acumen Fund.

### Use of Funds

Under United States tax laws and regulations, all grant funds must be expended for charitable, scientific, literary, or educational purposes as defined under Internal Revenue Code §501(c)(3). This grant is made solely for the purposes stated in this Agreement, and the grant funds as well as any interest earned upon them may not be expended for any other purpose without the written approval of the Larry Robbins Foundation. Any funds not expended in accordance with the terms of this Agreement must be returned to the Larry Robbins Foundation.

In addition, The Nduna Foundation agrees not to use any of the grant funds for any of the following purposes with respect to either the United States or any foreign country:

(1) lobbying -- that is, any attempt to influence the outcome of any specific public election or any attempt to influence any legislation, such as by advocating the adoption or rejection of legislation, or by contacting or urging the public to contact members of a legislative body for the purpose of proposing, supporting or opposing legislation;

(2) carrying on, directly or indirectly, any voter registration drive;

(3) engaging in propaganda or partisan political activity;

(4) making grants to individuals for travel, study or other similar purposes, unless you comply with applicable United States tax law with regard to such grants; and

(5) making grants to other organizations (except public charities, governmental bodies and U.S. tax-exempt organizations), unless you conduct a "pre-grant" inquiry and have a written agreement with such organization in a form that is substantially the same as this Agreement. (Please let us know if you require more information on this procedure.)

## Annual Report

The Nduna Foundation will provide to us written narrative and financial reports regarding the use of the grant funds and the progress that the Foundation has made toward accomplishing the charitable purposes of the grant. Each report will include a financial statement attested to by its responsible financial officer or independent accountant showing the grant funds and records of receipts and expenditures under the grant.

Such a report must be provided within a reasonable time after the conclusion of your yearly accounting period for every year in which the grant funds have been expended or retained, and in no case provided later than three months after the end of such year.

You also agree to provide, within a reasonable time after the conclusion of your yearly accounting period during which the use of the grant funds is completed, a final report with respect to all expenditures made from the grant and progress made toward the goals of the grant.

You also agree to provide to us copies of any other reports, publications or written material prepared in connection with the project funded by this grant and, upon our request, to provide any other report or information which we believe is necessary to keep us fully apprised of the status or use of the grant funds.

Although grant funds need not be physically separated, records of receipts and expenditures under the grant, as well as copies of the report furnished to us, should be kept available for our inspection until four years after the grant.

## Payment Terms

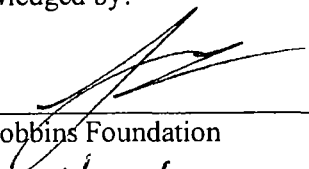
Payment under the grant will be made on the following date, after receipt of a signed copy of this Agreement:


<u>Date</u>	<u>Amount</u>
1/1/09	\$7,000,000

## Sign and Return

If this Agreement meets with your approval, kindly sign it and return one copy to us.

Acknowledged by:

  
\_\_\_\_\_  
Larry Robbins Foundation  
Dated: 11/5/09

  
\_\_\_\_\_  
The Nduna Foundation  
Dated: \_\_\_\_\_



LARRY ROBBINS FOUNDATION

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

26-1578481

ATTACHMENT 9

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION
LAWRENCE ROBBINS 767 FIFTH AVENUE, 44TH FL NEW YORK, NY 10153	5.00	0.
GRAND TOTALS		0.

LARRY ROBBINS FOUNDATION

EIN: 26-1578481

ATTACHMENT TO 2009 FORM 990PF, PART XV-LINE 3, GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR.

	Recipient Name & Address	Relation to Substantial Contributor And Status of Recipient	Purpose of Grant Or Contribution	Amount
1	Robin Hood Foundation 826 Broadway, 7th Fl New York, NY 10003	None Public Charity	Fight poverty in NYC	3,434,000
2	The JCC in Manhattan 334 Amsterdam Avenue @ 76th Street New York, NY 10023	None Public Charity	Supporting the values of Pluralism, diversity & tolerance	10,000
3	New Heights Youth, Inc 1290 Avenue of the Americas New York, NY 10104	None Public Charity	Youth Development Programs	5,000
4	The Posse Foundation, Inc 14 Wall St, 8A Ste 60 New York, NY 10005	None Public Charity	Youth leadership development and college access programs	5,000
5	The Allen-Stevenson School 132 E 78TH ST New York, NY 10021	None Public Charity	Supports Education	101,224
6	The Buoniconti Fund 1095 NW 14TH Terrace, 2nd Floor Room R-48 Miami, FL 33136	None Public Charity	Research Center devoted to the treatment and research for Paralysis induced by spinal cord injuries	26,000
7	KIPP New York Inc 250 E 156th St Bronx, NY 10451	None Public Charity	Supports Education	2,255,961
8	The Ira Sohn Conference Foundation 590 Madison Avenue, 28th Fl New York, NY 10022	None Public Charity	To raise funds for the medical research, care and treatment of children with pediatric cancers and other health care causes	25,000
9	YMCA of Greenwich 50 E Putnam Avenue Greenwich, CT 06830	None Public Charity	Enriches the community by promoting positive values through programs that build healthy kids and strong families	10,000
10	FATE Foundation USA PO BOX 1157 Englewood Cliffs, NJ 07632	None Public Charity	To help children and adults with Autism	15,000
11	Southampton Village Police Benevolent Association PO BOX 759 Southampton, NY 11969	None Public Charity	To support annual activities and youth services	5,000

**LARRY ROBBINS FOUNDATION**

EIN: 26-1578481

**ATTACHMENT TO 2009 FORM 990PF, PART XV-LINE 3, GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR.**

Recipient Name & Address	Relation to Substantial Contributor And Status of Recipient	Purpose of Grant Or Contribution	Amount
12 Memorial Sloan-Kettering Cancer Center 1275 York Avenue New York, NY 10021	None Public Charity	Dedicated to the prevention, treatment and cure of cancer through patient care, research, and education	1,000
13 Teach for America 315 West 36th Street, 7th FL New York, NY 10018	None Public Charity	To eliminate educational inequity by enlisting our nation's most promising future leaders in the effort	100,800
14 Closter Volunteer Ambulance and Rescue Corps 72 Ruckman Road Closter, NJ 07624	None Public Charity	Provides ambulance service and heavy rescue to various towns in New Jersey	5,000
15 LIFT (FKA National Student Partnerships) 800 7th Street, NW Suite 300 Washington, DC 20001	None Public Charity	Combat poverty and expand opportunity for all people	25,000
16 American Foundation for Suicide Prevention 120 Wall Street 22nd Floor New York, NY 10005	None Public Charity	Support suicide prevention	12,270
17 American Cancer Society Foundation 1599 Clifton Road Atlanta, GA 30329	None Public Charity	Support cancer care and improve quality of life for cancer patients	1,000
18 American Friends of the Open University of Israel Inc 120 E 56th St Room 900 New York, NY 10022	None Public Charity	To expand the curriculum and facilities for the distance learning at the open university, and to provide scholarships	5,000
19 Cameron M. Neely Foundation for Cancer Care, Inc 30 Winter St. 2nd Fl Boston, MA 02108	None Public Charity	To support the construction on the Neely Bone Marrow Collection Center and Laboratory	25,000
20 Epilepsy Foundation 8301 Professional Place, East Landover, MD 20785	None Public Charity	Support research of and improve public awareness of epilepsy	1,000
21 Little Shelter Animal Adoption Center Inc 33 Warner Road Huntington, NY 11743	None Public Charity	To rescue animals from kill shelters and provide quality medical care until adoption	1,000
22 The Kiev Foundation Inc 106 Apple St Ste 101D Tinton Falls, NJ 07724	None Private Nonoperating Foundation	To honor An Kiev	1,800
23 McCarton Foundation for Developmental Disabilities Inc	None	To support the school which sponsors autism and ASD research	10,000

LARRY ROBBINS FOUNDATION

EIN. 26-1578481

ATTACHMENT TO 2009 FORM 990PF, PART XV-LINE 3, GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR.

Recipient Name & Address	Relation to Substantial Contributor And Status of Recipient	Purpose of Grant Or Contribution	Amount
350 E 82nd St New York, NY 10028	Public Charity		
24 Fund for Public Schools 52 Chambers Street Room 305 New York, NY 10007	None Public Charity	To support P S 109	5,000
25 Princeton Child Development Institute 300 Cold Soil Rd Princeton, NJ 08540	None Public Charity	To support people with autism	10,000
26 The Nduna Foundation 850 Third Ave New York, NY 10022	None Private Nonoperating Foundation	To support the foundation	7,000,000
27 Washington Institute for Near East Policy 1828 L St Nw Ste 1050 Washington, DC 20036	None Public Charity	To promote a balanced and realistic understanding of American interest in the near east	5,000
28 YMCA of Greater New York 5 West 63rd Street, 6th Fl New York, NY 10023	None Public Charity	To support the center	10,000
Total Contributions made 2009:			13,110,855

LARRY ROBBINS FOUNDATION

EIN: 26-1578481

ATTACHMENT TO 2009 FORM 990PF, PART XV-LINE 3, GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT.

	Recipient Name & Address	Relation to Substantial Contributor And Status of Recipient	Purpose of Grant Or Contribution	Amount
1	The JCC in Manhattan 334 Amsterdam Avenue @ 76th Street New York, NY 10023	None Public Charity	Supporting the values of Pluralism, diversity & tolerance	6,900
2	The Allen-Stevenson School 132 E 78TH ST New York, NY 10021	None Public Charity	Supports Education	12,500
Total Contributions made 2009:				19,400

**SCHEDULE D**  
**(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

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

OMB No 1545-0092

**2009**

Name of estate or trust **LARRY ROBBINS FOUNDATION**  
**C/O GLENVIEW CAPITAL MANAGEMENT**

Employer identification number  
**26-1578481**

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

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

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

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

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

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

<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	<b>6b</b>	-1,752,495.
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	<b>7</b>	
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	<b>8</b>	
<b>9</b> Capital gain distributions	<b>9</b>	
<b>10</b> Gain from Form 4797, Part I	<b>10</b>	
<b>11</b> Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	<b>11</b>	( )
<b>12</b> Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back	<b>12</b>	-1,752,495.

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

Schedule D (Form 1041) 2009

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>13</b>	<b>Net short-term gain or (loss)</b> . . . . .	<b>13</b>		
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year . . . . .	<b>14a</b>		-1,752,495.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht) . . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss).</b> Combine lines 13 and 14a . . . . .	<b>15</b>		-1,752,495.

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

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

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

<b>Part V Tax Computation Using Maximum Capital Gains Rates</b>	
<b>Form 1041 filers.</b> Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.	
<b>Caution:</b> Skip this part and complete the worksheet on page 8 of the instructions if	
• Either line 14b, col (2) or line 14c, col (2) is more than zero, or	
• Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.	
<b>Form 990-T trusts.</b> Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.	

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

Schedule D (Form 1041) 2009





**LARRY ROBBINS FOUNDATION****EIN: 26-1578481****ATTACHMENT TO 2009 FORM 990PF, SCHEDULE OF CAPITAL GAIN / LOSS**

<b>Name</b>	<b>Date Acq</b>	<b>Date Sold</b>	<b>Cost Basis</b>	<b>Gross Proceeds</b>	<b>Gain/(Loss)</b>
Glenview Capital Partners	12/31/2006	1/1/2009	(5,011,900)	3,491,234	(1,520,666)
Glenview Capital Partners	12/31/2006	2/2/2009	(271)	-	(271)
Glenview Capital Partners	12/31/2006	2/2/2009	(63)	-	(63)
GCM Little Arbor Partners	12/31/2006	1/1/2009	(1,846,545)	1,177,306	(669,239)
GCM Little Arbor Partners	12/31/2006	2/2/2009	(204)	-	(204)
GCM Little Arbor Partners	12/31/2006	2/2/2009	(46)	-	(46)
Glenview Offshore Opportunity	12/31/2006	1/1/2009	(1,436,798)	1,331,459	(105,339)
Glenview Offshore Opportunity	12/31/2006	4/1/2009	(342,340)	358,000	15,660
Glenview Offshore Opportunity	12/31/2006	5/1/2009	(82,525)	107,000	24,475
Glenview Offshore Opportunity	12/31/2006	6/1/2009	(274,384)	400,000	125,616
Glenview Offshore Opportunity	12/31/2006	7/1/2009	(722,418)	1,100,000	377,582
Total Capital Gain/(Loss)			(9,717,494)	7,964,999	(1,752,495)