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Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

OMB No 1545-0052

**2009**

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

For calendar year 2009, or tax year beginning , 2009, and ending , 20

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation CTW FOUNDATION, INC.		A Employer identification number 51-6011637
	Number and street (or P.O. box number if mail is not delivered to street address) ROBERT A. TUCKER, DIR. P.O. BOX 911	Room/suite	B Telephone number (see page 10 of the instructions) (302) 429-9427
	City or town, state, and ZIP code WILMINGTON, DE 19899-0911		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"/>
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			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 12,268,318.			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
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)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments	1,912.	1,912.		ATCH 1
	4 Dividends and interest from securities	170,411.	280,384.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-614,786.			
	b Gross sales price for all assets on line 6a	3,218,443.			
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	10,340.	-21,941.		ATCH 3	
12 Total. Add lines 1 through 11	-432,123.	260,355.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 4	26,820.	0.	0.	38,420.
	c Other professional fees (attach schedule)				
	17 Interest. ATTACHMENT 5	0.	77.		
	18 Taxes (attach schedule) (see page 14 of the instructions)*	218.	6,397.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 7	20,161.	75,367.		730.
	24 Total operating and administrative expenses. Add lines 13 through 23	47,199.	81,841.	0.	39,150.
	25 Contributions, gifts, grants paid	565,000.			557,000.
26 Total expenses and disbursements. Add lines 24 and 25	612,199.	81,841.	0.	596,150.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-1,044,322.				
b Net investment income (if negative, enter -0-)		178,514.			
c Adjusted net income (if negative, enter -0-)			-0-		

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

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing . . . . .		3,203.	12,250.	12,250.
	2	Savings and temporary cash investments . . . . .		761,114.	257,159.	257,159.
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable . . . . .				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use . . . . .				
	9	Prepaid expenses and deferred charges . . . . .				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) <u>ATCH 8</u>	8,254,425.	8,111,356.	8,069,472.	
	c	Investments - corporate bonds (attach schedule)				
	Liabilities	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
12		Investments - mortgage loans				
13		Investments - other (attach schedule) <u>ATCH 9</u>	4,958,302.	4,523,079.	3,907,363.	
14		Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
15		Other assets (describe ▶ <u>ATCH 10</u> )	11,987.	22,074.	22,074.	
16		<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I)	13,989,031.	12,925,918.	12,268,318.	
17		Accounts payable and accrued expenses . . . . .	24,871.	12,960.		
18		Grants payable . . . . .				
19		Deferred revenue . . . . .				
20		Loans from officers, directors, trustees, and other disqualified persons				
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ )	6,880.			
	23	<b>Total liabilities</b> (add lines 17 through 22)	31,751.	12,960.		
	24	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
Net Assets or Fund Balances	25	Unrestricted . . . . .				
	26	Temporarily restricted . . . . .				
	27	Permanently restricted . . . . .				
	28	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input checked="" type="checkbox"/>				
	29	Capital stock, trust principal, or current funds . . . . .				
	30	Paid-in or capital surplus, or land, bldg, and equipment fund	13,957,280.	12,912,958.		
	31	Retained earnings, accumulated income, endowment, or other funds				
32	<b>Total net assets or fund balances</b> (see page 17 of the instructions)	13,957,280.	12,912,958.			
33	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	13,989,031.	12,925,918.			

### 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	13,957,280.
2	Enter amount from Part I, line 27a	2	-1,044,322.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	12,912,958.
5	Decreases not included in line 2 (itemize) ▶	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	12,912,958.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) 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			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss) . . . . .			2	-1,026,234.	
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div> </div>					
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3		
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;">             If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)              If (loss), enter -0- in Part I, line 8. . . . .           </div> </div>					

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

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

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

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

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

**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	635,550.	14,468,727.	0.043926
2007	800,054.	17,036,383.	0.046961
2006	800,074.	15,652,289.	0.051115
2005	540,829.	13,877,777.	0.038971
2004	837,637.	12,958,904.	0.064638
<b>2</b> Total of line 1, column (d)			0.245611
<b>3</b> Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			0.049122
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			11,232,239.
<b>5</b> Multiply line 4 by line 3			551,750.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			1,785.
<b>7</b> Add lines 5 and 6			553,535.
<b>8</b> Enter qualifying distributions from Part XII, line 4			596,150.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		1	1,785.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	1,785.
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	1,785.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 17,217.		
b Exempt foreign organizations-tax withheld at source	6b 0.		
c Tax paid with application for extension of time to file (Form 8868)	6c 0.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	17,217.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	15,432.
11 Enter the amount of line 10 to be Credited to 2010 estimated tax 15,432. Refunded		11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) DE		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>SEE STATEMENT G</u> Telephone no <u></u> Located at <u></u> ZIP + 4 <u></u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u></u>	15		

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? <input type="checkbox"/>	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 <u></u>		
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) <input type="checkbox"/>	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 <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <u>SEE STATEMENT H</u> <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) <input type="checkbox"/>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **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? ☐ Yes ☐ No

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

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ X

If "Yes" to 6b, file Form 8870

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT E		0.	0.	0.

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

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

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

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

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

Total number of others receiving over \$50,000 for professional services . . . . . **NONE****Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

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

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	11,381,645.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	6,752.
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	14,891.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	11,403,288.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	11,403,288.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	171,049.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	11,232,239.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	561,612.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	561,612.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	1,785.
<b>b</b>	Income tax for 2009 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,785.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	559,827.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	559,827.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	559,827.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	596,150.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	0.
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	0.
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0.
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	596,150.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	<b>5</b>	1,785.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	594,365.

**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 . . . . .				559,827.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only . . . . .				
b Total for prior years 20 07, 20 06, 20 05 . . . . .				
3 Excess distributions carryover, if any, to 2009				
a From 2004 . . . . . 209,382.				
b From 2005 . . . . . 0.				
c From 2006 . . . . . 36,837.				
d From 2007 . . . . . 0.				
e From 2008 . . . . . 0.				
f Total of lines 3a through e . . . . .	246,219.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 596,150.				
a Applied to 2008, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .				
d Applied to 2009 distributable amount . . . . .				559,827.
e Remaining amount distributed out of corpus . . . . .	36,323.			
5 Excess distributions carryover applied to 2009 . (If an amount appears in column (d), the same amount must be shown in column (a) )				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	282,542.			
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions . . . . .				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010. . . . .				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	209,382.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	73,160.			
10 Analysis of line 9				
a Excess from 2005 . . . . . 0.				
b Excess from 2006 . . . . . 36,837.				
c Excess from 2007 . . . . . 0.				
d Excess from 2008 . . . . . 0.				
e Excess from 2009 . . . . . 36,323.				

Form 990-PF (2009)

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

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

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

4942(j)(3) or

4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

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

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )

N/A

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

N/A

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

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

a The name, address, and telephone number of the person to whom applications should be addressed

ATTACHMENT 11

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

ATTACHMENT 12

c Any submission deadlines

APRIL 15TH FOR SCHOLARSHIPS, OCTOBER 1ST FOR OTHERS

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

NO RESTRICTIONS OR LIMITATIONS ON AWARDS.

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<b>a Paid during the year</b> SEE STATEMENT F				557,000.
<b>Total . . . . .</b>			<b>3a</b>	557,000.
<b>b Approved for future payment</b> SEE STATEMENT F				8,000.
<b>Total . . . . .</b>			<b>3b</b>	8,000.

Form 990-PF (2009)



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

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

[illegible]

- 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b If "Yes," complete the following schedule

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

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

**Sign Here**

Signature of officer or trustee

Date \_\_\_\_\_

Title

**Paid  
Preparer's  
Use Only**

Preparer's  
signature

Date \_\_\_\_\_

Check if self-employed ☐

Preparer's identifying  
number (See Signature on  
page 30 of the instructions)  
P00149971

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

WILKIN & GUTTENPLAN, P.C.  
1200 TICES LANE  
EAST BRUNSWICK, NJ

EIN ► 22-2612018

Phone no 732-846-3000

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		ACADIAN: NON-US EQUITY [ SERIES] K-1 PROPERTY TYPE: OTHER				P	-12,603.	
		ACADIAN: NON US EQUITY [ SERIES] K-1 PROPERTY TYPE: OTHER				P	-231,405.	
		HORIZON: ALPHA PLUS [ SERIES] K-1 PROPERTY TYPE: OTHER				P	-354.	
		HORIZON: ALPHA PLUS [ SERIES] PROPERTY TYPE: OTHER				P	-10,413.	
		ARTISAN: ALPHA PLUS (NON-US EQUITY) [ SER PROPERTY TYPE: OTHER				P	6,930.	
		ARTISAN: ALPHA PLUS (NON-US EQUITY) [ SER PROPERTY TYPE: OTHER				P	-78,397.	
		GS CAPITAL PARTNERS VI PARALLEL, L.P. K- PROPERTY TYPE: OTHER				P	5,376.	
		GS CAPITAL PARNTERS VI PARALLEL, L.P. K- PROPERTY TYPE: OTHER				P	44,727.	
		GSCP VI PARALLEL AIV, L.P. K-1 PROPERTY TYPE: OTHER				P	-13.	
		VONTOBEL: NON-US EQUITY LLC K-1 PROPERTY TYPE: OTHER				P	-40,059.	
		VONTOBEL: NON-US EQUITY LLC K-1 PROPERTY TYPE: OTHER				P	-92,646.	
		GS CAPITAL PARTNERS VI PARALLEL, L.P. K- PROPERTY TYPE: OTHER				P	-2,665.	

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		OCM MEZZANINE FUND, L.P. K-1 PROPERTY TYPE: OTHER				P	73.	
		OCM MEZZANINE FUND, L.P. K-1 PROPERTY TYPE: OTHER				P	1.	
10,860.		VARIOUS CLASS ACTION SETTLEMENTS PROPERTY TYPE: SECURITIES 0.				P	10,860.	
3,207,583.		VARIOUS SALES-SEE STATEMENT D PROPERTY TYPE: SECURITIES 3,833,229.				P	-625,646.	
TOTAL GAIN (LOSS) .....							<u>-1026234.</u>	



FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST	1,912.	1,912.
TOTAL	<u>1,912.</u>	<u>1,912.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDENDS	170,411.	170,411.
OCM MEZZANINE FUND, L.P.	0.	5,470.
OCM MEZZANINE FUND, L.P.	0.	81.
ACADIAN: NON-US EQUITY [SERIES] K-1	0.	21,703.
GS CAPITAL PARTNERS VI PARALLEL, L.P.	0.	11,494.
GS CAPITAL PARTNERS VI PARALLEL, L.P.	0.	16,201.
ARTISAN: ALPHA PLUS (NON US EQTY) K-1	0.	23.
ARTISAN: ALPHA PLUS (NON US EQTY) K-1	0.	25,715.
HORIZON: ALPHA PLUS [SERIES] K-1	0.	1.
HORIZON: ALPHA PLUS [SERIES] K-1	0.	2,675.
VONTOBEL: NON-US EQUITY LLC	0.	27,266.
GSCP VI PARALLEL AIV, L.P.	0.	15.
LESS: K-1 GS CAPITAL PTRS UBTI TO 990-T	0.	-671.
TOTAL	<u>170,411.</u>	<u>280,384.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION  
 MISCELLANEOUS INCOME  
 ARTISAN: ALPHA PLUS (NON-US EQUITY) K-1  
 HORIZON: ALPHA PLUS [SERIES] K-1  
 VONTOBEL: NON-US EQUITY LLC K-1  
 GS CAPITAL PARTNERS VI PARALLEL, L.P.  
 GS CAPITAL PARTNERS VI PARALLEL, L.P.  
 ACADIAN: NON-US EQUITY [SERIES] K-1  
 OCM MEZZANINE FUND, L.P. K-1  
 LESS: K-1 GS CAPITAL PTRS UBTI TO 990-T

REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
10,340.	557.
0.	13,896.
0.	-1,112.
0.	-40,938.
0.	2,359.
0.	327.
0.	2,971.
0.	1.
0.	-2.
<u>10,340.</u>	<u>-21,941.</u>

TOTALS

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	26,820.			38,420.
TOTALS	<u>26,820.</u>	<u>0.</u>	<u>0.</u>	<u>38,420.</u>

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
GS CAPITAL PTRS ALLOC TO UBTI	0.	-166.
GS CAPITAL PTRS VI PARALLEL	0.	243.
TOTALS	<u>0.</u>	<u>77.</u>

ATTACHMENT 6

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES-OTHER	218.	218.
ACADIAN: NON-US EQUITY K-1	0.	1,954.
ARTISAN: ALPHA PLUS K-1	0.	2,189.
VONTOBEL: NON-US EQUITY LLC	0.	1,695.
GS CAPITAL PTNRS PARALLEL, LP	0.	341.
TOTALS	<u>218.</u>	<u>6,397.</u>

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	19,335.	19,335.	
MISCELLANEOUS	305.	0.	305.
BANK SERVICE CHARGES	96.	96.	
ADVERTISING	400.	0.	400.
STATE FILING FEE	25.	0.	25.
OCM MEZZANINE FUND, L.P.	0.	3,945.	
ACADIAN: NON-US EQUITY K-1	0.	8,824.	
ARTISAN: ALPHA PLUS K-1	0.	16,284.	
HORIZON: ALPHA PLUS K-1	0.	431.	
VONTOBEL: NON-US EQUITY K-1	0.	11,041.	
GS CAPITAL PRTRNS VI, L.P.	0.	14,172.	
GSCP VI PARALLEL AIV, L.P.	0.	1,289.	
EXPENSES ALLOCATED TO UBTI	0.	-50.	
TOTALS	20,161.	75,367.	730.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 8

DESCRIPTION

<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
------------------------------	-----------------------

SEE STATEMENT A

8,111,356.	8,069,472.
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TOTALS

<u>8,111,356.</u>	<u>8,069,472.</u>
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FORM 990PF, PART II - OTHER INVESTMENTS

<u>ATTACHMENT 9</u>	
<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
4,523,079.	3,907,363.
<u>4,523,079.</u>	<u>3,907,363.</u>

SEE STATEMENT B

TOTALS

FORM 990PF, PART II - OTHER ASSETSATTACHMENT 10

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ACCRUED INTEREST & DIVIDENDS	2,291.	2,291.
OTHER RECEIVABLES	19,783.	19,783.
TOTALS	<u>22,074.</u>	<u>22,074.</u>

CTW FOUNDATION, INC.

EIN 51-6011637

2009 FORM 990-PF

PART XV - NAME, ADDRESS AND PHONE NUMBER FOR APPLICATIONS

---

ROBERT A. TUCKER

c/o HODSON SERVICES, LLC

200 BELLEVUE PARKWAY, SUITE 100

WILMINGTON, DE 19809

TELEPHONE #: (302) 429-9427

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

SCHOLARSHIP APPLICATION INCLUDES BIOGRAPHICAL, SCHOLASTIC & FINANCIAL  
DATA. NO SPECIAL FORM FOR OTHERS.

CTW Foundation, Inc.  
EIN: 51-6011637  
2009 Form 990-PF  
Part II, Line 10b  
Investments - Corporate Stock

Security	Shares	Cost	Ending Fair Market Value
Large Cap Concentrated Value	Various	\$1,274,435	\$1,382,423
Ishares S&P Global Energy	Various	1,124,986	1,264,856
GS High Yield Inst Fund	Various	301,189	281,093
GS Core Fixed Income	Various	1,908,599	1,822,220
GS Global Event Driven	Various	482,557	475,036
GS Global Equity Partners	Various	500,000	459,215
GS Asia Partners, Ltd.	Various	1,000,000	750,625
GS Princeton Fund	Various	606,685	612,727
LC Strategic Growth SEP Account	Various	691,985	800,359
GMS Enhanced Income Instl Shares	Various	220,920	220,918
<b>Total Investments - Corporate Stock, Part II, Line 10b</b>		<b><u>\$8,111,356</u></b>	<b><u>\$8,069,472</u></b>

CTW Foundation, Inc.

EIN: 51-6011637

2009 Form 990-PF

Part II, Line 13

Investments - other

<u>Investment</u>	<u>Cost</u>	<u>Ending Fair Market Value</u>
Acadian	\$1,200,000	\$671,019
GMS Alpha Plus Advisers 2	1,050,000	1,297,097
GS Capital Partners VI Parallel, L.P.	1,186,582	1,011,094
OCM Mezzanine Fund	(113,503)	7,885
Vontobel	1,200,000	920,268
 <b>Total Investments - other, Part II, Line 13</b>	 <b><u>\$4,523,079</u></b>	 <b><u>\$3,907,363</u></b>

CTW FOUNDATION, INC.  
EIN 51-6011637  
2009 FORM 990-PF  
Part XVI-A, Line 12, Column b

---

The taxpayer's revenue per books does not include any UBTI.  
Part XVI-A, column b reflects none of UBTI for this reason  
and does not reflect amounts as reported on Form 990-T.

Statement C

CTW Foundation, Inc.  
EIN: 51-6011637  
2009 Form 990-PF  
Capital Gains and Losses

	<u>Date Acquired</u>	<u>Date Sold</u>		<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain/Loss</u>
GMS Gardners Lewis LC Growth	Various	2009	LT	384,327	297,487	(86,840)
GMS Gardners Lewis LC Growth	Various	2009	ST	592,130	607,811	15,681
Large Cap Concentrated Value	Various	2009	LT	424,997	304,394	(120,603)
Large Cap Concentrated Value	Various	2009	ST	975,368	951,138	(24,230)
LC Strategic Growth SepAcct	Various	2009	LT	297,011	223,689	(73,322)
LC Strategic Growth SepAcct	Various	2009	ST	152,169	157,064	4,895
Enhanced Income Instl Shares	Various	2009	ST	415,289	416,000	711
High Yield Instl Fund	Various	2009	LT	292,213	250,000	(42,213)
GS Horizon Alpha Plus [Series]	Various	2009	LT	299,726	-	(299,726)
<b>Totals</b>				<u><u>3,833,229</u></u>	<u><u>3,207,583</u></u>	<u><u>(625,646)</u></u>



CTW FOUNDATION, INC.

EIN 51-6011637

2009 FORM 990-PF

PART VIII, LINE 1: OFFICERS, TRUSTEES, FOUNDATION MANAGERS & THEIR COMPENSATION

NAME & ADDRESS	TITLE & AVERAGE HRS/WK	COMPENSATION	EMPLOYEE BEN PLAN CONTRIBUTION	EXPENSE ACCOUNT
Robert A. Tucker Gov. Wentworth Highway #4 P.O. Box 513 Mirror Lake, NH 03853	President/Director Part	0	0	0
Charles W. Bower PO Box 188 Palm Harbor, FL 34682-0188	Treasurer/Director Part	0	0	0
Finn M.W. Caspersen, Jr. PO Box 56 Bedminster, NJ 07921	Director Part	0	0	0
Eileen D. Dickey 200 Bellevue Parkway, Suite 100 Wilmington, DE 19809	Secretary Part	0	0	0
TOTAL:		0	0	0

CTW Foundation, Inc.  
EIN: 51-6011637  
Grants/Contributions Paid/Approved During the Year Ended December 31, 2009

Date	Contributions	Recipient	Address
03/12/2009	20,000 00	The Shakespeare Theatre of New Jersey	36 Madison Avenue, Madison, NJ 07940
06/05/2009	25,000 00	Brown University	One Prospect Street Campus Box 1860 Providence RI 02910
06/05/2009	100,000 00	Harvard Law School	Griswold 200 1525 Massachusetts Avenue Cambridge, MA 02138
06/10/2009	25,000 00	Drew University	36 Madison Avenue, Madison, NJ 07940
12/14/2009	10,000 00	Conservation Resources Inc	2 Mount Paul Road, Mendham, NJ 07945
12/14/2009	10,000 00	Harness Racing Museum and Hall of Fame	P O Box 590, 240 Main Street, Goshen, NY 10924
12/14/2009	10,000 00	New Jersey Conservation Foundation	Bamboo Brook, 170 Longview Road, Far Hills, NJ 07931
12/14/2009	25 000 00	New Jersey Museum of Agriculture	P O Box 7788, North Brunswick, NJ 08902-7788
12/14/2009	5,000 00	People & Predators Fund	P O Box 624 Bernardsville, NJ 07924
12/14/2009	5,000 00	The Shakespeare Theatre of New Jersey	36 Madison Avenue, Madison, NJ 07940
12/14/2009	250,000 00	The Hospital for Special Surgery	535 East 70th Street, New York, NY 10021
12/14/2009	15,000 00	The Hospice Foundation of the FL Suncoast	300 East Bay Drive, Largo, FL 33770-9850
12/14/2009	13,500 00	Visiting Nurse Association of Somerset Hills	200 Mt Airy Road, Basking Ridge, NJ 07920
12/14/2009	8,500 00	Cardigan Mountain School	RR2, Box 58, Canaan, NH 03741
12/14/2009	20,000 00	The Peddie School	South Main Street, PO Box A, Hightstown, NJ 08520
12/14/2009	15,000 00	Wesleyan University	318 High Street, Middletown, CT 06459-0472
	<u>557,000 00</u>		
12/14/2009	8 000 00	St John on the Mountain	379 Mount Harmony Road Bernardsville, NJ 07924
	<u>8,000.00</u>		
Total	<u>565,000.00</u>		

CTW FOUNDATION, INC.  
EIN 51-6011637  
2009 FORM 990-PF  
Part VII-A - Question 14

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Taxpayer's books are in care of:

Hodson Services, LLC

Located at: 200 Bellevue Parkway - Suite 100  
Wilmington, DE 19809

Telephone #: (302) 429-9427

CTW FOUNDATION, INC.  
EIN 51-6011637  
2009 FORM 990-PF  
Part VII-B, Line 3a

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Taxpayer has an interest in seven partnerships:

Acadian: Non-US Equity [Series] (EIN: 65-1282080)  
Artisan: Alpha Plus (Non-US Equity) [Series] (EIN: 51-0555767)  
Horizon: Alpha Plus [Series] (EIN: 35-2256753)  
GSCP VI Parallel AIV, L.P. (EIN: 99-0580946)  
GS Capital Partners VI Parallel, L.P. (EIN: 43-2115554)  
OCM Mezzanine Fund, L.P. (EIN: 95-4869531)  
Vontobel: Non-US Equity, LLC (EIN: 45-0562311)

The only activity of these partnerships is to hold investment property.  
These entities do not carry on a trade or business.

**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No 1545-1709

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

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

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

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

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

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

Type or print  File by the due date for filing your return See instructions	Name of Exempt Organization CTW FOUNDATION, INC.	Employer identification number 51-6011637
	Number, street, and room or suite no. If a P.O. box, see instructions P.O. BOX 911	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions WILMINGTON, DE 19899-0911	

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

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

- The books are in the care of ► HODSON SERVICES, LLC

Telephone No ► 302 429-9427FAX No ► 302 425-0496

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

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

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

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	1,790.
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	\$	17,217.
c <b>Balance Due.</b> Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0.

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

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

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

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

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

<b>Type or print</b>  File by the extended due date for filing the return. See instructions.	Name of Exempt Organization CTW FOUNDATION, INC.	Employer identification number 51-6011637
	Number, street, and room or suite no. If a P O box, see instructions ROBERT A. TUCKER, DIR., P.O. BOX 911	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions WILMINGTON, DE 19899-0911	

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

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

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


- The books are in the care of **HODSON SERVICES, LLC**  
Telephone No. **302 429-9427** FAX No. **302 425-0496**
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4** I request an additional 3-month extension of time until **11/15/2010**.
- 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 **AWAITING THIRD PARTY INFORMATION TO FILE COMPLETE AND ACCURATE RETURN.**

<b>8a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>8a</b> \$	1,960.
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	<b>8b</b> \$	17,217.
<b>c Balance Due.</b> Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	<b>8c</b> \$	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 **CPA** Date **7/22/10**

WILKIN & GUTTENPLAN, P.C.  
1200 TICES LANE  
EAST BRUNSWICK, NJ 08816

Form 8868 (Rev 4-2009)