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## CHANGE IN ACCOUNTING PERIOD

Form **990-PF**Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

OMB No 1545-0052

**2009**Department of the Treasury  
Internal Revenue Service

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 **05/01/09**, and ending **12/31/09**G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name changeUse the IRS  
label.  
otherwise,  
print  
or type.  
See Specific  
Instructions.

Name of foundation

**THE VIRGINIA W KETTERING FOUNDATION**

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

**C/O JP MORGAN SVCS INC PO BOX 6089**

Room/suite

City or town, state, and ZIP code

**NEWARK****DE 19714-6089**

A Employer identification number

**31-6570701**

B Telephone number (see page 10 of the instructions)

**215-640-3522**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 foundationFair market value of all assets at end  
of year (from Part II, col (c),  
line 16) **\$ 25,495,139** 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)			
2 Check <input checked="" 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	<b>212,633</b>	<b>208,746</b>	
5a Gross rents			
b Net rental income or (loss)			
6a Net gain or (loss) from sale of assets not on line 40	<b>-584,251</b>		
b Gross sales price for all assets on line 6a	<b>8,199,990</b>		
7 Capital gain net income (from Part IV, line 2)		<b>0</b>	
8 Net short-term capital gain		<b>0</b>	
9 Income modifications			
10a Gross sales less returns & allowances			
b Less Cost of goods sold			
c Gross profit or (loss) (attach schedule)			
11 Other income (attach schedule) <b>STMT 1</b>	<b>124,250</b>	<b>-12,289</b>	
12 Total. Add lines 1 through 11	<b>-247,368</b>	<b>196,457</b>	<b>0</b>
13 Compensation of officers, directors, trustees, etc	<b>43,692</b>	<b>32,769</b>	<b>10,923</b>
14 Other employee salaries and wages			
15 Pension plans, employee benefits			
16a Legal fees (attach schedule) <b>SEE STMT 2</b>	<b>862</b>		<b>862</b>
b Accounting fees (attach schedule)			
c Other professional fees (attach schedule)			
17 Interest			
18 Taxes (attach schedule) (see page 14 of the instructions) <b>STMT 3</b>	<b>1,786</b>	<b>1,786</b>	
19 Depreciation (attach schedule) and depletion			
20 Occupancy			
21 Travel, conferences, and meetings			
22 Printing and publications			
23 Other expenses (att. sch) <b>STMT 4</b>	<b>28,279</b>	<b>3,383</b>	<b>24,896</b>
24 Total operating and administrative expenses. Add lines 13 through 23	<b>74,619</b>	<b>37,938</b>	<b>36,681</b>
25 Contributions, gifts, grants paid	<b>624,865</b>		<b>624,865</b>
26 Total expenses and disbursements. Add lines 24 and 25	<b>699,484</b>	<b>37,938</b>	<b>0</b>
27 Subtract line 26 from line 12			
a Excess of revenue over expenses and disbursements	<b>-946,852</b>		
b Net investment income (if negative, enter -0-)		<b>158,519</b>	
c Adjusted net income (if negative, enter -0-)		<b>0</b>	

Revenue

1 Contributions, gifts, grants, etc. received (attach schedule)

2 Check ☒ if the foundation is not required to attach Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 40

b Gross sales price for all assets on line 6a

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns & allowances

b Less Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule) **STMT 1**

12 Total. Add lines 1 through 11

Operating and Administrative Expenses

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule) **SEE STMT 2**

b Accounting fees (attach schedule)

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see page 14 of the instructions) **STMT 3**

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (att. sch) **STMT 4**

24 Total operating and administrative expenses.  
Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

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

Form **990-PF** (2009)

<b>Part II Balance Sheets</b>		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
<b>Assets</b>	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments		1,876,449	2,974,606	2,974,606
	3	Accounts receivable ▶	22,500		22,500	22,500
		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 (att. schedule) ▶ <b>SEE WRK</b>	64,001	64,001	64,001	64,001
		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) <b>SEE STMT 5</b>		6,704,463	6,043,222	6,753,726
	c	Investments—corporate bonds (attach schedule) <b>SEE STMT 6</b>		4,929,010	5,152,609	5,166,388
	11	Investments—land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation (attach sch) ▶				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule) <b>SEE STATEMENT 7</b>		12,224,006	10,594,139	10,513,918
	14	Land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation (attach sch) ▶				
	15	Other assets (describe ▶)				
	16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)		25,797,929	24,851,077	25,495,139
<b>Liabilities</b>	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	<b>Total liabilities</b> (add lines 17 through 22)		0	0	
<b>Net Assets or Fund Balances</b>		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		25,797,929	24,851,077	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)		25,797,929	24,851,077	
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)		25,797,929	24,851,077	

**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	25,797,929
2	Enter amount from Part I, line 27a	2	-946,852
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	24,851,077
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	24,851,077

**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 CAPITAL GAINS (LOSSES) - SEE ATTACHED</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>b GRE II PRI INV PART - STCG</b>	<b>P</b>	<b>05/01/09</b>	<b>12/31/09</b>
<b>c GRE II PRI INV PART - LTCG</b>	<b>P</b>	<b>01/01/08</b>	<b>12/31/09</b>
<b>d LT CAPITAL GAIN DIVIDENDS</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 8,198,520</b>		<b>8,735,627</b>	<b>-537,107</b>
<b>b 1,061</b>			<b>1,061</b>
<b>c</b>		<b>48,614</b>	<b>-48,614</b>
<b>d 409</b>			<b>409</b>
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			<b>-537,107</b>
<b>b</b>			<b>1,061</b>
<b>c</b>			<b>-48,614</b>
<b>d</b>			<b>409</b>
<b>e</b>			

<b>2 Capital gain net income or (net capital loss)</b>	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>	<b>2</b>	<b>-584,251</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).</b>	<div style="border: 1px solid black; padding: 2px;">           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>	<b>3</b>	<b>1,061</b>

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	1,563,398	24,220,552	0.064548
2007	1,524,076	29,398,500	0.051842
2006	931,861	23,826,608	0.039110
2005	561,464	11,145,258	0.050377
2004	432,706	6,765,747	0.063955

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>0.269832</b>
<b>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</b>	<b>3</b>	<b>0.053966</b>
<b>4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5</b>	<b>4</b>	<b>23,689,297</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>1,278,417</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>1,585</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>1,280,002</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>	<b>8</b>	<b>661,546</b>

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)

<b>1a</b>	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 letter if necessary—see instructions)	<b>1</b>	<b>3,170</b>
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	<b>0</b>
<b>3</b>	Add lines 1 and 2	<b>3</b>	<b>3,170</b>
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	<b>0</b>
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	<b>3,170</b>
<b>6</b>	<b>Credits/Payments</b>		
<b>a</b>	2009 estimated tax payments and 2008 overpayment credited to 2009	<b>6a</b>	<b>20,000</b>
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	<b>20,000</b>
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	<b>40,000</b>
<b>8</b>	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	<b>10</b>	<b>36,830</b>
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2010 estimated tax</b> <b>10,000</b> <b>Refunded</b>	<b>11</b>	<b>26,830</b>

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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?		<b>X</b>
<b>b</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 <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		<b>X</b>
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		<b>X</b>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. <b>\$</b> _____ (2) On foundation managers <b>\$</b> _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>\$</b> _____		
<b>2</b> 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		<b>X</b>
<b>3</b> 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		<b>X</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<b>X</b>
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		<b>X</b>
<b>6</b> 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?		
<b>7</b> 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	<b>X</b>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <b>OH</b>		
<b>b</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	<b>X</b>	
<b>9</b> 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		<b>X</b>
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<b>X</b>

N/A

**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		<b>X</b>
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		<b>X</b>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	13	<b>X</b>	
14	The books are in care of ► <b>JPMORGAN CHASE BANK NA</b> <b>1650 MARKET STREET FLOOR 47</b> Located at ► <b>PHILADELPHIA, PA</b>	Telephone no. ► <b>215-640-3635</b> ZIP+4 ► <b>19103-7301</b>		
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		<input type="checkbox"/>

**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 checked="" type="checkbox"/> Yes	<input 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		<b>X</b>
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?		<b>N/A</b>
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	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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.)		<b>N/A</b>
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?	<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)		<b>N/A</b>
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		<b>X</b>
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		<b>X</b>

**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 **N/A** **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ Yes ☒ No **X**

If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b**

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JPMORGAN CHASE BANK NA PO BOX 6089	NEWARK DE 19714	TRUSTEE 10.00	43,692	0

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

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

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

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

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

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

**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 24 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.)

<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>	21,564,164
<b>b</b>	Average of monthly cash balances	<b>1b</b>	2,485,884
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	24,050,048
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0
<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>	24,050,048
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	360,751
<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>	23,689,297
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	795,052

**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>	795,052
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	3,170
<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>	3,170
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	791,882
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	791,882
<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>	791,882

**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>	661,546
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	661,546
<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>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	661,546

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income** (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7				<b>791,882</b>
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004				
<b>b</b> From 2005				
<b>c</b> From 2006				
<b>d</b> From 2007				
<b>e</b> From 2008				<b>248,227</b>
<b>f</b> Total of lines 3a through e	<b>248,227</b>			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ <b>661,546</b>				
<b>a</b> Applied to 2008, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
<b>d</b> Applied to 2009 distributable amount				<b>661,546</b>
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a) )	<b>130,336</b>			<b>130,336</b>
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	<b>117,891</b>			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
<b>e</b> Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				<b>0</b>
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	<b>117,891</b>			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005				
<b>b</b> Excess from 2006				
<b>c</b> Excess from 2007				
<b>d</b> Excess from 2008				<b>117,891</b>
<b>e</b> 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

**1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )  
**NONE**

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest  
**NONE**

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

**a** The name, address, and telephone number of the person to whom applications should be addressed:  
**JPMORGAN CHASE BANK NA**  
**1650 MARKET ST FLOOR 47 PHILADELPHIA PA 19103-7301**

**b** The form in which applications should be submitted and information and materials they should include  
**SEE STATEMENT 8**

**c** Any submission deadlines  
**THERE ARE NO CURRENT SUBMISSION DEADLINES.**

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.  
**AWARDS ARE RESTRICTED PER TERMS OF THE DOCUMENT.**

**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>	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
<b>a</b> Paid during the year <b>SEE ATTACHED</b>	<b>NONE</b>	<b>PUBLIC</b>	<b>GENERAL</b>	<b>624,865</b>
<b>Total</b>			<b>▶ 3a</b>	<b>624,865</b>
<b>b</b> Approved for future payment <b>N/A</b>				
<b>Total</b>			<b>▶ 3b</b>	





## Other Notes and Loans Receivable

Forms

990 / 990-PF

2009

For calendar year 2009, or tax year beginning 05/01/09, and ending 12/31/09

Name

Employer Identification Number

THE VIRGINIA W KETTERING FOUNDATION

31-6570701

## FORM 990-PF, PART II, LINE 7 - ADDITIONAL INFORMATION

Name of borrower	Relationship to disqualified person
(1) DEAN INVESTMENT ADVISORS	
(2) SEBALY LAW FIRM	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	

Original amount borrowed	Date of loan	Maturity date	Repayment terms	Interest rate
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				

Security provided by borrower	Purpose of loan
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	

Consideration furnished by lender	Balance due at beginning of year	Balance due at end of year	Fair market value (990-PF only)
(1)	41,655	41,655	41,655
(2)	22,346	22,346	22,346
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
Totals	64,001	64,001	64,001

## Federal Statements

31-6570701

FYE: 12/31/2009

11/10/2010 5:04 PM

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
GRE II PRIVATE INVESTORS	\$ -12,289	\$ -12,289	\$
FEDERAL EXCISE TAX REFUND	136,539		
TOTAL	\$ 124,250	\$ -12,289	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL FEES	\$ 862	\$	\$	\$ 862
TOTAL	\$ 862	\$ 0	\$ 0	\$ 862

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE TAXES PAID	\$	\$	\$	
FOREIGN TAXES WITHHELD	1,786	1,786		
TOTAL	\$ 1,786	\$ 1,786	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES			\$	
CONFERENCES, COMMUNICATIONS &	6,765	3,383		3,382
OFFICE EXPENSE	21,514			21,514
TOTAL	\$ 28,279	\$ 3,383	\$ 0	\$ 24,896



31-6570701

**Federal Statements**

FYE: 12/31/2009

**Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
EQUITY	\$ 6,704,463	\$ 6,043,222	COST	\$ 6,753,726
TOTAL	<u>\$ 6,704,463</u>	<u>\$ 6,043,222</u>		<u>\$ 6,753,726</u>

**Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
FIXED INCOME	\$ 4,929,010	\$ 5,152,609	COST	\$ 5,166,388
TOTAL	<u>\$ 4,929,010</u>	<u>\$ 5,152,609</u>		<u>\$ 5,166,388</u>

**Statement 7 - Form 990-PF, Part II, Line 13 - Other Investments**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
OTHER INVESTMENTS P91463003	\$ 5,155,833	\$ 3,634,600	COST	\$ 3,669,140
ALTERNATIVE ASSETS	6,350,122	6,301,330	COST	6,434,730
GRE II PRIVATE INVESTORS	718,051	658,209	COST	410,048
TOTAL	<u>\$ 12,224,006</u>	<u>\$ 10,594,139</u>		<u>\$ 10,513,918</u>

31-6570701

**Federal Statements**

FYE: 12/31/2009

**Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000**

Name of Manager	Amount
NONE	\$
TOTAL	\$ 0

**Form 990-PF, Part XV, Line 1b - Managers Who Own 10% or More Stock**

Name of Manager	Amount
NONE	\$
TOTAL	\$ 0

**Statement 8 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**Description

MUST SUBMIT A WRITTEN PROPOSAL, DESCRIBING THE PROJECT OR PROGRAM. MUST ALSO INCLUDE BUDGETS AND COPY OF 501(C)(3) LETTER.

**Form 990-PF, Part XV, Line 2c - Submission Deadlines**Description

THERE ARE NO CURRENT SUBMISSION DEADLINES.

**Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**Description

AWARDS ARE RESTRICTED PER TERMS OF THE DOCUMENT.

31-6570701

**Federal Statements**

FYE: 12/31/2009

**Tax-Exempt Dividends from Securities**

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>
NONDIVIDEND DISTRIBUTIONS	\$ 3,887		14	
TOTAL	\$ 3,887			

**Taxable Dividends from Securities**

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>
DIVIDEND	\$ 204,762		14	
ST CAP GAIN DIVIDENDS	3,984		14	
TOTAL	\$ 208,746			

**Other Investment Income**

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>
GRE II PRIVATE INVESTORS	\$ -12,289		14	
TOTAL	\$ -12,289			

31-6570701

**Federal Statements**

FYE: 12/31/2009

**ACCOUNTS RECEIVABLE**

<u>Description</u>	<u>Amount</u>
ACCOUNTS RECEIVABLE	\$ 22,500
TOTAL	\$ 22,500

ACCT 5897 P91463003  
FROM 05/01/2009  
TO 12/31/2009

JP MORGAN TRUST COMPANY NA  
STATEMENT OF CAPITAL GAINS AND LOSSES  
VIRGINIA W KETTERING FOUNDATION

PAGE 28  
RUN 10/28/2010  
09 59 40 AM

TRUST YEAR ENDING 12/31/2009

TAX PREPARER JBA  
TRUST ADMINISTRATOR DL2  
INVESTMENT OFFICER WM2

LEGEND. F - FEDERAL S - STATE I - INHERITED  
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
22624 4340 EDGEWOOD GROWTH FUND - 0075W0759 - MINOR = 31001						
SOLD		05/14/2009	200000 00			
ACQ 22624 4340		12/03/2008	200000 00	164932.12	35067 88	ST
274000 0000 SEMI-ANNUAL REVIEW NOTES - 06738QK72						
SOLD		08/25/2009	297632 50			
ACQ 274000.0000		01/30/2009	297632 50	269890 00	27742 50	ST
500000 0000 BARCLAYS BREN EAFE 12/23/09 - 06738QWY0						
SOLD		12/23/2009	651100 00			
ACQ 500000.0000		12/04/2008	651100.00	495000.00	156100 00	LT15
200000.0000 CREDIT SUISSE REN AIB 8/20/09 - 22546EJD7						
SOLD		08/20/2009	241000 00			
ACQ 200000 0000		05/15/2009	241000 00	199400 00	41600 00	ST
560000 0000 GS ISSUED 1 YR GLOBAL INFLATION NOTE - 38143UCR0						
SOLD		05/19/2009	548800 00			
ACQ 560000 0000		05/12/2008	548800 00	560000.00	-11200 00	LT15
250000 0000 HSBC SARN SPX 2/10/11 - 4042K0VB8 - MINOR = 37						
SOLD		08/11/2009	266500.00			
ACQ 250000.0000		02/05/2009	266500.00	246250 00	20250.00	ST
400000 0000 QUARTERLY ARN LXD TO SP500 INDEX - 4042K0VP7						
SOLD		05/29/2009	416000 00			
ACQ 400000 0000		02/27/2009	416000.00	396000.00	20000.00	ST
200000.0000 HSBC SARN GOLD 3/09/11 - 4042K0VS1						
SOLD		09/10/2009	212000 00			
ACQ 200000.0000		03/04/2009	212000 00	196500 00	15500 00	ST
450000 0000 HSBC 9M RTY TACTICAL TRADE - 4042K0YJ8						
SOLD		09/24/2009	495000 00			
ACQ 450000 0000		07/30/2009	495000 00	446625.00	48375 00	ST
8235 0000 ISHARES RUSSELL MIDCAP INDEX FUND - 464287499 - MINOR = 08020						
SOLD		05/01/2009	511627 39			
ACQ 5226 0000		06/06/2007	324683 03	579971 20	-255288 17	LT15
3009 0000		09/26/2008	186944 36	257960 67	-71016 31	ST
100 0000 ISHARES RUSSELL MIDCAP INDEX FUND - 464287499 - MINOR = 08020						
SOLD		05/13/2009	6199 31			
ACQ 100 0000		09/26/2008	6199 31	8572.97	-2373 66	ST
1400 0000 ISHARES RUSSELL MIDCAP INDEX FUND - 464287499 - MINOR = 08020						
SOLD		05/13/2009	86196 75			
ACQ 1251.0000		09/26/2008	77022.95	107247 85	-30224.90	ST
149 0000		12/03/2008	9173.80	7930 82	1242.98	ST
7551 0000 ISHARES RUSSELL MIDCAP INDEX FUND - 464287499 - MINOR = 08020						
SOLD		05/13/2009	463710 06			
ACQ 7551 0000		12/03/2008	463710 06	401917 08	61792 98	ST
17458 1010 JPMORGAN US LARGE CAPITAL CORE PLUS FUND - 4812A2389 - MINOR = 08010						
SOLD		06/23/2009	250000 00			
ACQ 17458 1010		06/06/2007	250000 00	368191 35	-118191 35	LT15
28571 4290 JPMORGAN US LARGE CAPITAL CORE PLUS FUND - 4812A2389 - MINOR = 08010						
SOLD		07/23/2009	450000.00			
ACQ 28571.4290		06/06/2007	450000 00	602571 43	-152571 43	LT15
87396.5040 JPMORGAN SHORT DURATION BOND FUND - 4812C1330 - MINOR = 08030						
SOLD		10/05/2009	950000 00			
ACQ 31321 7380		11/13/2007	340467 29	332950.07	7517 22	LT15
56074 7660		01/02/2008	609532.71	600000.00	9532 71	LT15
18573 5510 MANNING & NAPIER FUND INC - 563821602 - MINOR = 65						
SOLD		06/23/2009	250000 00			
ACQ 18573 5510		05/12/2009	250000 00	254086.18	-4086.18	ST
500000 0000 MORGAN STANLEY BREN AIB 9/17/09 - 617482CC6						
SOLD		09/17/2009	505895 30			
ACQ 500000 0000		08/29/2008	505895 30	495000 00	10895 30	LT15
10116 3380 NUVEEN NWQ INTNL VALUE-R FUND - 67065W803						
SOLD		06/18/2009	211734 95			
ACQ 10116 3380		12/03/2008	211734 95	200000 00	11734 95	ST
25452.4890 OLD MUTUAL ANALY US LO/SH-Z - 68002Q347 - MINOR = 65						
SOLD		06/23/2009	225000 00			
ACQ 25452 4890		12/03/2008	225000 00	213800 91	11199.09	ST
10600 0000 S & P 500 DEP RCPTS - 78462F103 - MINOR = 31000						
SOLD		05/12/2009	960123 31			
ACQ 10600 0000		07/28/2008	960123 31	1330828.94	-370705.63	ST
TOTALS			8198519 57	8735626 59		

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	-183901.30	0 00	-353205 72	0 00	0 00	0.00*
COMMON TRUST FUND	0.00	0 00	0 00			0.00
CAPITAL GAIN DIVIDENDS	3984.51	0 00	408.99			0.00
	-179916 79	0 00	-352796.73	0 00	0 00	0 00

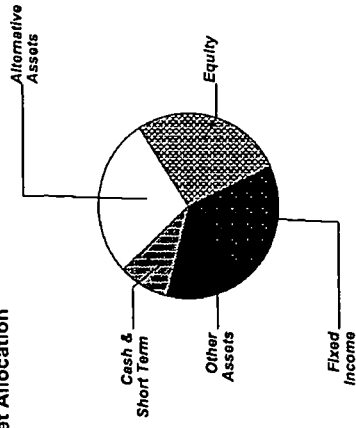


## Account Summary

### PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	6,606,625.17	6,753,726.46	147,101.29	69,900.30	27%
Alternative Assets	7,280,462.89	6,844,777.74	(435,685.15)		28%
Cash & Short Term	1,266,513.54	2,189,559.72	923,046.18	2,627.47	9%
Fixed Income	5,193,317.99	5,166,387.54	(26,930.45)	183,623.08	21%
Other Assets	3,944,890.40	3,669,139.71	(275,750.69)		15%
Market Value	\$24,291,809.99	\$24,623,591.17	\$331,781.18		100%

### Asset Allocation



### INCOME

#### Cash Position

	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	729,098.54	785,046.29	55,947.75
Accruals	6,694.75	7,475.10	780.35
Market Value	\$735,793.29	\$792,521.39	\$56,728.10

## Account Summary CONTINUED

Portfolio Activity	PRINCIPAL		INCOME	
	Current Period Value	Year-to-Date Value	Current Period Value	Year-to-Date Value
<b>Beginning Market Value</b>	<b>24,291,809.99</b>	<b>21,298,459.82</b>	<b>729,098.54</b>	<b>914,198.89</b>
Additions	15,000 00	151,740 98		75,000 00
Withdrawals & Fees	(43,927 03)	(395,197 58)		(392,500 00)
Securities Transferred In	680 44	319,721 96	--	--
Securities Transferred Out	(964 87)	(325,449 73)	--	--
<b>Net Additions/Withdrawals</b>	<b>(\$29,211.46)</b>	<b>(\$249,184.37)</b>	<b>\$0.00</b>	<b>(\$317,500.00)</b>
Income			55,947 75	188,347 40
Change In Investment Value	360,992 64	3,574,315 72		
<b>Ending Market Value</b>	<b>\$24,623,591.17</b>	<b>\$24,623,591.17</b>	<b>\$785,046.29</b>	<b>\$785,046.29</b>
Accruals	--	--	7,475 10	7,475 10
<b>Market Value with Accruals</b>	<b>--</b>	<b>--</b>	<b>\$792,521.39</b>	<b>\$792,521.39</b>



VIRGINIA W KETTERING FOUNDATION ACCT. P91463003  
For the Period 12/1/09 to 12/31/09

## Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	55,724.93	186,172.68
Interest Income	222.82	2,174.72
<b>Taxable Income</b>	<b>\$55,947.75</b>	<b>\$188,347.40</b>

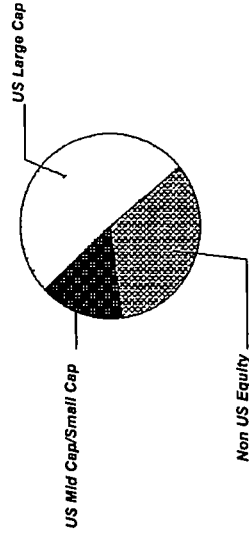
	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions	207.01	207.01
ST Realized Gain/Loss		(183,901.30)
LT Realized Gain/Loss	156,100.00	(353,205.72)
<b>Realized Gain/Loss</b>	<b>\$156,307.01</b>	<b>(\$536,900.01)</b>

	To-Date Value
<b>Unrealized Gain/Loss</b>	<b>\$758,822.19</b>

## Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap	3,333,929 64	3,410,788 66	76,859 02	14%
US Mid Cap/Small Cap	977,458 24	1,018,900 44	41,442 20	4%
Non US Equity	2,295,237 29	2,324,037 36	28,800 07	9%
<b>Total Value</b>	<b>\$6,606,625.17</b>	<b>\$6,753,726.46</b>	<b>\$147,101.29</b>	<b>27%</b>

### Asset Categories



Market Value/Cost	Current Period Value
Market Value	6,753,726 46
Tax Cost	6,043,222 12
Unrealized Gain/Loss	710,504 34
Estimated Annual Income	69,900 30
Yield	1 03%

# J.P.Morgan

VIRGINIA W KETTERING FOUNDATION ACCT. P91463003  
For the Period 12/1/09 to 12/31/09

## Equity Detail

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income		Yield
						Accrued Dividends		
US Large Cap								
EATON VANCE SPL INVT TR VALUE FD CL I 277905-64-2 EILV X	44,547 398	16 78	747,505 34	625,000 00	122,505 34	11,493 22		1 54 %
EDGEWOOD GROWTH FUND 0075W0-75-9 EGFI X	34,988 735	10 04	351,286 90	255,067 88	96,219 02			
FMI FDS INC LARGE CAP FD 302933-20-5 FMIH X	35,435 861	14 14	501,063 07	500,000.00	1,063.07	6,059 53		1 21 %
JPMORGAN US LARGE CAP CORE PLUS FUND SELECT FUND 1002 4812A2-38-9 JLPS X	34,577 393	18 18	628,617.00	729,237 22	(100,620 22)	11,618.00		1 85 %
MANNING & NAPIER FUND INC EQUITY SERIES 563821-60-2 EXEY X	54,525 864	16 97	925,303 91	745,913.82	179,390 09	872 41		0 09 %
OLD MUTUAL ANALY US LO/SH-Z 68002Q-34-7 OBDE X	24,547.511	10 47	257,012 44	206,199 09	50,813 35	2,258 37		0 88 %
Total US Large Cap			\$3,410,788.66	\$3,061,418.01	\$349,370.65	\$32,301.53		0.95 %
US Mid Cap/Small Cap								
ISHARES S&P MIDCAP 400 INDEX FUND 464287-50-7 IJH	3,590 000	72 41	259,951 90	241,577.56	18,374 34	4,832 14		1 86 %

# J.P.Morgan

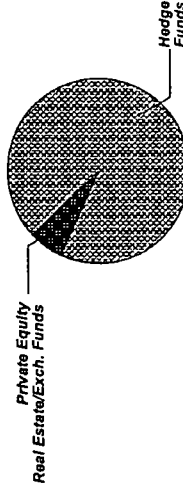
VIRGINIA W KETTERING FOUNDATION ACCT. P91463003  
For the Period 12/1/09 to 12/31/09

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income Accrued Dividends	Yield
<b>US Mid Cap/Small Cap</b>							
MANAGERS AMG FUNDS-TIMESSQUARE	64,317 673	11 80	758,948 54	575,000 00	183,948 54		
MID CAP GROWTH FUND							
561709-83-3 TMDP X							
<b>Total US Mid Cap/Small Cap</b>			<b>\$1,018,900.44</b>	<b>\$816,577.56</b>	<b>\$202,322.88</b>	<b>\$4,832.14</b>	<b>0.47 %</b>
<b>Non US Equity</b>							
ARTIO INTERNATIONAL EQUITY II - I	30,766 955	11.78	362,434 73	505,193 40	(142,758.67)	17,814.06	4.92 %
04315J-83-7 JETI X							
DODGE & COX INTERNATIONAL STOCK	8,353 222	31 85	266,050 12	210,000 00	56,050 12	3,642 00	1.37 %
256206-10-3 DODF X							
JPMORGAN ASIA EQUITY FUND	17,008 917	31 30	532,379 10	515,033 15	17,345 95	2,687 40	0.50 %
INSTITUTIONAL SHARE CLASS							
FUND 1135							
4812A0-71-4 JPAI X							
MANNING & NAPIER FUND INC	78,498 084	8 12	637,404 44	535,000 00	102,404 44	4,631.38	0.73 %
WORLD OPPORTUNITIES SERIES FUND							
563821-54-5 EXWA X							
MATTHEWS PACIFIC TIGER FUND -CL I	27,341 080	19 23	525,768 97	400,000 00	125,768 97	3,991.79	0.76 %
577130-10-7 MAPT X							
<b>Total Non US Equity</b>			<b>\$2,324,037.36</b>	<b>\$2,165,226.55</b>	<b>\$158,810.81</b>	<b>\$32,766.63</b>	<b>1.41 %</b>

## Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	6,873,362.14	6,434,730.24	(438,631.90)	26%
Private Equity/Real Estate/Exch. Funds	407,100.75	410,047.50	2,946.75	2%
<b>Total Value</b>	<b>\$7,280,462.89</b>	<b>\$6,844,777.74</b>	<b>(\$435,685.15)</b>	<b>28%</b>

### Asset Categories



# J.P.Morgan

VIRGINIA W KETTERING FOUNDATION ACCT. P91463003  
For the Period 12/1/09 to 12/31/09

Note: R indicates position reviewed

## Alternative Assets Detail

	Quantity	Price	Estimated Value	Cost
<b>Hedge Funds</b>				
AVENUE INTERNATIONAL, LTD. 03-08 (NON-SELF DEALING FIDUCIARY INVESTORS - NEW ISSUE INELIGIBLE) N/O Client 05359A-93-9	85 000	11,490.26 11/30/09	976,671.72	850,000.00
BLACKSTONE REAL ESTATE CMBS OFFSHORE FUND LTD. (NON-SELF-DEALING FIDUCIARY INVESTORS) 06-09 N/O Client 09290C-92-1	500 000	1,111.63 11/30/09	555,814.45	500,000.00
BLACKSTONE PARTNERS OFFSHORE FUND LTD CLASS H2 (NON-SELF-DEALING FIDUCIARY INVESTORS - NEW ISSUES INELIGIBLE) - LEAD SERIES N/O Client 092911-96-5	1,899 508	1,058.62 11/30/09	2,010,864.43	2,000,000.00
BW PRIVATE INVESTORS OFFSHORE LTD (NON-SELF DEALING FIDUCIARY INVESTORS) 07-08 N/O Client 161791-92-6	5,500 000	91.65 11/30/09	504,071.39	550,000.00

# J.P.Morgan

VIRGINIA W KETTERING FOUNDATION ACCT. P91463003  
For the Period 12/1/09 to 12/31/09

	Quantity	Price	Estimated Value	Cost
<b>Hedge Funds</b>				
COATUE OFFSHORE FUND, LTD CLASS D NON-SELF-DEALING FIDUCIARY INVESTORS NEW ISSUE INELIGIBLE LEAD SERIES N/O Client 190747-90-7	4,267,277	138.11 11/30/09	589,358.16	500,000.00
R GALLEON OFFSHORE DIVERSIFIED FUND LTD - 10% HOLDBACK N/O Client 36380D-91-5	60,976,800	1.00	60,976.80	51,208,80
GOLDENTREE OFFSHORE LTD (NON-SELF-DEALING FIDUCIARY INVESTORS-NEW ISSUES INELIGIBLE) CLASS SP 1-1 SIDE POCKET N/O Client 382891-96-8	53,753	1,075.19 9/30/09	57,794.80	87,861.35
GOLDENTREE OFFSHORE LTD SP CLASS SP 2-1 SIDE POCKET N/O Client 382981-92-6	3,655	1,149.94 9/30/09	4,203.04	4,765.39
GOLDENTREE OFFSHORE LTD (NON-SELF-DEALING FIDUCIARY INVESTORS-NEW ISSUES INELIGIBLE) CLASS G N/O Client 38299B-94-9	239,979	1,756.92 11/30/09	421,624.28	406,419.48
GOLDENTREE OFFSHORE LTD, CLASS SP 1-2 SIDE POCKET N/O Client 386995-92-2	0,791	860.23 9/30/09	680.44	953.25

	Quantity	Price	Estimated Value	Cost
<b>Hedge Funds</b>				
HALCYON PARTNERS OFFSHORE LTD (NON-SELF DEALING FIDUCIARY INVESTORS - NEW ISSUE INELIGIBLE) 03-08 N/O Client 383900-94-1	350 000	1,071 59 11/30/09	375,056 36	350,000 00
HALCYON PARTNERS OFFSHORE LTD (NON-SELF DEALING FIDUCIARY INVESTORS - NEW ISSUE INELIGIBLE) - LEAD N/O Client 383900-96-6	351 185	1,494 39 11/30/09	524,807 38	500,000 00
HALCYON PARTNERS OFFSHORE LTD - (NON-SELF DEALING FIDUCIARY INVESTORS - (NEW ISSUE INELIGIBLE) JULY 2008 A SPECIAL SHARES N/O Client 383900-99-0	0 122	880 38 11/30/09	107 41	122 00
REN PRIVATE INVESTORS OFFSHORE, L.P NON-SELF DEALING FIDUCIARY INVESTOR CLASS B LEAD SERIES N/O Client 759891-96-3	470,454 295	0 75 11/30/09	352,699 58	500,000 00
<b>Total Hedge Funds</b>			<b>\$6,434,730.24</b>	<b>\$6,311,098.27</b>



	Original Commitment Amount	Net Capital Called Since Inception	Net Distributions Since Inception	Estimated Value
<b>Private Equity/Real Estate/Exch. Funds</b>				
GRE II PRIVATE INVESTORS, LLC FIDUCIARY 01-2008	750,000 00	750,000 00	<i>Adj. Cost</i> 658,209	410,047 50 9/30/09
N/O Client 389902-96-6				

Amounts shown above under "Estimated Value" for private equity funds are estimates based on the latest fund values received from each underlying fund, which value may be as of a date (underlying fund value date) prior to the period covered by this statement. The values provided by the underlying fund have been adjusted for any cash flows between your account and such fund that have occurred subsequent to the underlying fund value date to derive the "Estimated Value". Therefore, such "Estimated Value" may not reflect the value of your interest shown on any fund's actual books and records as of the date of this statement. For additional information, please contact your J.P. Morgan representative.

For private equity funds, Estimated Values are based on estimates provided by the underlying funds that are generally presented on a US GAAP basis, which records investments at fair value, or "marked-to-market". Most of these underlying funds also present their audited financial statements on a US GAAP basis (i.e., "marked-to-market"). However, some of these underlying funds present their audited financial statements using the Income Tax Basis of Accounting, which records investments "at cost" based on the accrual basis of accounting for Federal income taxes. Where the underlying fund provides periodic estimates on a "marked-to-market" basis but reflects investments "at cost" in its audited financial statements, the marked-to-market Estimated Value shown herein for a private equity fund may be materially different from the value reflected on such fund's audited financial statements (which are also based on the audited financial statements of the underlying fund).

## Cash & Short Term Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	1,266,513 54	2,189,559 72	923,046 18	9%

### Asset Categories



Market Value/Cost	Current Period Value
Market Value	2,189,559 72
Tax Cost	2,189,559 72
Estimated Annual Income	2,627 47
Accrued Interest	210 99
Yield	0 12 %

Note <sup>1</sup> This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account.

## Cash & Short Term Detail

	Quantity	Price	Market Value	Tax Cost		Unrealized Gain/Loss	Estimated Annual Income		Yield
				Adjusted	Original		Accrued Interest		
<b>Cash</b>									
US DOLLAR PRINCIPAL	2,189,559.72	1.00	2,189,559.72	2,189,559.72			2,627.47	210.99	0.12% <sup>1</sup>

## Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Fixed Income - Taxable	5,193,317 99	5,166,387 54	(26,930 45)	21%

### Asset Categories



Market Value/Cost	Current Period Value
Market Value	5,166,387 54
Tax Cost	5,152,609 40
Unrealized Gain/Loss	13,778 14
Estimated Annual Income	183,623 08
Accrued Interest	7,264 11
Yield	3 55 %

## Fixed Income Summary CONTINUED

### SUMMARY BY MATURITY

Fixed Income	Market Value	% of Bond Portfolio
Less than 5 years <sup>1</sup>	5,166,387.54	100%

### SUMMARY BY TYPE


Fixed Income	Market Value	% of Bond Portfolio
Mutual Funds	5,166,387.54	100%

<sup>1</sup>The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity.

## Fixed Income Detail

	Quantity	Price	Market Value	Tax Cost Adjusted Original	Unrealized Gain/Loss	Estimated Annual Income Accrued Interest	Yield
<b>US Fixed Income - Taxable</b>							
ISHARES BARCLAYS TIPS BOND FUND 464287-17-6	11,200,000	103 90	1,163,680 00	1,130,559 47	33,120 53	45,270 40	3 89 %
FIDELITY ADVISOR HIGH INCOME ADVANTAGE FUND 315807-87-5	92,982 804	8 60	799,652 11	880,000 00	(80,347 89)	43,608 93	5 45 %
JPMORGAN STRATEGIC INCOME OPPORTUNITIES FUND 3844 30-Day Annualized Yield 2 76% 4812A4-35-1	41,484 716	11 59	480,807 86	475,000 00	5,807 86	17,216 15 1,493 45	3 58 %
JPMORGAN SHORT DURATION BOND FUND SELECT CLASS FUND 3133 30-Day Annualized Yield. 2 04% 4812C1-33-0	250,898 394	10 85	2,722,247 57	2,667,049 93	55,197 64	77,527 60 5,770 66	2 85 %
<b>Total US Fixed Income - Taxable</b>			<b>\$5,166,387.54</b>	<b>\$5,152,609.40</b>	<b>\$13,778.14</b>	<b>\$183,623.08 \$7,264.11</b>	<b>3.55 %</b>

## Other Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation	Asset Categories
Structured Investments	3,944,890 40	3,669,139 71	(275,750 69)	15%	

## Other Assets Detail

	Quantity	Price	Estimated Value	Cost	Estimated Gain/Loss
<b>Structured Investments</b>					
BARC 9M EAFE NOTE 09/14/2010 (83 25% CONTIN BARRIER- 2% PMT -7% CAP) INITIAL LEVEL-12/04/09.SX5E 2910 33 UKX 5322 36 TPX.889.58 06739J-6P-3	250,000.000	101.92	254,800 00	248,125 00	6,675 00
BARC 9M RTY TACTICAL NOTE 07/01/2010 (79% CONTIN BARRIER- 2 0% PMT -7% CAP) INITIAL LEVEL-RTY 09/23/09. 613.37 06739J-XM-0	450,000 000	101 42	456,390 00	446,625 00	9,765 00
BARCLAYS BREN GSCI OIL 8/05/10 GSCITM CRUDE OIL EXCESS RETURN INDEX, 15% BUFFER, 1 66X LEVERAGE, 58 10% MAX RET, DD 02/05/09 06738Q-F3-7	200,000 000	133 60	267,200 00	197,000 00	70,200 00

	Quantity	Price	Estimated Value	Cost	Estimated Gain/Loss
<b>Structured Investments</b>					
BARCLAYS BREN S&P GSCI AG 4/28/11 S&P GSCI AG EXCESS RET INDEX BUFFER 20%; MAX RETURN 38 75% DOWNSIDE LEVERAGE 1 25, DD 04/22/09 06738Q-5G-9	200,000 000	111 30	222,600.00	197,000 00	25,600 00
BARCLAYS DJ-JBS COMMODITY F3 BREN MD 11/15/11, BUFFER 15% CAP 13 5%, LEVERAGE 188% MAX RETURN 25 38% DD 11/06/09, MAX LOSS 100% 06739J-2F-9	240,000 000	99 95	239,880 00	236,400.00	3,480 00
CS 12M ASIA BASKET BREN 09/09/10 (10%BUFFER- 2XLEV-11.28%CAP-22.56%MAXPYMT) INITIAL LEVEL-8/21/09 ASIA BSKT 100 22546E-MA-9	450,000 000	104 82	471,690 00	445,500 00	26,190.00
DB 6M SPX BREN 02/19/10 (5%BUFFER- 2XLEV-5.275%CAP-10.55%MAXPYMT) INITIAL LEVEL-8/13/09.SPX 1012 73 2515A0-P7-2	450,000 000	108 83	489,749.71	447,750 00	41,999 71
GS 9M SPX NOTE 08/19/2010 (85% CONTIN BARRIER- 6 6% PMT -AUTO 7% CAP) INITIAL LEVEL-SPX 11/13/09 1,093 48 38143U-FL-0	240,000 000	102 53	246,060 00	238,200.00	7,860 00



	Quantity	Price	Estimated Value	Cost	Estimated Gain/Loss
<b>Structured Investments</b>					
MARKET PLUS NOTE LINKED TO S&P 500 10/08/10, CREDIT SUISSE (30% CONTIN BARRIER-5%PMT-UNCAPPED UPSIDE) INITIAL LEVEL-SPX 04/02/09 834 38 22546E-GV-0	200,000 000	133 11	266,220 00	198,000 00	68,220 00
MERRILL LYNCH ARN SPX SX5E 8/10/10 (90/100/100-10% BUFFER -13 25% PAYMENT INITIAL LEVEL- SX5E 4244 58 SPX.1458 95 DTD 7/27/07 59018Y-G8-8	500,000 000	69 02	345,100 00	490,000 00	(144,900 00)
MERRILL LYNCH ARN SPX 8/16/10 (100/100/100-10% BUFFER-10 52% PMT) INITIAL LEVEL - SPX 1455 27 DD 07/31/07 59018Y-H9-5	500,000 000	81 89	409,450 00	490,000 00	(80,550 00)
<b>Total Structured Investments</b>			<b>\$3,669,139.71</b>	<b>\$3,634,600.00</b>	<b>\$34,539.71</b>

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 ☒
- 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	Employer identification number
	<b>THE VIRGINIA W KETTERING FOUNDATION</b>	<b>31-6570701</b>
	Number, street, and room or suite no. If a P.O. box, see instructions <b>C/O JP MORGAN SVCS INC PO BOX 6089</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>NEWARK DE 19714-6089</b>	

**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 ► **JP MORGAN SVCS INC**

Telephone No. ► **302-634-2931**

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 **08/15/10**, 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

<b>3a</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>3a</b>	\$	<b>40,000</b>
<b>b</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.	<b>3b</b>	\$	<b>20,000</b>
<b>c</b> <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.	<b>3c</b>	\$	<b>20,000</b>

**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.

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- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box ☒

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	Employer identification number
	THE VIRGINIA W KETTERING FOUNDATION	31-6570701
	Number, street, and room or suite no If a P O box, see instructions C/O JP MORGAN SVCS INC PO BOX 6089	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEWARK DE 19714-6089	

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 **JP MORGAN SVCS INC**  
Telephone No **302-634-2931** 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

- 4 I request an additional 3-month extension of time until **11/15/10**
- 5 For calendar year , or other tax year beginning **05/01/09**, and ending **12/31/09**
- 6 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension

**ADDITIONAL INFORMATION IS REQUIRED IN ORDER TO FILE A COMPLETE AND ACCURATE TAX RETURN.**

8a 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	8a	\$	40,000
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	8b	\$	40,000
c Balance Due. 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	8c	\$	0

**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 **James J. Brogan III V.P.** Title **VICE PRESIDENT** Date **08/09/10**  
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