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Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Serviceor Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

2009

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

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

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 HANSEN FAMILY FOUNDATION INC.		A Employer identification number 39-2011330
	Number and street (or P O box number if mail is not delivered to street address) C/O BESSEMER TRUST, 630 FIFTH AVENUE		B Telephone number 212-708-9216
	City or town, state, and ZIP code NEW YORK, NY 10111		C If exemption application is pending, check here <input type="checkbox"/>
	H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 14,238,295.		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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"/>

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))		(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			N/A	
	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	313,078.	312,085.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<24,840.>			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less cost of goods sold					
c Gross profit or (loss)					
11 Other income	3,671.	<3,442.>		STATEMENT 2	
12 Total. Add lines 1 through 11	291,909.	308,643.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	3,500.	0.		3,500.
	c Other professional fees STMT 4	45,822.	45,822.		0.
	17 Interest	419.	419.		0.
	18 Taxes STMT 5	2,211.	2,211.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	29,757.	29,757.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	81,709.	78,209.		3,500.
	25 Contributions, gifts, grants paid	678,500.			678,500.
26 Total expenses and disbursements. Add lines 24 and 25	760,209.	78,209.		682,000.	
27 Subtract line 26 from line 12	<468,300.>				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		230,434.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	<427,500.>	<164,000.>	<164,000.>
	2 Savings and temporary cash investments	1,636,325.	627,700.	627,700.
	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			
	7 Other notes and loans receivable ▶			
	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 STMT 7	3,256,610.	4,272,198.	4,270,700.
	b Investments - corporate stock STMT 8	6,842,030.	6,589,253.	7,068,809.
	c Investments - corporate bonds STMT 9	174,463.	662,690.	662,068.
Liabilities	11 Investments - land, buildings and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 10)	2,539,676.	1,565,461.	1,773,018.
	16 Total assets (to be completed by all filers)	14,021,604.	13,553,302.	14,238,295.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	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			
Net Assets or Fund Balances	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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	14,021,604.	13,553,302.	
	30 Total net assets or fund balances	14,021,604.	13,553,302.	
	31 Total liabilities and net assets/fund balances	14,021,604.	13,553,302.	

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	14,021,604.
2 Enter amount from Part I, line 27a	2	<468,300.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	13,553,304.
5 Decreases not included in line 2 (itemize) ▶ TRUNCATION	5	2.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,553,302.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			<24,840.>

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))
a			
b			
c			
d			
e			<24,840.>

2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="margin-left: 10px;"> 2 </div> </div>	<24,840.>
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) If (loss), enter -0- in Part I, line 8	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="margin-left: 10px;"> 3 </div> </div>	N/A

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 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	1,048,756.	15,524,675.	.067554
2007	561,332.	16,389,038.	.034250
2006	511,584.	11,192,618.	.045707
2005	406,056.	10,356,065.	.039209
2004	171,345.	9,279,073.	.018466

2 Total of line 1, column (d)	2	.205186
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	.041037
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	13,364,426.
5 Multiply line 4 by line 3	5	548,436.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,304.
7 Add lines 5 and 6	7	550,740.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	682,000.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,304.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,304.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,304.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	4,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	2,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	6,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,696.	
11 Enter the amount of line 10 to be credited to 2010 estimated tax	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> WI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► <u>BESSEMER TRUST COMPANY, N.A.</u> Telephone no ► <u>212 708-9216</u> Located at ► <u>630 FIFTH AVENUE, , NEW YORK, NY</u> ZIP+4 ► <u>10111</u>			
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 N/A			

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

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

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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 instructions)?

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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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.

(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
SEE STATEMENT 11		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

0

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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. 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

0

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

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 instructions.	
3	
Total. Add lines 1 through 3	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	12,640,063.
b	Average of monthly cash balances	1b	927,882.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	13,567,945.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	13,567,945.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	203,519.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,364,426.
6	Minimum investment return. Enter 5% of line 5	6	668,221.

Part XI Distributable Amount (see 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	668,221.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,304.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,304.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	665,917.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	665,917.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	665,917.

Part XII Qualifying Distributions (see 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	682,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	682,000.
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	5	2,304.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	679,696.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				665,917.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			507,817.	
b Total for prior years		0.		
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	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 682,000.				
a Applied to 2008, but not more than line 2a			507,817.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				174,183.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				491,734.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a	0.			
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 XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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

[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
N/A		

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

Sign Here

Signature of officer or trustee

Date _____

Title

Preparer's
signature

Firm's name (or yours
if self-employed),
address, and ZIP code

BESSEMER TRUST CO., NA
630 FIFTH AVENUE
NEW YORK, NEW YORK 10111

Date

10-20-10

Check if self-employee	
------------------------	--

Preparer's identifying number

Doc 369984

EIN ▶

Phone no 212 651-1048

Form **990-PF** (2009)

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	SECURITIES LITIGATION		VARIOUS	03/18/09
b	SECURITIES LITIGATION		VARIOUS	07/02/09
c	SECURITIES LITIGATION		VARIOUS	07/07/09
d	PUBLICLY TRADED SECURITIES		VARIOUS	VARIOUS
e	PUBLICLY TRADED SECURITIES		VARIOUS	VARIOUS
f	OLD WESTBURY GLOBAL REAL ESTATE FUND LLC			
g	OLD WESTBURY PRIVATE EQUITY FUND IX			
h	OLD WESTBURY PRIVATE EQUITY FUND X			
i				
j				
k				
l				
m				
n				
o				

(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			1,619.
b			50.
c			111.
d			<12,899.>
e			<13,389.>
f			18.
g			<300.>
h			<50.>
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			1,619.
b			50.
c			111.
d			<12,899.>
e			<13,389.>
f			18.
g			<300.>
h			<50.>
i			
j			
k			
l			
m			
n			
o			

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	<24,840.>
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) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BESSEMER TRUST	311,088.	0.	311,088.
OLD WESTBURY PRIVATE EQUITY FUND X	70.	0.	70.
OLD WESTBURY GLOBAL REAL ESTATE FUND LLC	825.	0.	825.
OLD WESTBURY PRIVATE EQUITY FUND IX, LLC	1,095.	0.	1,095.
TOTAL TO FM 990-PF, PART I, LN 4	313,078.	0.	313,078.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OLD WESTBURY PRIVATE EQUITY FUND IX	2,190.	2,190.	
U S REFUND	7,113.	0.	
OLD WESTBURY GLOBAL REAL ESTATE FUND LLC	<5,654.>	<5,654.>	
OLD WESTBURY PRIVATE EQUITY FUND X	22.	22.	
TOTAL TO FORM 990-PF, PART I, LINE 11	3,671.	<3,442.>	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FINANCIAL SERVICE FEE	3,500.	0.		3,500.
TO FORM 990-PF, PG 1, LN 16B	3,500.	0.		3,500.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	45,822.	45,822.			0.
TO FORM 990-PF, PG 1, LN 16C	45,822.	45,822.			0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES PAID	2,211.	2,211.			0.
TO FORM 990-PF, PG 1, LN 18	2,211.	2,211.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OLD WESTBURY PRIVATE EQUITY FUND IX	13,185.	13,185.			0.
OLD WESTBURY GLOBAL REAL ESTATE FUND	7,701.	7,701.			0.
OLD WESTBURY PRIVATE EQUITY FUND X	8,871.	8,871.			0.
TO FORM 990-PF, PG 1, LN 23	29,757.	29,757.			0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	X		4,193,981.	4,192,436.
SEE ATTACHED		X	78,217.	78,264.
TOTAL U.S. GOVERNMENT OBLIGATIONS			4,193,981.	4,192,436.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			78,217.	78,264.
TOTAL TO FORM 990-PF, PART II, LINE 10A			4,272,198.	4,270,700.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	6,589,253.	7,068,809.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,589,253.	7,068,809.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	662,690.	662,068.
TOTAL TO FORM 990-PF, PART II, LINE 10C	662,690.	662,068.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
FIFTH AVENUE OFFSHORE FUNDS	1,300,000.	532,110.	809,741.
OLD WESTBURY REAL RETURN FUND	1,093,771.	807,596.	750,454.
OLD WESTBURY PRIVATE EQUITY FUND IX	114,638.	135,107.	137,242.
OLD WESTBURY GLOBAL REAL ESTATE FUND LLC	31,267.	72,410.	56,087.

OLD WESTBURY PRIVATE EQUITY FUND

X

0.

18,238.

19,494.

TO FORM 990-PF, PART II, LINE 15

2,539,676.

1,565,461.

1,773,018.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN	EXPENSE CONTRIB ACCOUNT
DONNA L. HANSEN C/O BESSEMER TRUST, 630 FIFTH AVENUE NEW YORK, NY 10111	CHAIR 2.00	0.	0.	0.
JOHN J. HANSEN C/O BESSEMER TRUST, 630 FIFTH AVENUE NEW YORK, NY 10111	PRESIDENT 1.00	0.	0.	0.
MARY B. BRENNAN C/O BESSEMER TRUST, 630 FIFTH AVENUE NEW YORK, NY 10111	FIRST VICE PRESIDENT 1.00	0.	0.	0.
PAUL E. HANSEN C/O BESSEMER TRUST, 630 FIFTH AVENUE NEW YORK, NY 10111	SECOND VICE PRESIDENT 1.00	0.	0.	0.
MARK W. HANSEN C/O BESSEMER TRUST, 630 FIFTH AVENUE NEW YORK, NY 10111	TREASURER 1.00	0.	0.	0.
AMY L. HANSEN-STROM C/O BESSEMER TRUST, 630 FIFTH AVENUE NEW YORK, NY 10111	SECRETARY 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 12

NAME OF MANAGER

DONNA L. HANSEN
JOHN J. HANSEN

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 13

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
CASA HOGAR LA CROSSE, WI	GENERAL	PUBLIC CHARITY	10,000.
CATHOLIC CHARITIES LA CROSSE, WI	GENERAL	PUBLIC CHARITY	10,000.
CATHOLIC RELEVANT RADIO LA CROSSE, WI	GENERAL	PUBLIC CHARITY	15,000.
COVENANT HOUSE LA CROSSE, WI	GENERAL	PUBLIC CHARITY	5,000.
DIOCESE OF LA CROSSE LA CROSSE, WI	GENERAL	PUBLIC CHARITY	15,000.
HOLY TRINITY CHURCH LA CROSSE, WI	GENERAL	PUBLIC CHARITY	10,000.

LA CROSSE JAIL MINISTRY LA CROSSE, WI	GENERAL	PUBLIC CHARITY	1,000.
MATER REDEMPTIONS CONVENT LA CROSSE, WI	GENERAL	PUBLIC CHARITY	13,000.
PLACE OF GRACE LA CROSSE, WI	GENERAL	PUBLIC CHARITY	1,000.
PROVIDENCE ACADEMY LA CROSSE, WI	GENERAL	PUBLIC CHARITY	190,000.
PROVIDENCE SCHOOL, INC. LA CROSSE, WI	GENERAL	PUBLIC CHARITY	35,000.
PWSA OF WISCONSIN, INC. LA CROSSE, WI	GENERAL	PUBLIC CHARITY	1,000.
RIVERFRONT FDN LA CROSSE, WI	GENERAL	PUBLIC CHARITY	200,000.
SALVATION ARMY LA CROSSE, WI	GENERAL	PUBLIC CHARITY	7,000.
SEMINARIAN HOUSE FOUNDATION LA CROSSE, WI	GENERAL	PUBLIC CHARITY	25,000.
SEMINARIAN SCHOLARSHIPS LA CROSSE, WI	GENERAL	PUBLIC CHARITY	25,000.

HANSEN FAMILY FOUNDATION INC.			39-2011330
ST. CLAIRE MISSION LA CROSSE, WI	GENERAL	PUBLIC CHARITY	1,000.
ST. PAUL UNIVERSITY CATHOLIC FOUNDATION LA CROSSE, WI	GENERAL	PUBLIC CHARITY	10,000.
THE SHRINE OF OUR LADY OF GUADALUPE FBO SHRINE OF THE UNBORN LA CROSSE, WI	GENERAL	PUBLIC CHARITY	20,000.
UNITED FUND FOR THE ARTS & HUMANITIES LA CROSSE, WI	GENERAL	PUBLIC CHARITY	1,000.
VITERBO UNIVERSITY LA CROSSE, WI	GENERAL	PUBLIC CHARITY	20,000.
WATERLEAF WOMEN'S CENTER LA CROSSE, WI	GENERAL	PUBLIC CHARITY	20,000.
WE BELONG TO CHRIST CAMPAIGN LA CROSSE, WI	GENERAL	PUBLIC CHARITY	32,500.
WESTERN TECHNICAL COLLEGE LA CROSSE, WI	GENERAL	PUBLIC CHARITY	6,000.
WISCONSIN RIGHT TO LIFE LA CROSSE, WI	GENERAL	PUBLIC CHARITY	5,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			678,500.

Account Details

Report dated December 31, 2009

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Amortized tax cost
Trade date basis

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
HANSEN FAMILY FOUNDATION, INC.											
CASH AND SHORT TERM											
CASH AVAILABLE											
999994	PRINCIPAL CASH		0.000	\$0.00	\$0	\$0.000	\$0	0.0%	\$0	\$0	\$0
999995	INCOME CASH		0.000	\$0.00	\$0	\$0.000	\$0	0.0%	\$0	\$0	\$0
999996	NET CASH		(221,900.380)	\$0.00	(\$221,900)	\$0.000	(\$221,900)	(35.4%)	\$0	\$0	0.00%
Total CASH AVAILABLE					(\$221,900)		(\$221,900)	(35.4%)	\$0	\$0	0.00%
CASH EQUIVALENTS											
990110	FED GOVT OBLIG FUND #395	60934N807	849,600.000	\$1.00	\$849,600	\$1.000	\$849,600	135.4%	\$0	\$84	0.01%
Total CASH EQUIVALENTS					\$849,600		\$849,600	135.4%	\$0	\$84	0.01%
Total CASH AND SHORT TERM					\$627,700		\$627,700	100.0%	\$0	\$84	0.01%
FIXED INCOME											
US GOVT AND AGENCY BONDS											
153641	FEDERAL HOME LOAN BANK	5.125% 09/10/2010	40,000.000	\$103.17	\$41,268	\$103.280	\$41,312	0.8%	\$44	\$2,050	4.96%
153585	FEDERAL HOME LOAN BANK	5.250% 06/10/2011	400,000.000	\$106.08	\$424,328	\$105.906	\$423,624	8.6%	(\$704)	\$21,000	4.96%
153679	FEDERAL HOME LOAN BANK	4.750% 12/09/2011	1,360,000.000	\$106.77	\$1,452,126	\$106.563	\$1,449,256	29.4%	(\$2,869)	\$64,600	4.46%
101398	PRIVATE EXPORT FDG CORP	04/15/2013	500,000.000	\$104.28	\$521,400	\$104.531	\$522,655	10.6%	\$1,255	\$17,750	3.40%
101111	FEDERAL HOME LOAN BANK	12/13/2013	750,000.000	\$108.81	\$816,075	\$109.438	\$820,785	16.6%	\$4,710	\$36,562	4.45%
110218	US TREASURY NOTES	4.625% 11/15/2016	864,000.000	\$108.66	\$938,784	\$108.195	\$934,804	19.0%	(\$3,979)	\$39,960	4.27%
Total US GOVT AND AGENCY BONDS					\$4,193,981		\$4,192,436	85.0%	(\$1,543)	\$181,922	4.34%
CORPORATE BONDS											
200470	GENERAL ELEC CAP CORP TLGP	01/07/2011	90,000.000	\$100.89	\$90,805	\$101.050	\$90,945	1.8%	\$139	\$1,462	1.61%
200816	MEDTRONIC INC NOTE	04/15/2011	75,000.000	\$100.82	\$75,615	\$101.500	\$76,125	1.5%	\$510	\$1,125	1.48%
276402	GENERAL ELEC CAP CORP	5.250% 10/19/2012	100,000.000	\$106.56	\$106,560	\$106.422	\$106,422	2.2%	(\$138)	\$5,250	4.93%
270595	AMER EXPRESS CREDIT CO	7.300% 08/20/2013	70,000.000	\$112.80	\$78,960	\$112.387	\$78,671	1.6%	(\$288)	\$5,110	6.50%
200566	NOVARTIS CAPITAL CORP	02/10/2014	75,000.000	\$104.82	\$78,615	\$105.117	\$78,838	1.6%	\$223	\$3,093	3.92%
200567	PROCTER & GAMBLE CO	02/15/2015	75,000.000	\$102.57	\$76,927	\$102.300	\$76,725	1.6%	(\$201)	\$2,625	3.42%

Market prices are updated nightly and therefore will not reflect pricing changes made intraday
As a result there may be instances where market price information may differ from other
Bessemer reporting systems that utilize finalized market prices

Account Details

Report dated December 31, 2009

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Amortized tax cost

Trade date basis

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated Current annual income	Current yield
HANSEN FAMILY FOUNDATION, INC.											
FIXED INCOME											
CORPORATE BONDS											
200657	PFIZER INC	03/15/2015	75,000 000	\$109 79	\$82,346	\$109 289	\$81,967	1 7%	(\$378)	\$4,012	4 89%
600510	TRANSOCEAN INC CONV SER B	12/15/2037	75,000 000	\$97 15	\$72,862	\$96 500	\$72,375	1 5%	(\$487)	\$1,125	1 55%
Total CORPORATE BONDS					\$662,690		\$662,068	13 4%	(\$620)	\$23,802	3 60%
INTERNATIONAL BONDS											
600464	SHELL INTERNATIONAL FIN	03/21/2014	75,000 000	\$104 29	\$78,217	\$104 352	\$78,264	1 6%	\$47	\$3,000	3 83%
Total INTERNATIONAL BONDS					\$78,217		\$78,264	1 6%	\$47	\$3,000	3 83%
Total FIXED INCOME					\$4,934,888		\$4,932,768	100 0%	(\$2,116)	\$208,724	4 23%
U.S. LARGE CAP											
INFORMATION TECHNOLOGY											
817150	CISCO SYSTEMS INC	17275R102	4,696 000	\$18 98	\$89,133	\$23 940	\$112,422	4 3%	\$23,288	\$0	0 00%
821020	CORNING INC	219350105	3,659 000	\$13 79	\$50,448	\$19 310	\$70,655	2 7%	\$20,206	\$731	1 03%
825987	EMC CORP	268648102	4,515 000	\$12 71	\$57,393	\$17 470	\$78,877	3 0%	\$21,483	\$0	0 00%
836142	GOOGLE INC	38259P508	135 000	\$412 17	\$55,843	\$619 978	\$83,697	3 2%	\$28,053	\$0	0 00%
851360	MICROSOFT CORP	594918104	2,750 000	\$27 52	\$75,683	\$30 480	\$83,820	3 2%	\$8,136	\$1,430	1 71%
863118	PAYCHEX INC	704326107	2,500 000	\$30 12	\$75,303	\$30 640	\$76,600	2 9%	\$1,296	\$3,100	4 05%
Total INFORMATION TECHNOLOGY					\$403,603		\$506,071	19 2%	\$102,462	\$5,261	1 04%
INDUSTRIALS											
829361	FEDEX CORP	31428X106	650 000	\$81 14	\$52,741	\$83 449	\$54,242	2 1%	\$1,500	\$286	0 53%
841546	ILLINOIS TOOL WORKS INC	452308109	1,800 000	\$31 62	\$56,913	\$47 990	\$86,382	3 3%	\$29,468	\$2,232	2 58%
881939	UNITED PARCEL SERVICE CL B	911312106	825 000	\$52 37	\$43,209	\$57 370	\$47,330	1 8%	\$4,120	\$1,485	3 14%
882670	UNION PACIFIC CORP	907818108	840 000	\$52 16	\$43,811	\$63 900	\$53,676	2 0%	\$9,864	\$907	1 69%
901201	TYCO INTL LTD NEW	H89128104	2,300 000	\$35 22	\$81,016	\$35 680	\$82,064	3 1%	\$1,047	\$1,840	2 24%
902026	INGERSOLL-RAND PUBLIC LTD	G47791101	2,250 000	\$35 93	\$80,839	\$35 740	\$80,415	3 1%	(\$424)	\$630	0 78%
Total INDUSTRIALS					\$358,529		\$404,109	15 3%	\$45,575	\$7,380	1 83%

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Bessemer reporting systems that utilize finalized market prices

Account Details

Report dated December 31, 2009

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Amortized tax cost
Trade date basis

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
HANSEN FAMILY FOUNDATION, INC.											
U.S. LARGE CAP											
HEALTH CARE											
815323	CELGENE CORP	151020104	1,617 000	\$27.67	\$44,745	\$55 680	\$90,034	3.4%	\$45,289	\$0	0.00%
843800	JOHNSON & JOHNSON	478160104	799 000	\$55.97	\$44,717	\$64 409	\$51,463	2.0%	\$6,746	\$1,566	3.04%
864075	PFIZER INC	717081103	4,150 000	\$17.28	\$71,695	\$18,190	\$75,488	2.9%	\$3,793	\$2,988	3.96%
880100	THERMO FISHER SCIENTIFIC	883556102	1,101 000	\$24.86	\$27,366	\$47,689	\$52,506	2.0%	\$25,139	\$0	0.00%
958901	TEVA PHARM INDS LTD ADR	881624209	1,495 000	\$46.88	\$70,079	\$56 180	\$83,989	3.2%	\$13,910	\$720	0.86%
Total HEALTH CARE					\$258,602		\$353,480	13.4%	\$94,877	\$5,274	1.49%
FINANCIALS											
803330	AMERICAN EXPRESS	025816109	2,330 000	\$30.83	\$71,836	\$40 520	\$94,411	3.6%	\$22,575	\$1,677	1.78%
843894	JPMORGAN CHASE & CO	46625H100	2,200 000	\$42.78	\$94,106	\$41 670	\$91,674	3.5%	(\$2,432)	\$440	0.48%
854169	MORGAN STANLEY GRP INC	617446448	2,975 000	\$30.06	\$89,419	\$29 600	\$88,060	3.3%	(\$1,359)	\$595	0.68%
878279	T ROWE PRICE GROUP INC	74144T108	1,400 000	\$41.16	\$57,623	\$53 250	\$74,550	2.8%	\$16,926	\$1,400	1.88%
Total FINANCIALS					\$312,984		\$348,695	13.2%	\$35,710	\$4,112	1.18%
CONSUMER STAPLES											
866630	PROCTER & GAMBLE CO	742718109	1,785 000	\$68.07	\$121,499	\$60 630	\$108,224	4.1%	(\$13,274)	\$3,141	2.90%
886463	WAL-MART STORES INC	931142103	1,613 000	\$47.37	\$76,412	\$53 449	\$86,214	3.3%	\$9,802	\$1,758	2.04%
Total CONSUMER STAPLES					\$197,911		\$194,438	7.4%	(\$3,472)	\$4,899	2.52%
MATERIALS											
824450	DOW CHEMICAL	260543103	3,000 000	\$26.65	\$79,948	\$27 630	\$82,890	3.1%	\$2,941	\$1,800	2.17%
842900	INTERNATIONAL PAPER	460146103	4,305 000	\$24.43	\$105,174	\$26 780	\$115,287	4.4%	\$10,113	\$430	0.37%
Total MATERIALS					\$185,122		\$198,177	7.5%	\$13,054	\$2,230	1.13%
CONSUMER DISCRETIONARY											
823615	DISNEY (WALT) HOLDING CO	254687106	1,993 000	\$24.39	\$48,615	\$32 250	\$64,274	2.4%	\$15,658	\$697	1.08%
845207	KOHL'S CORP	500255104	1,285 000	\$35.60	\$45,749	\$53 930	\$69,300	2.6%	\$23,550	\$0	0.00%
847586	LOWES COS INC	548661107	3,380 000	\$21.46	\$72,550	\$23 390	\$79,058	3.0%	\$6,508	\$1,216	1.54%

Market prices are updated nightly and therefore will not reflect pricing changes made intraday
As a result there may be instances where market price information may differ from other
Bessemer reporting systems that utilize finalized market prices

Bessemer Trust

Account Details

Report dated December 31, 2009

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Amortized tax cost
Trade date basis

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
HANSEN FAMILY FOUNDATION, INC.											
U.S. LARGE CAP											
CONSUMER DISCRETIONARY											
876205	STAPLES INC	855030102	3,633 000	\$23 64	\$85,901	\$24 590	\$89,335	3 4%	\$3,433	\$1,198	1 34%
Total CONSUMER DISCRETIONARY					\$252,815		\$301,967	11.5%	\$49,149	\$3,111	1.03%
ENERGY											
806043	APACHE CORP	037411105	785 000	\$82 83	\$65,019	\$103 169	\$80,988	3 1%	\$15,969	\$471	0 58%
826663	EOG RES INC	26875P101	995 000	\$65 02	\$64,699	\$97 299	\$96,813	3 7%	\$32,114	\$577	0 60%
839788	HESS CORP	42809H107	1,400,000	\$54 63	\$76,476	\$60,500	\$84,700	3.2%	\$8,223	\$560	0 66%
967854	WEATHERFORD INTL LTD	H27013103	3,732 000	\$14 99	\$55,956	\$17 910	\$66,840	2 5%	\$10,883	\$0	0 00%
Total ENERGY					\$262,150		\$329,341	12.5%	\$67,189	\$1,608	0 49%
Total U.S. LARGE CAP					\$2,231,716		\$2,636,278	100.0%	\$404,544	\$33,875	1 28%
NON-U.S. LARGE CAP											
NON-U.S. LARGE CAP FUNDS											
943344	OLD WESTBURY NON-US LC FD	680414109	129,168 297	\$10 77	\$1,390,849	\$9 300	\$1,201,265	100 0%	(\$189,584)	\$16,921	1 41%
Total NON-U.S. LARGE CAP FUNDS					\$1,390,849		\$1,201,265	100.0%	(\$189,584)	\$16,921	1.41%
Total NON-U.S. LARGE CAP					\$1,390,849		\$1,201,265	100.0%	(\$189,584)	\$16,921	1.41%
GLOBAL SMALL & MID CAP											
GLOBAL SMALL & MID CAP FUNDS											
905637	OLD WEST GL SM & MD CAP FD	680414604	119,110 215	\$10 29	\$1,225,177	\$12 770	\$1,521,037	100 0%	\$295,860	\$12,387	0 81%
Total GLOBAL SMALL & MID CAP FUNDS					\$1,225,177		\$1,521,037	100.0%	\$295,860	\$12,387	0.81%
Total GLOBAL SMALL & MID CAP					\$1,225,177		\$1,521,037	100.0%	\$295,860	\$12,387	0.81%
GLOBAL OPPORTUNITIES											
GLOBAL OPPORTUNITIES FUNDS											
943328	OLD WESTBURY GL OPPTIES FD	680414802	241,899 569	\$7 20	\$1,741,511	\$7 070	\$1,710,229	100 0%	(\$31,281)	\$40,639	2 38%
Total GLOBAL OPPORTUNITIES FUNDS					\$1,741,511		\$1,710,229	100.0%	(\$31,281)	\$40,639	2.38%
Total GLOBAL OPPORTUNITIES					\$1,741,511		\$1,710,229	100.0%	(\$31,281)	\$40,639	2.38%

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Report run on Apr 13, 2010 by RONG
Version GP8 4.1.0

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 and click on *e-file for Charities & Nonprofits*.

Type or print	Name of Exempt Organization HANSEN FAMILY FOUNDATION INC.	Employer identification number 39-2011330
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. C/O BESSEMER TRUST, 630 FIFTH AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10111	

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 |

BESSEMER TRUST COMPANY, N.A.

- The books are in the care of ► **630 FIFTH AVENUE, - NEW YORK, NY 10111**

Telephone No ► **212 708-9216**

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 **AUGUST 15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2009** or
► ☐ tax year beginning _____, and ending _____.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	6,000.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	4,000.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	2,000.

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.

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

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

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

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization	Employer identification number
	HANSEN FAMILY FOUNDATION INC.	39-2011330
	Number, street, and room or suite no. If a P O box, see instructions. C/O BESSEMER TRUST, 630 FIFTH AVENUE	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10111	

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

- ☐ Form 990 ☐ Form 990-EZ ☐ Form 990-T (sec 401(a) or 408(a) trust) ☐ Form 1041-A ☐ Form 5227 ☐ Form 8870
☐ Form 990-BL ☒ Form 990-PF ☐ Form 990-T (trust other than above) ☐ Form 4720 ☐ Form 6069

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

BESSEMER TRUST COMPANY, N.A.

- The books are in the care of ☒ 630 FIFTH AVENUE, - NEW YORK, NY 10111

Telephone No. ☒ 212 708-9216

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 NOVEMBER 15, 2010

5 For calendar year 2009, or other tax year beginning _____, and ending _____.

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

INFORMATION NEEDED FOR A COMPLETE AND ACCURATE TAX RETURN IS
UNAVAILABLE AT THIS TIME.

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	\$	6,000.
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	\$	6,000.
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 ☐

Title ☐

Date ☐

Form 8868 (Rev 4-2009)