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Return of Private Foundation  
or 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 <b>Bunge North America Foundation</b>	A Employer identification number <b>43-1617648</b>	
	Number and street (or P O box number if mail is not delivered to street address) <b>11720 Borman Drive</b>	Room/suite	B Telephone number (see page 10 of the instructions) <b>(314) 292-2300</b>
	City or town, state, and ZIP code <b>Saint Louis MO 63146</b>		C If exemption application is pending, check here ► <input type="checkbox"/> D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>
H Check type of organization: <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			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ <b>52,843</b>	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	(Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	<b>500,000</b>			
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	<b>144</b>	<b>144</b>	<b>144</b>	
	4 Dividends and interest from securities	<b>0</b>	<b>0</b>	<b>0</b>	
	5 a Gross rents				
	b Net rental income or (loss) <b>0</b>				
	6 a Net gain or (loss) from sale of assets not on line 10	<b>0</b>			
	b Gross sales price for all assets on line 6a <b>0</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				
	10 a Gross sales less returns and allowances <b>0</b>				
b Less Cost of goods sold <b>0</b>					
c Gross profit or (loss) (attach schedule) <b>0</b>					
11 Other income (attach schedule)	<b>0</b>	<b>0</b>	<b>0</b>		
12 Total. Add lines 1 through 11	<b>500,144</b>	<b>144</b>	<b>144</b>		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	<b>0</b>			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule) <b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	b Accounting fees (attach schedule) <b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	c Other professional fees (attach schedule) <b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	17 Interest <b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	18 Taxes (attach schedule) (see page 14 of the instructions) <b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	19 Depreciation (attach schedule) and depletion <b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Statement 1	<b>458</b>	<b>458</b>	<b>458</b>	<b>0</b>
	24 Total operating and administrative expenses.	<b>458</b>	<b>458</b>	<b>458</b>	<b>0</b>
Add lines 13 through 23					
25 Contributions, gifts, grants paid See Statement 2	<b>525,351</b>			<b>525,351</b>	
26 Total expenses and disbursements. Add lines 24 and 25	<b>525,809</b>	<b>458</b>	<b>458</b>	<b>525,351</b>	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements <b>(25,665)</b>					
b Net investment income (if negative, enter -0-) <b>0</b>		<b>0</b>			
c Adjusted net income (if negative, enter -0-) <b>0</b>			<b>0</b>		

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

(HTA)

Form 990-PF (2009)



	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year
			(a) Book Value	(b) Book Value
Assets	1 Cash—non-interest-bearing		78,114	52,843
	2 Savings and temporary cash investments			
	3 Accounts receivable ►	0		
	Less allowance for doubtful accounts ►	0	0	0
	4 Pledges receivable ►	0		
	Less allowance for doubtful accounts ►	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ►	0		
	Less allowance for doubtful accounts ►	0	0	0
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)		0	0
	b Investments—corporate stock (attach schedule)		0	0
	c Investments—corporate bonds (attach schedule)		0	0
	11 Investments—land, buildings, and equipment basis ►	0		
	Less accumulated depreciation (attach schedule) ►	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)		0	0
	14 Land, buildings, and equipment basis ►	0		
	Less accumulated depreciation (attach schedule) ►	0	0	0
	15 Other assets (describe ► )		0	0
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		78,114	52,843
Liabilities	17 Accounts payable and accrued expenses		12,500	12,500
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons		0	0
	21 Mortgages and other notes payable (attach schedule)		0	0
	22 Other liabilities (describe ► )		0	0
	23 Total liabilities (add lines 17 through 22)		12,500	12,500
Net Assets or Fund Balances	24 Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	25 Unrestricted			
	26 Temporarily restricted			
	27 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	28 Capital stock, trust principal, or current funds			
	29 Paid-in or capital surplus, or land, bldg , and equipment fund			
	30 Retained earnings, accumulated income, endowment, or other funds		65,614	40,343
	31 Total net assets or fund balances (see page 17 of the instructions)		65,614	40,343
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)		78,114	52,843

## 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	65,614
2 Enter amount from Part I, line 27a	2	(25,665)
3 Other increases not included in line 2 (itemize) ► See Statement 3	3	450
4 Add lines 1, 2, and 3	4	40,399
5 Decreases not included in line 2 (itemize) ► See Statement 3	5	56
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	40,343

**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 brck 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					
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 0	0	0	0		
b 0	0	0	0		
c 0	0	0	0		
d 0	0	0	0		
e 0	0	0	0		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a 0	0	0			0
b 0	0	0			0
c 0	0	0			0
d 0	0	0			0
e 0	0	0			0
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		0
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8			3		0

**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	476,785	153,293	3.110286
2007	419,723	124,930	3.359665
2006	816,741	176,428	4.629316
2005	268,727	192,727	1.394340
2004	351,042	76,913	4.564144

2 Total of line 1, column (d)

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

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5

5 Multiply line 4 by line 3

6 Enter 1% of net investment income (1% of Part I, line 27b)

7 Add lines 5 and 6

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 on page 18.

2	17.057751
3	3.411550
4	135,275
5	461,497
6	0
7	461,497
8	525,351

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1 a Exempt operating foundations described in section 4940(d)(2), check here ►  and enter "N/A" on line 1  
 Date of ruling or determination letter \_\_\_\_\_ (attach copy of letter if necessary—see instructions)

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

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

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

3 Add lines 1 and 2

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

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

6 Credits/Payments

a 2009 estimated tax payments and 2008 overpayment credited to 2009  
**6a** 0

b Exempt foreign organizations—tax withheld at source  
**6b**

c Tax paid with application for extension of time to file (Form 8868)  
**6c** 0

d Backup withholding erroneously withheld  
**6d**

7 Total credits and payments Add lines 6a through 6d  
**7** 0

8 Enter any penalty for underpayment of estimated tax Check here  if Form 2220 is attached  
**8** 0

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed  
**9** 0

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid  
**10** 0

11 Enter the amount of line 10 to be Credited to 2010 estimated tax ► **0** Refunded ► **11** 0

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b	N/A	
5		X
6	X	
7	X	
8b	X	
9		X
10		X

1 a 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 Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?  
*If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*

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

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year  
 (1) On the foundation ► \$ **0** (2) On foundation managers ► \$ **0**

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ **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*

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

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

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?

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

8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► **MO**  
 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

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)?  
*If "Yes," complete Part XIV*

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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11	X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► John P. Sabourin Located at ► 11720 Borman Drive Saint Louis MO	Telephone no ► (314) 292-2500 ZIP+4 ► 63146	
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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	N/A
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 ► 20_____ , 20_____ , 20_____ , 20_____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)	2b	N/A
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)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

5a	During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		5b	N/A
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	X

**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
See Statement 4	.00	0	0	0
	00	0	0	0
	.00	0	0	0
	.00	0	0	0

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

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

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

► 0

**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		0
		0
		0
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### 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.

The number of organizations and other beneficiaries served, conferences convened, research papers produced, etc		
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.

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		
3	All other program-related investments. See page 24 of the instructions	
<b>Total.</b> Add lines 1 through 3		<b>0</b>

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	137,335
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	137,335
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	137,335
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	2,060
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	135,275
6	Minimum investment return. Enter 5% of line 5	6	6,764

**Part XI Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ►  and do not complete this part)

1	Minimum investment return from Part X, line 6	1	6,764
2a	Tax on investment income for 2009 from Part VI, line 5	2a	0
b	Income tax for 2009 (This does not include the tax from Part VI )	2b	
c	Add lines 2a and 2b	2c	0
3	Distributable amount before adjustments Subtract line 2c from line 1	3	6,764
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	6,764
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	6,764

**Part XII Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	525,351
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	3a	
a	Suitability test (prior IRS approval required)	3b	0
b	Cash distribution test (attach the required schedule)	4	525,351
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4		
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	525,351

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				6,764
2 Undistributed income, if any, as of the end of 2009			0	
a Enter amount for 2008 only			0	
b Total for prior years: 20_____, 20_____, 20_____		0		
3 Excess distributions carryover, if any, to 2009				
a From 2004	351,042			
b From 2005	268,727			
c From 2006	816,796			
d From 2007	413,591			
e From 2008	469,176			
f Total of lines 3a through e	2,319,332			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 525,351				
a Applied to 2008, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2009 distributable amount	518,587			6,764
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:	2,837,919			
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 page 27 of the instructions			0	
e Undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010			0	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	351,042			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	2,486,877			
10 Analysis of line 9				
a Excess from 2005	268,727			
b Excess from 2006	816,796			
c Excess from 2007	413,591			
d Excess from 2008	469,176			
e Excess from 2009	518,587			



**Part XV Supplementary Information (continued)**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<i>a Paid during the year</i>				525,351
See Statement 2				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
<b>Total</b>			► 3a	525,351
<i>b Approved for future payment</i>				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
<b>Total</b>			► 3b	0

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

**1 Program service revenue**

a \_\_\_\_\_  
 b \_\_\_\_\_  
 c \_\_\_\_\_  
 d \_\_\_\_\_  
 e \_\_\_\_\_  
 f \_\_\_\_\_

g Fees and contracts from government agencies

**2 Membership dues and assessments****3 Interest on savings and temporary cash investments****4 Dividends and interest from securities****5 Net rental income or (loss) from real estate**

a Debt-financed property . . .  
 b Not debt-financed property

**6 Net rental income or (loss) from personal property****7 Other investment income****8 Gain or (loss) from sales of assets other than inventory****9 Net income or (loss) from special events****10 Gross profit or (loss) from sales of inventory**

11 Other revenue a \_\_\_\_\_  
 b \_\_\_\_\_  
 c \_\_\_\_\_  
 d \_\_\_\_\_  
 e \_\_\_\_\_

**12 Subtotal Add columns (b), (d), and (e)****13 Total. Add line 12, columns (b), (d), and (e)**

(See worksheet in line 13 instructions on page 28 to verify calculations )

13 \_\_\_\_\_ 144

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 28 of the instructions )
3	Interest income is received from money invested in a money market account. The temporary investment is needed while a thorough assessment of qualified organizations is made.

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? .

Yes  No

**b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

 Bryan L. Richard

4-27-2010

## Assistant Controller

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**Title**

Sign Here

Signature of preparer or trustee		Date	File
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>
	Firm's name (or yours if self-employed), address, and ZIP code	EIN <input type="checkbox"/>	Phone no.

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

Department of the Treasury  
Internal Revenue Service

## Schedule of Contributors

OMB No 1545-0047

2009

► **Attach to Form 990, 990-EZ, or 990-PF**

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**Name of the organization**

**Employer identification number**

Bunge North America Foundation

43-1617648

**Organization type (check one):**

**Filters of:** **Section:**

Form 990 or 990-EZ  501(c)(      ) (enter number) organization

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

## 527 political organization

Form 990-PF  501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

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

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

### General Rule

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

## Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ► \$

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

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

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

Name of organization

Bunge North America Foundation

Employer identification number

43-1617648

**Part I** **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Bunge North America, Inc. 11720 Borman Drive Saint Louis MO 63146 Foreign State or Province Foreign Country	\$ 500,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
2	----- ----- Foreign State or Province Foreign Country	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
3	----- ----- Foreign State or Province Foreign Country	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
4	----- ----- Foreign State or Province Foreign Country	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
5	----- ----- Foreign State or Province Foreign Country	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
6	----- ----- Foreign State or Province Foreign Country	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )

**Bunge North America Foundation**  
**FEIN: 43-1617648**  
**Tax Year Ended: December 31, 2009**

**Statement 1**

**Part 1 - Analysis of Revenue and Expenses**

Line 23 - Other Expenses

Bank Charges	458
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**Part XV - Supplemental Information**

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

<u>Institution</u>	<u>Individual</u>	<u>Status of Recipient</u>	<u>Purpose of Contribution</u>	<u>Total Amount</u>
Access Academies	No	Exempt	Charitable	3,000
Agriculture Future of America	No	Exempt	Charitable	25,000
ALS Assoc	No	Exempt	Charitable	625
Arts & Education Council	No	Exempt	Charitable	1,000
Auburn University	No	Exempt	Educational	100
Autism Speaks	No	Exempt	Charitable	500
Bach Society of St Louis	No	Exempt	Charitable	280
Ball State University Foundation	No	Exempt	Educational	50
Bartlesville Community Concert Association	No	Exempt	Charitable	50
Bartlesville Symphony Orchestra	No	Exempt	Charitable	134
Belvoir Christian Academy	No	Exempt	Educational	1,000
Bethel College	No	Exempt	Educational	500
Big Brothers Big Sisters International	No	Exempt	Charitable	500
Big Brothers Big Sisters of Eastern Missoun	No	Exempt	Charitable	1,200
Bishop DuBourg High School	No	Exempt	Educational	250
Bishop McNamara High School	No	Exempt	Educational	500
Bloomington Symphony Orchestra	No	Exempt	Charitable	1,000
Boy Scouts of Amer (St L Council)	No	Exempt	Charitable	1,000
Boys and Girls Clubs of Northern Westchester	No	Exempt	Charitable	100
Bradley-Bourbonnais Community High School	No	Exempt	Educational	100
Breck School	No	Exempt	Educational	1,500
Brooklyn College Foundation	No	Exempt	Educational	1,000
Brown University	No	Exempt	Educational	100
Camp Manitoba Wish YMCA	No	Exempt	Charitable	500
Canisius High School	No	Exempt	Educational	250
Central VPA High School	No	Exempt	Educational	500
Character Plus	No	Exempt	Charitable	5,000
Christian Foundation for Children and Aging	No	Exempt	Charitable	235
Clark Botanic Garden	No	Exempt	Charitable	35
Coastal Symphony of Georgia	No	Exempt	Charitable	950
College of the Ozarks	No	Exempt	Educational	150
Colonial Williamsburg Foundation	No	Exempt	Charitable	300
Colorado State University	No	Exempt	Educational	150
Dallas Theological Seminary	No	Exempt	Educational	3,000
Danforth Plant Science Center	No	Exempt	Charitable	5,000
Denison University	No	Exempt	Educational	550
Donald Danforth Plant Science Center	No	Exempt	Charitable	1,000
Fish For Sight	No	Exempt	Charitable	500
Forest Park Forever	No	Exempt	Charitable	250
Fort Hays State University	No	Exempt	Educational	500
Georgetown University	No	Exempt	Educational	200
Girl Scout Council of Greater St Louis	No	Exempt	Charitable	2,000
Habitat For Humanity	No	Exempt	Charitable	15,000
Harvard University	No	Exempt	Educational	61,000
Highcroft Ridge Elementary	No	Exempt	Educational	60
International Foundation for Art Research	No	Exempt	Charitable	5,000
James River Council for the Arts & Humanities	No	Exempt	Charitable	400
Junior Achievement of MS Valley	No	Exempt	Charitable	1,000
Kansas State University Foundation	No	Exempt	Educational	4,550
Kenrick-Glennon Seminary	No	Exempt	Educational	615
KETC - Channel 9	No	Exempt	Charitable	45
Kimball Union Academy	No	Exempt	Educational	250
KWMU - 90 7	No	Exempt	Charitable	2,825
Lehigh University	No	Exempt	Educational	500
Life Network	No	Exempt	Charitable	200
Loyola Catholic School	No	Exempt	Educational	2,000
March of Dimes	No	Exempt	Charitable	500
McCallie School	No	Exempt	Educational	500

**Part XV - Supplemental Information**

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

<u>Institution</u>	<u>Individual</u>	<u>Status of Recipient</u>	<u>Purpose of Contribution</u>	<u>Total Amount</u>
McKendree College	No	Exempt	Educational	1,000
Metropolitan Museum of Art	No	Exempt	Charitable	20,000
Mississippi State University Foundation	No	Exempt	Educational	250
Missouri Botanical Garden	No	Exempt	Charitable	50,795
Missouri Historical Society	No	Exempt	Charitable	2,500
Missouri History Museum	No	Exempt	Charitable	250
Missouri National Guard NAF Fund	No	Exempt	Charitable	1,000
Missouri Western State College	No	Exempt	Educational	250
Mote Marine Laboratory	No	Exempt	Charitable	500
Muncie Children's Museum	No	Exempt	Charitable	200
New Canaan Community YMCA	No	Exempt	Charitable	250
New Explorations Into Science Technology	No	Exempt	Charitable	100
New York University	No	Exempt	Educational	50
Northwestern University Matching Gifts	No	Exempt	Educational	125
Noyes Museum of Art	No	Exempt	Charitable	65
OETA Foundation	No	Exempt	Charitable	100
Ohio State University	No	Exempt	Educational	600
OK Mozart Festival	No	Exempt	Charitable	87
Pennsylvania State University	No	Exempt	Educational	150
Pestalozzi World	No	Exempt	Charitable	500
Pingry School	No	Exempt	Educational	500
Pittsburg State University	No	Exempt	Educational	50
Planned Parenthood Health Systems, Inc	No	Exempt	Charitable	100
Port Washington Library	No	Exempt	Charitable	25
Prince Tower Arts Center	No	Exempt	Charitable	66
Princeton University	No	Exempt	Educational	900
Progressive Agriculture Foundation	No	Exempt	Charitable	100,350
Quincy University	No	Exempt	Educational	1,000
Randolph College	No	Exempt	Educational	10,000
Repertory Theatre of St. Louis	No	Exempt	Charitable	350
Rosati-Kain High School	No	Exempt	Educational	200
Rossman School	No	Exempt	Educational	1,600
Sarah Lawrence College	No	Exempt	Educational	5,000
Seton Catholic Preparatory High School	No	Exempt	Educational	500
Shady Side Academy	No	Exempt	Charitable	2,500
Shakespeare Festival of St. Louis	No	Exempt	Charitable	2,000
Shakespeare Festival of St. Louis	No	Exempt	Charitable	10,000
Siteman Cancer Ctr	No	Exempt	Charitable	1,000
Smithsonian Institute	No	Exempt	Charitable	3,000
South Dakota State University Foundation	No	Exempt	Educational	25
St. Christopher School	No	Exempt	Educational	50
St. Gertrude High School	No	Exempt	Educational	50
St. James School	No	Exempt	Educational	1,000
St. John the Baptist Catholic School	No	Exempt	Educational	500
St. John Vianney High School	No	Exempt	Educational	2,000
St. Joseph School	No	Exempt	Educational	5,220
St. Joseph's Academy	No	Exempt	Educational	300
St. Louis Art Museum	No	Exempt	Charitable	30,000
St. Louis Art Museum Foundation	No	Exempt	Charitable	210
St. Louis Christian College	No	Exempt	Educational	300
St. Louis Priory School	No	Exempt	Educational	1,000
St. Louis Science Ctr - Corp Partners	No	Exempt	Charitable	5,000
St. Louis Symphony Society	No	Exempt	Charitable	5,000
St. Louis University	No	Exempt	Educational	320
St. Louis Zoo	No	Exempt	Charitable	5,000
St. Louis Zoo Friends Association	No	Exempt	Charitable	604
St. Mary's School	No	Exempt	Educational	1,200
St. Meinrad School of Theology	No	Exempt	Educational	50

**Part XV - Supplemental Information**

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

<u>Institution</u>	<u>Individual</u>	<u>Status of Recipient</u>	<u>Purpose of Contribution</u>	<u>Total Amount</u>
St Paul's School	No	Exempt	Educational	500
St Pius X High School	No	Exempt	Educational	60
Texas A&M University	No	Exempt	Educational	3,290
Texas Christian University	No	Exempt	Educational	2,500
The Magic House	No	Exempt	Charitable	320
The Magic House	No	Exempt	Charitable	10,000
The Morgan Library	No	Exempt	Charitable	500
The Philbrook Museum of Art	No	Exempt	Charitable	65
The Principia	No	Exempt	Educational	200
Thomas Gilcrease Museum Association	No	Exempt	Charitable	100
Thunderbird American Graduate School	No	Exempt	Educational	100
Trinity International University	No	Exempt	Educational	500
United States Holocaust Memorial Museum	No	Exempt	Charitable	50
United Way - St Louis	No	Exempt	Charitable	10,000
University of Alabama	No	Exempt	Educational	500
University of Arkansas at Pine Bluff	No	Exempt	Educational	200
University of Dayton	No	Exempt	Educational	150
University of Illinois Foundation	No	Exempt	Educational	2,425
University of Iowa Foundation	No	Exempt	Educational	50
University of Louisiana	No	Exempt	Educational	50
University of Michigan	No	Exempt	Educational	500
University of Minnesota - Duluth	No	Exempt	Educational	675
University of Missouri St Louis	No	Exempt	Educational	3,000
University of Nebraska	No	Exempt	Educational	100
University of Virginia Fund	No	Exempt	Educational	100
Villa Dumesne/Oak Hill School	No	Exempt	Educational	2,500
Washington University	No	Exempt	Educational	50,350
Westminster Christian Academy	No	Exempt	Educational	2,250
Whitfield School	No	Exempt	Educational	1,500
WLIW - Channel 21	No	Exempt	Charitable	50
WNIN - Channel 9	No	Exempt	Charitable	120
Woodberry Forest School	No	Exempt	Educational	1,250
Wooster School	No	Exempt	Educational	250
Yale University	No	Exempt	Educational	250
Zamorano	No	Exempt	Charitable	150
				<b>525,351</b>

Bunge North America Foundation  
FEIN: 43-1617648  
Tax Year Ended: December 31, 2009

Statement 3

**Part III - Analysis of Changes in Net Assets or Fund Balances**

Line 3 - Increases not included in line 2

Prior Period Adjustment	250
Reverse Duplicate Check Issued	200
Total Increases	<u>450</u>

Line 5 - Decreases not included in line 2

Federal Tax	56
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**Bunge North America Foundation**  
**FEIN: 43-1617648**  
**Tax Year Ended: December 31, 2009**

**Statement 4**

**Part VIII - Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

Line 1 - List all officers, directors, trustees, foundation managers and their compensation

<u>Name and Address</u>	<u>Title/Average Hours</u>	<u>Contributions to Employee Benefit Plan</u>	<u>Expense Account</u>	<u>Compensation</u>
Carl L. Hausmann 11720 Borman Drive St. Louis, MO 63146	President	None	None	None
Michael M. Scharf 11720 Borman Drive St. Louis, MO 63146	Senior Vice President	None	None	None
Philip W. Staggs 11720 Borman Drive St. Louis, MO 63146	Vice President	None	None	None
David G. Kabbes 11720 Borman Drive St. Louis, MO 63146	Secretary	None	None	None
John P. Gilsinn 11720 Borman Drive St. Louis, MO 63146	Treasurer	None	None	None
John E. Sabourin 11720 Borman Drive St. Louis, MO 63146	Controller	None	None	None
Gregory L. Thebeau 11720 Borman Drive St. Louis, MO 63146	Assistant Controller	None	None	None