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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052
2009

For calendar year 2009, or tax year beginning 01-01-2009 , and ending 12-31-2009

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 JOHN R & CARTER A BRYAN CHARITABL CHARITABLE TRUST		A Employer identification number 30-0214725	
	Number and street (or P O box number if mail is not delivered to street address) 6345 RIDGEWAY ROAD		Room/suite	B Telephone number (see page 10 of the instructions) (804) 400-6600
	City or town, state, and ZIP code RICHMOND, VA 232263201		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

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) \$ 350,134

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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	100,035			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	20	20		
	4 Dividends and interest from securities.	4,304	4,304		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-42,499			
	b Gross sales price for all assets on line 6a _____ 162,233				
	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				
Operating and Administrative Expenses	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	61,860	4,324		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,350			1,350
	c Other professional fees (attach schedule)	2,351	2,351		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	154	119		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	220	220		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	4,075	2,690		1,350
	25 Contributions, gifts, grants paid	12,000			12,000
	26 Total expenses and disbursements. Add lines 24 and 25	16,075	2,690		13,350
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	45,785			
	b Net investment income (if negative, enter -0-)		1,634		
	c Adjusted net income (if negative, enter -0-)				

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	6,645	2,035	2,035
	2	Savings and temporary cash investments	7,218	107,356	107,356
	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 15 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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	245,890	196,409	240,743
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	259,753	305,800	350,134
	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)		0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	259,753		
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds		305,800	
	30	Total net assets or fund balances (see page 17 of the instructions)	259,753	305,800	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	259,753	305,800	

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	259,753
2	Enter amount from Part I, line 27a	2	45,785
3	Other increases not included in line 2 (itemize) ▶ _____	3	262
4	Add lines 1, 2, and 3	4	305,800
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	305,800

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					
(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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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		
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
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	14,490	279,640	0 051817	
2007	8,933	281,940	0 031684	
2006	6,710	166,575	0 040282	
2005	5,008	110,845	0 045180	
2004	177	54,695	0 003236	
2 Total of line 1, column (d).			2	0 172199
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 034440
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.			4	280,570
5 Multiply line 4 by line 3.			5	9,663
6 Enter 1% of net investment income (1% of Part I, line 27b).			6	16
7 Add lines 5 and 6.			7	9,679
8 Enter qualifying distributions from Part XII, line 4.			8	13,350
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 VIExcise 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 letter if necessary—see instructions)

b

Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b

c

All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)

2

Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

3

Add lines 1 and 2.

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5

Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-

6

Credits/Payments

a

2009 estimated tax payments and 2008 overpayment credited to 2009

6a

b

Exempt foreign organizations—tax withheld at source

6b

c

Tax paid with application for extension of time to file (Form 8868)

6c

d

Backup withholding erroneously withheld

6d

7

Total credits and payments Add lines 6a through 6d.

8

Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.

11

Enter the amount of line 10 to be Credited to 2010 estimated tax 0 Refunded

Part VII-AStatements Regarding Activities

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

No

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

No

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.

1c

c

Did the foundation file Form 1120-POL for this year?

1c

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?

2

No

If "Yes," attach a detailed description of the activities.

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

No

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

No

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?

5

No

If "Yes," attach the statement required by General Instruction T.

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

Yes

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

Yes

8a

Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) VA

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

Yes

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

No

10

Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

10

Yes

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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		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address NONE	13	Yes	
14	The books are in care of JOHN R BRYAN Telephone no (804) 400-6600 Located at 6345 RIDGEWAY ROAD RICHMOND VA ZIP+4 23226			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.			
		15		

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. Yes No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. Yes No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?.	1c		
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?. If "Yes," list the years 20____, 20____, 20____, 20____			
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		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
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		No
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		

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

5b

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)? Organizations relying on a current notice regarding disaster assistance check here.

No

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?

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?

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
JOHN R BRYAN	TTEE	0	0	0
6345 RIDGEWAY ROAD	5 00			
6345 RIDGEWAY ROAD				
RICHMOND,VA 23226				
CARTER A BRYAN	TTEE	0	0	0
6345 RIDGEWAY ROAD	5 00			
6345 RIDGEWAY ROAD				
RICHMOND,VA 23226				

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.		

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3.	

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

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	223,216
b	Average of monthly cash balances.	1b	61,627
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	284,843
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	
3	Subtract line 2 from line 1d.	3	284,843
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	4,273
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	280,570
6	Minimum investment return. Enter 5% of line 5.	6	14,029

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	14,029
2a	Tax on investment income for 2009 from Part VI, line 5.	2a	16
b	Income tax for 2009 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	16
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	14,013
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	14,013
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	14,013

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	13,350
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	13,350
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	16
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	13,334
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			
2	Undistributed income, if any, as of the end of 2008			
a	Enter amount for 2008 only. 8,876			
b	Total for prior years 20____, 20____, 20____			
3	Excess distributions carryover, if any, to 2009			
a	From 2004.			
b	From 2005.			
c	From 2006.			
d	From 2007.			
e	From 2008.			
f	Total of lines 3a through e.			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 13,350			
a	Applied to 2008, but not more than line 2a 8,876			
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. 4,474			
e	Remaining amount distributed out of corpus			
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			
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. 9,539			
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).			
9	Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a.			
10	Analysis of line 9			
a	Excess from 2005.			
b	Excess from 2006.			
c	Excess from 2007.			
d	Excess from 2008.			
e	Excess from 2009.			

Part XIV

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

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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 organization had \$5,000 or more in assets at any time during the year—see page 27 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))

JOHN R BRYAN

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

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

JOHN R BRYAN
6345 RIDGEWAY ROAD
RICHMOND, VA 23226
(804) 400-6600

b

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

LETTER

c

Any submission deadlines

NONE

d

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

CHARITABLE TAX EXEMPT ORGANIZATIONS ONLY

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	12,000
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2009)

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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.			

[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

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				
*****		2010-05-15	*****	
Signature of officer or trustee		Date	Title	
Paid Preparer's Use Only	Preparer's Signature	WILLIAM E HARDY	Date	2010-05-10
	Firm's name (or yours if self-employed), address, and ZIP code	HARRIS HARDY & JOHNSTONE PC	Check if self- employed <input checked="" type="checkbox"/>	Preparer's identifying number (see Signature on page 30 of the instructions)
		9201 ARBORETUM PKWY STE 200 RICHMOND, VA 23236		
		EIN		
		Phone no	(804) 560-0560	

<div>Schedule B</div> <div>(Form 990, 990-EZ, or 990-PF)</div> <div>Department of the Treasury Internal Revenue Service</div>	<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF.</div>	<div>OMB No 1545-0047</div>
		<div>2009</div>

<div>Name of organization</div> <div>JOHN R & CARTER A BRYAN CHARITABL CHARITABLE TRUST</div>	<div>Employer identification number</div> <div>30-0214725</div>
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<div><input type="checkbox"/> 501(c)() (enter number) organization</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation</div> <div><input type="checkbox"/> 527 political organization</div>
Form 990-PF	<div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div> <div><input type="checkbox"/> 501(c)(3) taxable private foundation</div>

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 33¹/₃% 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 in the heading 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)

Name of organization JOHN R & CARTER A BRYAN CHARITABL CHARITABLE TRUST	Employer identification number 30-0214725
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Part I

Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JOHN R AND CARTER A BRYAN 6345 RIDGEWAY ROAD RICHMOND, VA 23226 	\$ 100,035	Person <input 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)
—	 	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization JOHN R & CARTER A BRYAN CHARITABL CHARITABLE TRUST	Employer identification number 30-0214725
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Part II

Noncash Property (see Instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
—	<div></div> <div></div> <div></div> <div></div>	\$ <div></div>	<div></div>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
—	<div></div> <div></div> <div></div> <div></div>	\$ <div></div>	<div></div>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
—	<div></div> <div></div> <div></div> <div></div>	\$ <div></div>	<div></div>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
—	<div></div> <div></div> <div></div> <div></div>	\$ <div></div>	<div></div>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
—	<div></div> <div></div> <div></div> <div></div>	\$ <div></div>	<div></div>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
—	<div></div> <div></div> <div></div> <div></div>	\$ <div></div>	<div></div>

Name of organization JOHN R & CARTER A BRYAN CHARITABL CHARITABLE TRUST	Employer identification number 30-0214725
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Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete columns (a) through (e) and the following line entry)
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ► \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	<div></div> <div></div>	<div></div> <div></div> <div></div>	
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	<div></div> <div></div>	<div></div> <div></div> <div></div>	
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	<div></div> <div></div>	<div></div> <div></div> <div></div>	
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	<div></div> <div></div>	<div></div> <div></div> <div></div>	
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	<div></div> <div></div>	<div></div> <div></div> <div></div>	

Additional Data

Software ID: 09000034
Software Version: 09510950
EIN: 30-0214725
Name: JOHN R & CARTER A BRYAN CHARITABL
CHARITABLE TRUST

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FIGHT SMA1807 LIBBIE AVENUE RICHMOND,VA 23226	NONE	PUBLIC	GENERAL OPERATING	1,000
ST ANN'S EPISCOPAL CHURCHPO BOX 44 KENNEBUNKPORT,ME 04046	NONE	RELIGIOUS	GENERAL OPERATING	1,000
NOAH'S CHILDREN5855 BREMO ROAD RICHMOND,VA 23226	NONE	PUBLIC	GENERAL OPERATING	1,000
ELK HILL SCHOOLPO BOX 99 GOOCHLAND,VA 23063	NONE	PUBLIC	GENERAL OPERATING	1,000
THE VIRGINIA HOME1101 HAMPTON STREET RICHMOND,VA 23220	NONE	PUBLIC	GENERAL OPERATING	1,000
FLATIRONS COMMUNITY CHURC FLATIRONS COMMUNITY CHURCH 1376 MINERS DR SUITE 106 LAFAYETTE,CO 80026	NONE	RELIGIOUS	GENERAL OPERATING	1,000
ANNA JULIA COOPER SCHOOL ANNA JULIA COOPER EPISCOPAL SCHOOL1716 N 22ND ST RICHMOND,VA 23223	NONE	PUBLIC	GENERAL OPERATING	1,000
INVISIBLE CHILDREN1620 5TH AVE SUITE 400 SAN DIEGO,CA 92101	NONE	PUBLIC	GENERAL OPERATING	1,000
FISHER HOUSE FOUNDATION111 ROCKVILLE PK STE 420 ROCKVILLE,MD 208505168	NONE	PUBLIC	GENERAL OPERATING	2,000
PETER PAUL DEVELOPMENT CT PETER PAUL DEVELOPMENT CENTER1708 N 22ND ST RICHMOND,VA 23223	NONE	PUBLIC	GENERAL OPERATING	1,000
SHEPERD HOUSE965 MASSACHUSETTS AVE BOSTON,MA 02118	NONE	PUBLIC	GENERAL OPERATING	1,000
Total ▶ 3a				12,000

TY 2009 Accounting Fees Schedule

Name: JOHN R & CARTER A BRYAN CHARITABL
CHARITABLE TRUST
EIN: 30-0214725

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	1,350			1,350

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2009 Gain/Loss from Sale of Other Assets Schedule

Name: JOHN R & CARTER A BRYAN CHARITABL
CHARITABLE TRUST

EIN: 30-0214725

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Met hod	Sales Expenses	Total (net)	Accumulated Depreciat ion
SEE ATTACHED DETAIL	2008-01	PURCHASE	2009-12		110,308	131,424			-21,116	
SEE ATTACHED DETAIL	2008-01	PURCHASE	2009-12		51,894	73,308			-21,414	
SPDR GOLD TRUST	2009-01	PURCHASE	2009-12		31				31	

**TY 2009 Investments Corporate
Stock Schedule**

Name: JOHN R & CARTER A BRYAN CHARITABL
CHARITABLE TRUST

EIN: 30-0214725

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MORGAN KEEGAN		
FIDELITY INVESTMENTS	196,409	240,743

TY 2009 Other Expenses Schedule

Name: JOHN R & CARTER A BRYAN CHARITABL
CHARITABLE TRUST

EIN: 30-0214725

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BROKERAGE TRANSFER FEES	220	220		

TY 2009 Other Increases Schedule

Name: JOHN R & CARTER A BRYAN CHARITABL
CHARITABLE TRUST

EIN: 30-0214725

Description	Amount
ADJUSTMENT TO BASIS OF SECURITIES	262

TY 2009 Other Professional Fees Schedule

Name: JOHN R & CARTER A BRYAN CHARITABL
CHARITABLE TRUST
EIN: 30-0214725

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY - MORGAN KEE	459	459		
INVESTMENT ADVISORY - HAMILTON P	1,892	1,892		

TY 2009 Substantial Contributors Schedule

Name: JOHN R & CARTER A BRYAN CHARITABL
CHARITABLE TRUST
EIN: 30-0214725

Name	Address
JOHN R AND CARTER A BRYAN	6345 RIDGEWAY ROAD RICHMOND, VA 232263201

TY 2009 Taxes Schedule

Name: JOHN R & CARTER A BRYAN CHARITABL
CHARITABLE TRUST

EIN: 30-0214725

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	35			
FOREIGN TAX WITHHELD - MORGAN KE	18	18		
FOREIGN TAX WITHHELD - FIDELITY	101	101		

TIN: 30-0214725

Hamilton Point Investment Advisors, LLC
REALIZED GAINS AND LOSSES
John R. and Carter A. Bryan Charitable Trust
Equity Diversified 95
From 01-01-09 Through 12-31-09

Open Date	Close Date	Quantity	Security	Cost Basis	Gain Or Loss		
					Proceeds	Short Term	Long Term
02-21-08	01-22-09	20 00	State Street Corp	1,666 15	409 44	-1 256 71	
02-21-08	01-23-09	40 00	US Bancorp Del	1,304 95	546 13	-758 82	
02-21-08	04-02-09	25 00	Nokia Corp Sp ADR	916 39	316 05		-600 34
12-20-06	05-01-09	50 00	Accenture Ltd Bermuda Cl A	1,752 00	1,469 94		-282 06
08-31-06	05-01-09	20 00	Accenture Ltd Bermuda Cl A	587 20	587 98		0 78
03-06-06	05-01-09	45 00	Accenture Ltd Bermuda Cl A	1,460 70	1,322 94		-137 76
01-08-09	05-01-09	70 00	Amgen Inc	4 090 10	3,423 33	-666 77	
10-30-08	05-01-09	40 00	Amgen Inc	2,403 20	1,956 19	-447 01	
10-29-08	05-01-09	40 00	Amgen Inc	2 399 60	1,956 19	-443 41	
02-21-08	05-01-09	15 00	Bard C R Inc	1,466 30	1,062 42		-403 88
12-20-06	05-01-09	20 00	Bard C R Inc	1,670 00	1 416 56		-253 44
01-23-09	05-01-09	100 00	Biogen IDEC Inc	4,759 99	4,793 32	33 33	
01-20-09	05-01-09	150 00	Bristol-Myers Squibb Co	3 307 29	2,865 77	-441 52	
11-20-08	05-01-09	100 00	Dommon Resources Inc VA	3,537 85	3 059 19	-478 66	
02-21-08	05-01-09	15 00	Exxon Mobil Corp	1,304 81	988 14		-316 67
12-20-06	05-01-09	15 00	Exxon Mobil Corp	1,137 00	988 15		-148 85
03-16-09	05-01-09	300 00	First Horizon Natl Corp	2 993 58	3,419 44	425 86	
10-16-08	05-01-09	10 00	Goldman Sachs Group Inc	1,107 60	1,286 68	179 08	
12-20-06	05-01-09	5 00	Goldman Sachs Group Inc	1,017 15	643 34		-373 81
12-23-04	05-01-09	10 00	Goldman Sachs Group Inc	1,068 90	1,286 69		217 79
03-25-09	05-01-09	100 00	KBW Inc	2,159 76	2,376 58	216 82	
01-23-07	05-01-09	10 00	L-3 Communications Holdings Inc	824 30	765 29		-59 01
12-20-06	05-01-09	15 00	L-3 Communications Holdings Inc	1 203 45	1,147 93		-55 52
11-04-05	05-01-09	15 00	L-3 Communications Holdings Inc	1 028 25	1,147 94		119 69
08-18-04	05-01-09	10 00	L-3 Communications Holdings Inc	593 40	765 29		171 89
01-09-07	05-01-09	30 00	Microsoft Corp	900 90	595 50		-305 40
12-20-06	05-01-09	45 00	Microsoft Corp	1 359 00	893 26		-465 74
01-09-05	05-01-09	15 00	Microsoft Corp	406 35	297 75		-108 60
02-12-04	05-01-09	55 00	Microsoft Corp	1 462 45	1 091 76		-370 69
03-25-09	05-01-09	50 00	Mosai Co	2 310 37	2,060 49	-249 88	
02-21-08	05-01-09	20 00	Nike Inc Cl B	1 225 35	1 050 93		-174 42
12-20-06	05-01-09	10 00	Nike Inc Cl B	495 90	525 47		29 57
12-20-06	05-01-09	25 00	Norfolk Southern Corp	1,249 25	859 76		-389 49
10-20-06	05-01-09	40 00	Norfolk Southern Corp	1 930 00	1,375 62		-554 38
03-23-07	05-01-09	15 00	Novartis AG Sp ADR	870 90	564 06		-306 84
12-20-06	05-01-09	25 00	Novartis AG Sp ADR	1,455 50	940 10		-515 40
12-02-06	05-01-09	30 00	Novartis AG Sp ADR	1,678 80	1,128 12		-550 68
02-21-08	05-01-09	20 00	Price T Rowe Group Inc	995 43	762 59		-232 84
12-20-06	05-01-09	15 00	Price T Rowe Group Inc	662 70	571 94		-90 76
04-28-09	05-01-09	423 937	Third Ave Tr Small Cap Value	10 000 00	5 956 75	-4,043 25	
01-27-09	05-01-09	100 00	Verizon Communications Inc	2,960 00	3,008 19	48 19	
02-04-09	05-01-09	100 00	Wyeth	4,350 00	4,227 16	-122 84	
02-21-08	05-01-09	188 298	Vanguard Trustees Equity Fund Intl Value Fund	7,250 00	4,317 15		-2 932 85
12-20-06	05-01-09	30 00	Johnson & Johnson	1,998 00	1,541 31		-456 69
10-14-08	05-01-09	15 00	Monsanto Co	1 356 20	1,247 70	-108 50	
10-20-08	05-01-09	5 00	Monsanto Co	414 50	415 90	1 40	
12-20-06	05-12-09	45 00	Price T Rowe Group Inc	1 988 10	1 726 25		-261 85
02-23-04	05-12-09	40 00	Price T Rowe Group Inc	1,023 20	1,534 45		511 25
05-27-09	05-28-09	0 99	Harris Stalex Networks Inc Cl A	5 31	4 81	-0 50	

TIN: 30-0214725

Hamilton Point Investment Advisors, LLC
REALIZED GAINS AND LOSSES
John R. and Carter A. Bryan Charitable Trust
Equity Diversified 95
From 01-01-09 Through 12-31-09

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
02-21-08	06-11-09	182.173	T Rowe Price Emerg Mkt Stock	7,250.00	4,305.65		-2,944.35
10-21-08	06-11-09	2.934	T Rowe Price Emerg Mkt Stock	54.65	69.35	14.70	
02-21-08	06-11-09	30.00	BHP Billiton Ltd Sp ADR	2,190.03	1,862.43		-327.60
05-01-09	07-07-09	80.00	General Electric Co	1,026.55	893.36	-133.19	
02-21-08	07-07-09	35.00	General Electric Co	1,184.93	390.85		-794.08
05-06-08	08-04-09	45.00	Trimble Navigation Ltd	1,522.12	1,091.33		-430.79
05-01-09	08-04-09	80.00	Trimble Navigation Ltd	1,729.75	1,940.13	210.38	
05-01-09	11-05-09	35.00	SPDR Gold Trust Gold	3,050.69	3,730.60	679.91	
02-21-08	11-23-09	108.806	T Rowe Price Global Stock Adv	2,513.42	1,753.95		-759.47
05-01-09	11-23-09	209.380	T Rowe Price Global Stock Adv	2,500.00	3,375.21	875.21	
02-21-08	12-17-09	25.00	Becton Dickinson & Co	2,243.70	1,881.00		-362.70
02-21-08	12-17-09	20.00	Colgate Palmolive Co	1,524.75	1,645.72		120.97
10-14-08	12-17-09	10.00	Colgate Palmolive Co	659.43	822.86		163.43
02-21-08	12-17-09	25.00	ITT Corp	1,435.29	1,275.04		-160.25
02-21-08	12-17-09	60.00	Intel Corp	1,239.91	1,143.79		-96.12
05-01-09	12-17-09	90.00	Intel Corp	1,409.70	1,715.68	305.98	
02-21-08	12-17-09	25.00	PepsiCo Inc	1,796.20	1,503.55		-292.65
12-20-06	12-17-09	30.00	PepsiCo Inc	1,901.70	1,804.26		-97.44
12-23-04	12-17-09	40.00	PepsiCo Inc	2,083.20	2,405.69		322.49
TOTAL GAINS						2,990.86	1,657.86
TOTAL LOSSES						-9,151.06	-16,613.42
				131,424.15	110,308.39	-6,160.20	-14,955.56
TOTAL REALIZED GAIN LOSS			-21,115.76				

Realized Capital Gains/Losses						
CUSIP/Security Description Quantity	Date Acquired	Date Sold	Sale Proceeds	Original Cost Basis	Adj/Avg Cost Basis	Gain/Loss Orig. Cost Adj/Avg Cost
SHORT TERM GAIN LOSS						
134429109/CAMPBELL SOUP CO 100.00	08/25/08	02/11/09	3,025.79	3,732.00	0.00	(706.21) 0.00 51
22410J106/CRACKER BARREL OLD COUNTRY STORE 100.00	03/18/09	04/22/09	3,453.92	2,795.99	0.00	657.93 0.00 51
278058102/BATON CORP 100.00	12/15/08	03/02/09	3,422.52	4,492.00	0.00	(1,069.48) 0.00 51
543495816/LOOMIS SAYLES SMALL CAP VALUE I 0.02	12/08/08	01/06/09	0.37	0.35	0.00	0.02 0.00 51
0.34	12/08/08	01/06/09	5.67	5.31	0.00	0.36 0.00 51
SECURITY TOTAL:			6.04	5.66	0.00	0.38 0.00
589400100/MERCURY GENERAL CORP 100.00	11/20/08	02/20/09	2,895.02	4,024.88	0.00	(1,129.86) 0.00 51
74762E102/QUANTA SERVICES INC 100.00	05/14/08	02/11/09	2,037.70	2,880.84	0.00	(843.14) 0.00 51
760975102/RESEARCH IN MOTION 75.00	12/11/08	01/06/09	3,496.48	2,917.50	0.00	578.98 0.00 51
100.00	02/11/09	03/02/09	3,726.97	5,042.86	0.00	(1,315.89) 0.00 51
SECURITY TOTAL:			7,223.45	7,960.36	0.00	(736.91) 0.00
921939203/VANGUARD INTERNATIONAL VALUE FUND 20.72	12/29/08	02/20/09	402.93	467.98	0.00	(65.05) 0.00 51
94106L109/WASTE MANAGEMENT INC (NEW) 100.00	03/25/08	03/18/09	2,542.25	3,408.00	0.00	(865.75) 0.00 51
989390109/ZENITH NATIONAL INS CORP 100.00	01/08/09	02/24/09	2,238.14	3,111.52	0.00	(873.38) 0.00 51

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2009 Realized Capital Gains/Losses (continued)

CUSIP/Security Description	Quantity	Date Acquired	Date Sold	Sale Proceeds	Original Cost Basis	Adj/Avg Cost Basis	Gain/Loss Orig. Cost	Gain/Loss Adj/Avg Cost
SUBTOTAL SHORT TERM GAIN LOSS								
				27,247.76	32,879.23	0.00	(5,631.47)	0.00
LONG TERM GAIN LOSS								
000375204/ABB LTD ADS ADR								
30 00	05/01/07	01/15/09		363.90	599.40	0.00	(235.50)	0.00
125.00	04/19/07	01/15/09		1,516.23	2,143.75	0.00	(627.52)	0.00
SECURITY TOTAL:				1,880.13	2,743.15	0.00	(863.02)	0.00
057224107/BAKER HUGHES INC								
20.00	12/20/06	01/08/09		720.19	1,522.00	0.00	(801.81)	0.00
30 00	10/21/05	01/08/09		1,080.29	1,559.40	0.00	(479.11)	0.00
SECURITY TOTAL:				1,800.48	3,081.40	0.00	(1,280.92)	0.00
126650100/CVS/CAREMARK CORP F/K/A CVS CORP DELAWARE								
50.00	12/20/06	01/12/09		1,241.99	1,505.50	0.00	(263.51)	0.00
65 00	12/23/04	01/12/09		1,614.59	1,191.45	0.00	423.14	0.00
SECURITY TOTAL:				2,856.58	2,696.95	0.00	159.63	0.00
413875105/HARRIS COPP								
35 00	12/20/06	03/25/09		1,014.64	1,591.10	0.00	(576.46)	0.00
50.00	01/09/06	03/25/09		1,449.49	2,111.00	0.00	(661.51)	0.00
SECURITY TOTAL:				2,464.13	3,702.10	0.00	(1,237.97)	0.00
543495816/LOOMIS SAYLES SMALL CAP VALUE I								
50.00	12/20/06	01/06/09		846.00	1,481.01	0.00	(635.01)	0.00
767204100/RIO TINTO PLC SPONSORED ADR FORMERLY RTZ PLC								
5.00	12/20/06	01/22/09		431.70	1,077.85	0.00	(646.15)	0.00
10.00	02/23/04	01/22/09		863.39	1,083.90	0.00	(220.51)	0.00
SECURITY TOTAL:				1,295.09	2,161.75	0.00	(866.66)	0.00
902973304/US BANCORP								
30 00	05/04/05	01/22/09		443.40	864.30	0.00	(420.90)	0.00

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2009 Realized Capital Gains/Losses (continued)

CUSIP/Security Description Quantity	Date Acquired	Date Sold	Sale Proceeds	Original Cost Basis	Adj/Avg Cost Basis	Gain/Loss Orig. Cost	Gain/Loss Adj/Avg Cost
LONG TERM GAIN LOSS							
902973304/US BANCORP(CON'L)							
35.00	01/17/04	01/22/09	517.30	1,063.30	0.00	(546.00)	0.00 ⁵¹
45.00	12/20/06	01/22/09	665.10	1,635.75	0.00	(970.65)	0.00 ⁵¹
SECURITY TOTAL:			1,625.80	3,563.35	0.00	(1,937.55)	0.00
913017109/UNITED TECHNOLOGIES CORP							
20.00	12/20/06	01/15/09	979.19	1,260.40	0.00	(281.21)	0.00 ⁵¹
35.00	12/23/04	01/15/09	1,713.59	1,644.65	0.00	68.94	0.00 ⁵¹
SECURITY TOTAL:			2,692.78	2,905.05	0.00	(212.27)	0.00
921939203/VANGUARD INTERNATIONAL VALUE FUND							
5.52	12/18/07	02/20/09	107.33	224.21	0.00	(116.88)	0.00 ⁵¹
10.09	12/18/07	02/20/09	196.29	410.04	0.00	(213.75)	0.00 ⁵¹
20.41	12/18/07	02/20/09	396.96	829.23	0.00	(432.27)	0.00 ⁵¹
186.94	12/20/06	02/20/09	3,635.96	7,500.00	0.00	(3,864.04)	0.00 ⁵¹
249.27	02/15/06	02/20/09	4,848.30	9,130.77	0.00	(4,282.47)	0.00 ⁵¹
SECURITY TOTAL:			9,184.84	18,094.25	0.00	(8,909.41)	0.00
SUBTOTAL LONG TERM GAIN LOSS			24,645.83	40,429.01	0.00	(15,783.18)	0.00
GRAND TOTAL GAIN/LOSS			51,893.59	73,308.24	0.00	(21,414.65)	0.00

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