Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 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: SMITH RICHARDSON FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address): 701 GREEN VALLEY ROAD — Room/suite: 300

City or town, state, and ZIP code: GREENSBORO, NC 27408-7096

A Employer identification number: 56-0611550

B Telephone number: 336-379-8600

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 441,100,393.

J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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).)

	Line	(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	1,841,000.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	166.	166.		
	4 Dividends and interest from securities	8,112,701.	7,824,056.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-46,316,058.			
	b Gross sales price for all assets on line 6a 190,843.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	116,358,271.	394,861.		STATEMENT 1
	12 Total. Add lines 1 through 11	79,996,080.	8,219,083.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	914,064.	0.		914,064.
	14 Other employee salaries and wages	1,226,285.	0.		1,226,285.
	15 Pension plans, employee benefits	1,252,942.	0.		698,154.
	16a Legal fees STMT 2	26,129.	0.		26,129.
	b Accounting fees STMT 3	75,156.	0.		75,156.
	c Other professional fees STMT 4	98,372.	4,965,681.		98,370.
	17 Interest				
	18 Taxes STMT 5	1,254,152.	0.		102,458.
	19 Depreciation and depletion	27,322.	0.		
	20 Occupancy	34,264.	0.		34,264.
	21 Travel, conferences, and meetings	117,541.	0.		108,707.
	22 Printing and publications	1,572.	0.		1,572.
	23 Other expenses STMT 6	607,751.	0.		607,437.
	24 Total operating and administrative expenses. Add lines 13 through 23	5,635,550.	4,965,681.		3,892,596.
	25 Contributions, gifts, grants paid	17,616,146.			21,741,648.
	26 Total expenses and disbursements. Add lines 24 and 25	23,251,696.	4,965,681.		25,634,244.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	56,744,384.			
	b Net investment income (if negative, enter -0-)		3,253,402.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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923501 02-02-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	321,468.	445,012.	445,012.
	2 Savings and temporary cash investments	9,367.	9,377.	9,377.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	92,251.	88,463.	88,463.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	386,417,564.	440,428,539.	440,428,539.
	14 Land, buildings, and equipment: basis ▶ 739,172.			
	Less accumulated depreciation ▶ 628,251.	43,867.	110,921.	110,921.
	15 Other assets (describe ▶ OTHER RECEIVABLES)	19,373.	18,081.	18,081.
	16 **Total assets** (to be completed by all filers)	386,903,890.	441,100,393.	441,100,393.
Liabilities	17 Accounts payable and accrued expenses	4,108,921.	4,688,218.	
	18 Grants payable	10,289,289.	6,012,787.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 8)	0.	1,149,324.	
	23 **Total liabilities** (add lines 17 through 22)	14,398,210.	11,850,329.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	372,505,680.	429,250,064.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	372,505,680.	429,250,064.	
	31 **Total liabilities and net assets/fund balances**	386,903,890.	441,100,393.	

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	372,505,680.
2	Enter amount from Part I, line 27a	2	56,744,384.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	429,250,064.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	429,250,064.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE STATEMENT 10	P	VARIOUS	VARIOUS
b	MOORINGS CAPITAL, LLC	P	VARIOUS	VARIOUS
c	MOORINGS CAPITAL, LLC	P	VARIOUS	VARIOUS
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	190,843.		226,927.	-36,084.
b				-13,633,100.
c				-32,671,352.
d				
e				

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

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				-36,084.
b				-13,633,100.
c				-32,671,352.
d				
e				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-46,340,536.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	27,455,557.	502,357,968.	.054653
2007	26,634,313.	551,330,854.	.048309
2006	22,653,068.	505,402,681.	.044822
2005	22,782,308.	472,112,321.	.048256
2004	19,321,186.	449,883,970.	.042947

2 **Total** of line 1, column (d)	2	.238987
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.047797
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	396,207,187.
5 Multiply line 4 by line 3	5	18,937,515.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	32,534.
7 Add lines 5 and 6	7	18,970,049.
8 Enter qualifying distributions from Part XII, line 4	8	25,683,114.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] 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 ▶ [X] and enter 1% of Part I, line 27b			1	32,534.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	32,534.
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	32,534.
6 Credits/Payments:				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	100,000.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	100,000.
8 Enter any **penalty** for underpayment of estimated tax. Check here [ ] 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	67,466.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 67,466. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.SRF.ORG

14 The books are in care of ▶ SMITH RICHARDSON FOUNDATION, INC. Telephone no. ▶ 336-379-8600

Located at ▶ 701 GREEN VALLEY ROAD, SUITE 300, GREENSBORO, NC ZIP+4 ▶ 27408-7096

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of (**1**) any purchase by the foundation or disqualified persons after May 26, 1969; (**2**) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (**3**) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☒ Yes ☐ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	X
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? SEE STATEMENT 13	☒ 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?	N/A	7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12	0.00	914,064.	579,624.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALLAN SONG , SANDY HOOK, CT	SR PROGRAM OFFICER 37.50	159,850.	84,641.	0.
NADIA C. SCHADLOW-MURPHY , WILTON, CT	SR PROGRAM OFFICER 37.50	169,266.	62,081.	0.
MARK STEINMEYER , NEW YORK, NY	SR PROGRAM OFFICER 37.50	162,006.	44,413.	0.
DONNA M. WALSH , BETHEL, CT	EXECUTIVE ASSISTANT 37.50	128,702.	55,223.	0.
OLGA RAMOUS , W. REDDING, CT	GRANTS CO-ORDINATOR 37.50	98,438.	45,698.	0.

Total number of other employees paid over $50,000 ▶ 9

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
MCGLADREY & PULLEN, LLP 230 NORTH ELM STREET, GREENSBORO, NC 27401	AUDIT AND TAX SERVICES	75,156.

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	400,872,226.
b	Average of monthly cash balances		1b	1,228,256.
c	Fair market value of all other assets		1c	140,317.
d	**Total** (add lines 1a, b, and c)		1d	402,240,799.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	402,240,799.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	6,033,612.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	396,207,187.
6	**Minimum investment return.** Enter 5% of line 5		6	19,810,359.

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

1	Minimum investment return from Part X, line 6		1	19,810,359.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 32,534.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	32,534.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	19,777,825.
4	Recoveries of amounts treated as qualifying distributions		4	465,000.
5	Add lines 3 and 4		5	20,242,825.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	20,242,825.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	25,634,244.
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	48,870.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	25,683,114.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	32,534.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	25,650,580.

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.

923571
02-02-10

Part XIII **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				20,242,825.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			22,199,152.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶$ 25,683,114.				
a Applied to 2008, but not more than line 2a			22,199,152.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) STMT 11	1,841,000.			
d Applied to 2009 distributable amount				1,642,962.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,841,000.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				18,599,863.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	1,841,000.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 the instructions.)

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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:

PETER L. RICHARDSON, PRESIDENT, 203-222-6222
SMITH RICHARDSON FOUNDATION, INC., 60 JESUP ROAD, WESTPORT, CT 06880

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

WRITTEN PROPOSAL ALONG WITH A COPY OF IRS EXEMPTION LETTER

c Any submission deadlines:

NONE

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

SEE ATTACHED STATEMENT OF PRIORITIES AND PROCEDURES (STATEMENT 14)

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	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
a Paid during the year				
SEE STATEMENT 9	NONE	SECTION 509(A)(1), (2) OR (3)	VARIOUS	21741648.
Total			▶ 3a	21741648.
b Approved for future payment				
SEE STATEMENT 9	NONE	SECTION 509(A)(1), (2) OR (3)	VARIOUS	3,855,685.
Total			▶ 3b	3,855,685.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
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			14	166.	
4 Dividends and interest from securities	900000	288,645.	14	7,824,056.	
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	900000	15,673.	18	-46,331,731.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a SEE STATEMENT 16	900000	-440,067.	14	116,798,338.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		-135,749.		78,290,829.	0.
13 **Total.** Add line 12, columns (b), (d), and (e)				13	78,155,080.

(See worksheet in line 13 instructions to verify calculations.)

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).

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

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

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee: Ross Hemphill | Date: 11/12/2010 | Title: CFO

Paid Preparer's Use Only

Preparer's signature: Warrick L. Martin | Date: 11-12-10 | Check if self-employed ☐ | Preparer's identifying number: P00239389

Firm's name (or yours if self-employed), address, and ZIP code: RSM MCGLADREY, INC. 230 N. ELM ST STE 1100 GREENSBORO, NC 27401 | EIN ▶ 41-1944416 | Phone no. (336) 272-4551

923622 02-02-10

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2009

Name of the organization	**Employer identification number**
SMITH RICHARDSON FOUNDATION, INC.	56-0611550

Organization type (check one):

Filers 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).

Name of organization: SMITH RICHARDSON FOUNDATION, INC.

Employer identification number: 56-0611550

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	H. SMITH RICHARDSON CHARITABLE TRUST 701 GREEN VALLEY ROAD SUITE 300 GREENSBORO, NC 274087096	$ 1,841,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

SMITH RICHARDSON FOUNDATION, INC.
EIN 56-0611550
December 31, 2009

Form 990-PF, Page 1, Part I, Line 11 - Other income

DESCRIPTION		(a) Revenue and expenses per books	(b) Net investment income
EQUITY IN PARTNERSHIP INCOME/ (LOSS)		115,287,530	
EQUITY IN INCOME/(LOSS) OF SMITH RICHARDSON FOUNDATION PROPERTIES I	*	171,343	
EQUITY IN INCOME/(LOSS) OF SMITH RICHARDSON FOUNDATION PROPERTIES II	*	(53,899)	
EQUITY IN INCOME/(LOSS) OF SMITH RICHARDSON FOUNDATION PROPERTIES III	*	22,631	
OTHER INCOME FROM MOORINGS CAPITAL, LLC			394,863
GRANTS CANCELLED - STMT 10		443,785	
UNREALIZED APPRECIATION		486,883	
MISCELLANEOUS INCOME		(2)	(2)
TOTALS		116,358,271	394,861

* 501(a) Real estate holding companies.

SMITH RICHARDSON FOUNDATION, INC.
EIN 56-0611550
December 31, 2009

Form 990-PF, Page 1, Part I, Line 16a - Legal Fees

DESCRIPTION	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes
NEXSEN PRUET ADAMS KLEEMEIER	12,075			12,075
CAPLIN & DRYSDALE	14,054			14,054
TOTALS	26,129	0	0	26,129

SMITH RICHARDSON FOUNDATION, INC.
EIN 56-0611550
December 31, 2009

Form 990-PF, Page 1, Part I, Line 16B - Accounting Fees

DESCRIPTION	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes
MCGLADREY & PULLEN	75,156			75,156
TOTALS	75,156	0	0	75,156

SMITH RICHARDSON FOUNDATION, INC.
EIN 56-0611550
December 31, 2009

Form 990-PF, Page 1, Part I, Line 16c - Other professional fees

DESCRIPTION	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes
CUSTODIAN FEES	2	2		
OTHER PROFESSIONAL FEES	83,156			83,156
COMPUTER CONSULTING FEES	15,214			15,214
EQUITY IN PARTNERSHIP INCOME/(LOSS):				
PARTNERSHIP INVESTMENT EXPENSES (K-1's)		4,965,679		
TOTALS	98,372	4,965,681	0	98,370

SMITH RICHARDSON FOUNDATION, INC.
EIN 56-0611550
December 31, 2009

Form 990-PF, Page 1, Part I, Line 18 - Taxes

DESCRIPTION	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes
FEDERAL EXCISE TAX	2,370			
PAYROLL TAXES	102,250			102,250
DEFERRED FEDERAL EXCISE TAXES	1,149,324			
OTHER TAXES & LICENSES	208			208
TOTALS	1,254,152	0	0	102,458

STATEMENT 5

SMITH RICHARDSON FOUNDATION, INC.
EIN 56-0611550
December 31, 2009

Form 990-PF, Page 1, Part I, Line 23 - Other expenses

DESCRIPTION	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes
CONSULTING FEES	207,881			207,881
OFFICE SUPPLIES	46,724			46,724
DUES & SUBSCRIPTIONS	12,263			11,949
POSTAGE	13,167			13,167
TELEPHONE	42,978			42,978
UTILITIES	24,449			24,449
MAINTENANCE	110,241			110,241
INSURANCE	129,207			129,207
OFFICE EQUIPMENT RENTAL	15,198			15,198
BANK SERVICES	5,643			5,643
TOTALS	607,751	0	0	607,437

SMITH RICHARDSON FOUNDATION, INC.
EIN 56-0611550
December 31, 2009

Form 990-PF, Page 2, Part II, Line 13 - Investments - other

DESCRIPTION		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
PARTNERSHIP EQUITY		383,545,264	437,024,026	437,024,026
MUTUAL FUNDS		1,929,930	2,322,068	2,322,068
SMITH RICHARDSON FOUNDATION PROPERTIES I	*	(766,340)	(594,997)	(594,997)
SMITH RICHARDSON FOUNDATION PROPERTIES II	*	1,243,536	1,189,637	1,189,637
SMITH RICHARDSON FOUNDATION PROPERTIES III	*	465,174	487,805	487,805
TOTALS		386,417,564	440,428,539	440,428,539

* 501(a) Real estate holding companies.

Form 990-PF, Page 2, Part II, Line 14 - Land, Buildings, and Equipment

CATEGORY	Cost Basis	Ending Accumulated Depreciation	Net Book Value
FURNITURE, FIXTURES, AND EQUIPMENT	352,508	335,411	17,097
HARDWARE	185,267	102,010	83,257
SOFTWARE	186,519	183,013	3,506
LEASEHOLD IMPROVEMENTS	14,878	7,817	7,061
TOTALS	739,172	628,251	110,921

FORM 990-PF, Page 2, Part II, Line 22 - Other liabilities — STATEMENT 8

DESCRIPTION	Beginning of year (a) Book Value	End of year (b) Book Value
DEFERRED EXCISE TAX	0	1,149,324

SMITH RICHARDSON FOUNDATION, INC.
EIN: 56-0611550
FORM 99PF - GRANTS -IN -PAID AND UNPAID GRANTS
December 31, 2009

Year Awarded	Grant Number	Organization	Tax ID	Unpaid 2008	Grants Awarded 2009	Grants Returned 2009	Grants Paid 2009	Grants Cancelled 2009	Unpaid Grants 2009	Grants Due Date
2008	20087915	Alliance for Children & Families	509a(2)	100,000	0		100,000		0	
2009	20088389	America Abroad Media	509a(1)		600,000		300,000		300,000	1/8/2010
2009	20098757	America Abroad Media	509a(1)		325,000		175,000		150,000	1/15/2010
2009	20098634	American Bird Conservancy	509a(1)		1,000		1,000		0	
2009	20098632	American Center for Democracy	509a(1)		5,000		5,000		0	
2009	20088488	The American Committees on Foreign Relations	509a(1)		50,000		50,000		0	
2008	20077771	American Enterprise Institute for Public Policy Research	509a(1)	150,000	0		150,000		0	
2008	20077772	American Enterprise Institute for Public Policy Research	509a(1)	200,000	0		200,000		0	
2009	20098670	American Enterprise Institute for Public Policy Research	509a(1)		300,000		300,000		0	
2009	20098696	American Enterprise Institute for Public Policy Research	509a(1)		150,000		150,000		0	
2009	20098698	American Enterprise Institute for Public Policy Research	509a(1)		20,000		20,000		0	
2009	20098707	American Enterprise Institute for Public Policy Research	509a(1)		150,000		150,000		0	
2009	20098769	American Enterprise Institute for Public Policy Research	509a(1)		200,000		200,000		0	
2009	20098779	American Enterprise Institute for Public Policy Research	509a(1)		150,000		150,000		0	
2009	20098800	American Enterprise Institute for Public Policy Research	509a(1)		15,000		15,000		0	
2008	20077651	American Islamic Congress	509a(1)	105,268	0		0		105,268	1/15/2010
2009	20098786	American Psychological Foundation Inc	509a(2)		2,500		2,500		0	
2009	20098666	The American Society of the Most Venerable Order of the Hospital	509a(1)		2,500		2,500		0	
2009	20098748	American University	509a(1)		49,644		49,644		0	
2009	20098830	Ann Street Methodist Church	509a(1)		1,000		1,000		0	
2008	20087725	The Asia Foundation	509a(1)	250,000	0		250,000		0	
2009	20098668	Association of the Graduates of the United States Military Academ	509a(1)		5,000		5,000		0	
2009	20098774	The Atlantic Council of the United States	509a(1)		150,000		75,000		75,000	11/15/2010
2009	20098629	Atlas Economic Research Foundation	509a(1)		3,000		3,000		0	
2009	20098662	Bard College	509a(1)		2,500		2,500		0	
2009	20098722	Berkshire Theatre Festival Inc	509a(2)		3,500		3,500		0	
2006	20065817	Boston College	509a(1)		0	915	0		0	
2007	20076773	Boston University	509a(1)	191,773	0		191,773		0	
2009	20088418	Boston University	509a(1)		7,500		7,500		0	
2009	20098683	Bridgeport Hospital Foundation, Inc	509a(1)		25,000		25,000		0	
2007	20076853	Bridgewater State College	509a(1)		0	250	0		0	
2008	20088120	Brookings Institution	509a(1)	75,000	0		75,000		0	
2009	20098672	Brookings Institution	509a(1)		299,105		299,105		0	
2009	20098685	Brookings Institution	509a(1)		200,000		200,000		0	
2009	20098715	Brookings Institution	509a(1)		100,000		100,000		0	
2009	20098720	Brookings Institution	509a(1)		125,000		125,000		0	
2009	20098735	Brookings Institution	509a(1)		25,000		25,000		0	
2009	20098742	Brookings Institution	509a(1)		125,000		125,000		0	
2009	20098778	Brookings Institution	509a(1)		100,000		100,000		0	
2009	20088393	Brown University	509a(1)		7,500		7,500		0	
2009	20098644	Brown University	509a(1)		125,369		52,466		72,903	6/1/2010
2009	20098645	The Campaign Finance Institute	509a(1)		400,000		200,000		200,000	3/1/2010
2008	20087639	Carnegie Endowment for International Peace	509a(1)	130,645	0		130,645		0	
2009	20098657	Carnegie Endowment for International Peace	509a(1)		150,000		75,000		75,000	3/15/2010

Year Awarded	Grant Number	Organization	Tax ID	Unpaid 2008	Grants Awarded 2009	Grants Returned 2009	Grants Paid 2009	Grants Cancelled 2009	Unpaid Grants 2009	Grants Due Date
2009	20098738	Carnegie Endowment for International Peace	509a(1)		50,000		50,000		0	
2009	20098775	Carnegie Endowment for International Peace	509a(1)		150,000		150,000		0	
2009	20098635	Casting for Recovery, Inc	509a(1)		1,000		1,000		0	
2008	20088373	Center for Creative Leadership	509a(1)	1,000,000	0		700,000		300,000	1/1/2011
2009	20098631	The Center for Democracy and Human Rights in Saudi Arabia	509a(1)		5,000		5,000		0	
2009	20098818	The Center for Democracy and Human Rights in Saudi Arabia	509a(1)		15,000		15,000		0	
2009	20098817	Center for Education Studies	509a(1)		20,000		20,000		0	
2009	20098755	Center for Media and Security, Ltd	509a(1)		200,000		100,000		100,000	12/15/2010
2009	20098811	Center for Science in the Public Interest	509a(1)		5,000		5,000		0	
2009	20088610	Center for Strategic and Budgetary Assessments	509a(1)		600,000		300,000		300,000	3/15/2010
2009	20088570	Center for Strategic and International Studies, Inc	509a(1)		114,675		114,675		0	
2009	20098700	Center for Strategic and International Studies, Inc	509a(1)		149,816		149,816		0	
2009	20098756	Center for Strategic and International Studies, Inc	509a(1)		143,517		143,517		0	
2009	20098758	Center for Strategic and International Studies, Inc	509a(1)		100,000		100,000		0	
2009	20098719	The Center for the Study of the Presidency and Congress	509a(1)		200,000		200,000		0	
2007	20077262	Center on Education Policy	509a(1)	145,000	0		145,000		0	
2009	20098667	Checkerboard Foundation, Inc	509a(1)		5,000		5,000		0	
2009	20098725	Checkerboard Foundation, Inc	509a(1)		2,500		2,500		0	
2009	20098804	Checkerboard Foundation, Inc	509a(1)		2,500		2,500		0	
2009	20098642	Children of Chornobyl Relief and Development Fund Inc	509a(1)		1,000		1,000		0	
2009	20088531	The City University of New York	509a(1)		7,500		7,500		0	
2009	20088583	The CNA Corporation	509a(2)		100,097		100,097		0	
2007	20066539	Columbia University	509a(1)	235,650	0		235,650		0	
2007	20077143	Columbia University	509a(1)		0	81	0		0	
2009	20088571	Columbia University	506a(1)		24,420		24,420		0	
2009	20098726	Columbia University	509a(1)		125,000		125,000		0	
2009	20098682	Community Foundation for Greater New Haven	509a(1)		5,000		5,000		0	
2009	20098792	Convent of the Sacred Heart	509a(1)		10,000		10,000		0	
2009	20088359	Cornell University	509a(1)		7,500		7,500		0	
2009	20098739	Cornell University	509a(1)		45,289		0		45,289	1/8/2010
2009	20087696	Council for a Community of Democracies	509a(1)		100,000		100,000		0	
2008	20087627	Council on Foreign Relations, Inc	509a(1)	37,500	0		0		37,500	2/15/2010
2009	20088436	Council on Foreign Relations, Inc	509a(1)		85,675		85,675		0	
2009	20098760	Council on Foreign Relations, Inc	509a(1)		75,000		75,000		0	
2009	20098825	Council on Foreign Relations, Inc	509a(1)		40,000		40,000		0	
2009	20098833	Council on Foreign Relations, Inc	509a(1)		500		500		0	
2009	20088361	Cyber Conflict Studies Association	509a(1)		501,587		234,845		266,742	6/15/2010
2009	20098681	Deerfield Academy	509a(1)		7,000		7,000		0	
2008	20087637	The Dui Hua Foundation	509a(1)	200,000	0		200,000		0	
2009	20098835	The Dui Hua Foundation	509a(1)		2,500		2,500		0	
2008	20087742	Duke University	509a(1)	249,967	0		123,607		126,360	8/1/2010
2008	20087939	Duke University	509a(1)	692,514	0		344,835		347,679	1/1/2010
2009	20098784	Edith B Jackson Child Care Program, Inc	509a(1)		2,500		2,500		0	
2009	20098832	UNC at Chapel Hill School of Education Foundation, Inc	509a(1)		5,000		5,000		0	
2009	20098810	Environmental Defense Fund	509a(1)		2,500		2,500		0	
2009	20098799	Federation for American Immigration Reform	509a(1)		20,000		20,000		0	
2009	20098823	Fidelity Charitable Gift Fund	509a(1)		30,000		30,000		0	
2009	20098803	First Congregational Church	509a(1)		2,500		2,500		0	
2009	20098831	First Presbyterian Church	509a(1)		1,000		1,000		0	
2009	20088324	Foreign Policy Research Institute	509a(1)		125,000		125,000		0	
2009	20098701	Foreign Policy Research Institute	509a(1)		109,800		109,800		0	
2009	20098798	Foundation Center	509a(1)		15,000		15,000		0	
2009	20088319	The Foundation for Research on Economics and Education	509a(2)		50,000		50,000		0	

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2009	20098805	Fractured Atlas Productions, Inc	509a(2)		2,500		2,500		0	
2008	20087736	Freedom House	509a(1)	300,000	0		150,000		150,000	3/15/2010
2009	20088502	Freedom House	509a(1)		166,465		166,465		0	
2009	20098697	Freedom House	509a(1)		15,000		15,000		0	
2009	20098822	Friends of Nathaniel Witherell Inc	509a(1)		2,500		2,500		0	
2009	20098724	Friends of New Beginnings Family Academy Inc	509a(3)		10,000		10,000		0	
2009	20098734	Friends of the Museum N C Maritime Museum, Inc	509a(1)		5,000		5,000		0	
2009	20098674	FSW, Inc CT	509a(2)		200,000		100,000		100,000	2/24/2010
2008	20077706	George Mason University	509a(1)	24,200	0		24,200		0	
2009	20098686	George Mason University	509a(1)		152,113		118,677		33,436	6/11/2010
2006	20066047	The George Washington University	509a(1)		0	41	0		0	
2006	20055127	Georgetown University	509a(1)		0	7,573	0		0	
2005	20055428	Georgetown University	509a(1)		0	2,625	0		0	
2009	20088132	Georgetown University	509a(1)		50,000		50,000		0	
2009	20088399	Georgetown University	509a(1)		7,500		7,500		0	
2009	20088554	Georgetown University	509a(1)		200,000		200,000		0	
2009	20098732	Georgetown University	509a(1)		5,000		5,000		0	
2009	20098836	Georgetown University	509a(1)		5,000		5,000		0	
2009	20098788	The Global Fund for Children	509a(1)		25,000		25,000		0	
2009	20098723	Gould Farm	509a(1)		400		400		0	
2009	20098680	Greens Farms Academy	509a(1)		25,000		25,000		0	
2009	20088294	Hamilton Foundation, Inc	509a(1)		150,000		150,000		0	
2005	20055028	Harvard University	509a(1)		0	26	0		0	
2008	20077791	Harvard University	509a(1)	100,000	0		100,000		0	
2008	20077792	Harvard University	509a(1)	200,000	0		200,000		0	
2009	20088390	Harvard University	509a(1)		7,500		7,500		0	
2009	20088442	Harvard University	509a(1)		7,500		7,500		0	
2009	20088474	Harvard University	509a(1)		7,500		7,500		0	
2009	20098711	Harvard University	509a(1)		119,439		100,739		18,700	6/11/2010
2009	20098816	Harvard University	509a(1)		20,000		20,000		0	
2009	20088130	The Henry L Stimson Center	509a(1)		116,730		58,365		58,365	5/10/2010
2009	20098796	Hobart and William Smith Colleges	509a(1)		60,000		60,000		0	
2006	20065757	Hoover Institution	509a(1)		0	1,730	0		0	
2008	20087643	Hoover Institution	509a(1)	183,951	0		183,951		0	
2009	20098695	Hoover Institution	509a(1)		250,000		120,000		130,000	6/11/2010
2009	20098661	Hopital Albert Schweitzer	509a(1)		2,500		2,500		0	
2008	20087640	Hudson Institute, Inc	509a(1)	135,000	0		135,000		0	
2008	20087695	Hudson Institute, Inc	509a(1)	300,000	0		300,000		0	
2009	20098733	Hudson Institute, Inc	509a(1)		39,820		39,820		0	
2009	20088529	Indiana University	509a(2)		7,500		7,500		0	
2009	20098640	Institute for Educational Leadership, Inc	509a(1)		25,000		25,000		0	
2009	20098712	The Institute for Foreign Policy Analysis, Inc	509a(1)		178,164		178,164		0	
2009	20098658	The Institute for State Effectiveness	509a(1)		600,000		300,000		300,000	3/15/2010
2008	20088142	Institute for the Analysis of Global Security	509a(1)	200,000	0		200,000		0	
2009	20098727	Institute of Political Leadership	509a(1)		12,000		12,000		0	
2009	20098821	Instituto Libertad Y Democracia			25,000		25,000		0	
2009	20098761	International Center for Religion & Diplomacy	509a(1)		200,000		100,000		100,000	11/15/2010
2009	20098801	International Studies Association	509a(1)		40,000		40,000		0	
2008	20087641	The Jamestown Foundation	509a(1)	85,691	0		85,691		0	
2008	20087642	The Jamestown Foundation	509a(1)	89,285	0		89,285		0	
2008	20087656	The Jamestown Foundation	509a(1)	246,599	0		246,599		0	
2009	20098768	The Jamestown Foundation	509a(1)		75,000		75,000		0	
2006	20065879	Johns Hopkins University	509a(1)	151,000	0	151,000	0	151,000	0	

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2007	20066538	Johns Hopkins University	509a(1)	112,030	0		112,030		0	
2008	20088113	Johns Hopkins University	509a(1)	400,000	0		400,000		0	
2009	20098777	Johns Hopkins University	509a(1)		96,000		96,000		0	
2009	20098785	Johns Hopkins University	509a(1)		170,220		170,220		0	
2003	20022168	The Keystone Center	509a(1)		0	2,106	0		0	
2009	20098808	Kimball Union Academy	509a(1)		10,000		10,000		0	
2009	20088355	King's College London			7,500		7,500		0	
2009	20098638	Klamath Bird Observatory	509a(1)		10,000		10,000		0	
2009	20098853	Kosciuszko Foundation	509a(1)		4,000		4,000		0	
2009	20098630	Lightning Rod Foundation Inc	509a(1)		5,000		5,000		0	
2009	20098806	Litchfield Little Britches, Inc	509a(1)		15,000		15,000		0	
2009	20098834	Make-A-Wish Foundation of Connecticut, Inc	509a(1)		2,000		2,000		0	
2009	20098649	Manhattan Institute for Policy Research, Inc	509a(1)		350,000		200,000		150,000	3/1/2010
2009	20098848	Manhattan Institute for Policy Research, Inc	509a(1)		2,500		2,500		0	
2009	20088598	MDRC	509a(1)		400,000		200,000		200,000	6/1/2010
2006	20066082	Massachusetts Institute of Technology	509a(1)		0	38,285	0		0	
2009	20088357	Massachusetts Institute of Technology	509a(1)		7,500		7,500		0	
2009	20088396	Massachusetts Institute of Technology	509a(1)		7,500		7,500		0	
2009	20088441	Massachusetts Institute of Technology	509a(1)		7,500		7,500		0	
2009	20088512	Massachusetts Institute of Technology	509a(1)		7,500		7,500		0	
2009	20088538	Massachusetts Institute of Technology	509a(1)		7,500		7,500		0	
2009	20098750	Michigan Technological University	509a(1)		17,379		17,379		0	
2009	20098819	The Middle East Media Research Institute	509a(1)		5,000		5,000		0	
2009	20098790	The Moses H Cone Memorial Hospital	509a(1)		10,000		10,000		0	
2009	20098676	Muddy Sneakers	509a(1)		5,000		5,000		0	
2009	20098815	Mystic Seaport Museum, Inc	509a(1)		2,500		2,500		0	
2009	20098643	National Audubon Society, Inc	509a(1)		1,000		1,000		0	
2004	20044070	National Bureau of Economic Research, Inc	509a(1)		0	38,831	0		0	
2006	20065558	National Bureau of Economic Research, Inc	509a(1)	96,250	0		0		96,250	2/15/2010
2007	20076559	National Bureau of Economic Research, Inc	509a(1)		0	23,191	0		0	
2007	20076560	National Bureau of Economic Research, Inc	509a(1)	34,951	0		34,951		0	
2008	20087444	National Bureau of Economic Research, Inc	509a(1)	100,000	0		100,000		0	
2009	20098671	National Bureau of Economic Research, Inc	509a(1)		300,000		150,000		150,000	3/1/2010
2009	20098694	National Bureau of Economic Research, Inc	509a(1)		200,000		100,000		100,000	6/11/2010
2009	20098731	National Bureau of Economic Research, Inc	509a(1)		20,000		20,000		0	
2009	20098743	National Bureau of Economic Research, Inc	509a(1)		195,542		195,542		0	
2009	20098780	National Endowment for Democracy	509a(1)		50,000		50,000		0	
2009	20098677	National Head Start Association	509a(2)		5,000		5,000		0	
2009	20098820	National Institute for Public Policy	509a(1)		49,553		49,553		0	
2008	20077228	National Strategy Information Center, Inc	509a(1)	125,000	0		125,000		0	
2009	20098813	National Wildlife Federation	509a(2)		5,000		5,000		0	
2009	20098812	The Nature Conservancy of Vermont	509a(1)		5,000		5,000		0	
2009	20088266	Naval War College Foundation, Inc	509a(1)		42,357		42,357		0	
2009	20088561	New America Foundation	509a(1)		50,000		50,000		0	
2009	20098714	New America Foundation	509a(1)		300,000		200,000		100,000	7/15/2010
2007	20066505	New Leaders for New Schools	509a(1)	147,900	0		147,900		0	
2009	20098650	New York University School of Law	509a(1)		108,700		108,700		0	
2009	20088581	The Nixon Center	509a(1)		125,000		125,000		0	
2009	20098702	The Nixon Center	509a(1)		50,000		50,000		0	
2009	20088553	The Nonproliferation Policy Education Center	509a(1)		400,000		200,000		200,000	4/30/2010
2006	20066085	North Carolina Coastal Federation, Inc	509a(1)	200,000	0		100,000		100,000	7/14/2010
2007	20066504	Northwestern University	509a(1)	132,583	0		132,583		0	
2009	20098753	O'Hana Heritage Foundation	509a(1)		15,000		15,000		0	

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2009	20098637	Organization for Tropical Studies, Inc	509a(1)		5,000		5,000		0	
2009	20098791	Our Lady of Fatima Endowment	509a(1)		5,000		5,000		0	
2008	20087638	Pacific Forum CSIS	509a(1)	140,415	0		140,415		0	
2009	20087698	Partnership for Public Service	509a(1)		20,095		20,095		0	
2009	20098828	Peace College of Raleigh, Inc	509a(1)		10,000		10,000		0	
2009	20098717	Peterson Institute for International Economics	509a(1)		300,000		300,000		0	
2009	20098678	Piedmont Land Conservancy	509a(1)		10,000		10,000		0	
2009	20098852	The Polish Institute of Arts & Sciences in America, Inc	509a(1)		5,000		5,000		0	
2008	20087659	The Potomac Foundation	509a(1)	152,275	0		152,275		0	
2008	20087765	Princeton University	509a(1)	300,000	0		300,000		0	
2009	20088410	Princeton University	509a(1)		7,500		7,500		0	
2009	20098759	Princeton University	509a(1)		125,000		125,000		0	
2006	20055047	The RAND Corporation	509a(1)		0	5,295	0		0	
2007	20076700	The RAND Corporation	509a(1)		0	331	0		0	
2007	20076770	The RAND Corporation	509a(1)		0	1,870	0		0	
2009	20098793	Rights Action	509a(1)		15,000		15,000		0	
2009	20098809	Rocky Mountain Institute	509a(1)		2,500		2,500		0	
2006	20066042	Rutgers University	509a(1)		0	83	0		0	
2009	20098849	Sculpture Space, Inc	509a(1)		2,000		2,000		0	
2009	20098663	Sir John Soane's Museum Foundation	509a(1)		2,500		2,500		0	
2009	20087442	Small Wars Foundation	509a(1)		150,500		75,250		75,250	2/15/2010
2009	20098824	Society for Research in Child Development	509a(2)		5,000		5,000		0	
2009	20098850	Society for the Arts Ltd	509a(2)		2,000		2,000		0	
2009	20098814	SoundWaters	509a(1)		5,000		5,000		0	
2009	20098656	Southwestern Connecticut Agency on Aging, Inc	509a(1)		15,000		15,000		0	
2009	20098827	St Vincent's Medical Center Foundation	509a(1)		25,000		25,000		0	
2009	20098751	Stanford University	509a(1)		289,837		289,837		0	
2009	20098636	The Starfish Children's Fund	509a(1)		1,000		1,000		0	
2009	20088417	State University of New York	509a(1)		7,500		7,500		0	
2009	20098851	Stone Quarry Hill Art Park, Inc	509a(1)		2,000		2,000		0	
2009	20098749	Technology Policy Institute	509a(1)		50,000		50,000		0	
2009	20088467	Texas A&M University	509a(1)		7,500		7,500		0	
2009	20088478	Texas A&M University	509a(1)		7,500		7,500		0	
2007	20077118	Towson University	509a(1)		0	102	0		0	
2009	20098783	Transnational Crisis Project	509a(1)		250,000		250,000		0	
2009	20098767	Truman National Security Project Educational Institute	509a(1)		100,000		50,000		50,000	2/15/2010
2008	20077786	U S Committee for Human Rights in North Korea	509a(1)	165,833	0		165,833		0	
2009	20098684	Union College	509a(1)		10,000		10,000		0	
2009	20098789	Union College	509a(1)		10,000		10,000		0	
2009	20098847	United Cerebral Palsy Association of Greater Indiana, Inc	509a(1)		17,500		17,500		0	
2009	20098641	United Nations Foundation/Nothing But Nets	509a(1)		2,000		2,000		0	
2009	20088539	United States Cyber Consequences Unit	509a(1)		75,000		75,000		0	
2007	20066542	United States Military Academy	509a(1)	230,007	0		230,007		0	
2007	20076826	University of Alaska Fairbanks	509a(1)		0	346	0		0	
2008	20077790	The University of Arkansas	509a(1)	100,000	0		100,000		0	
2008	20087752	University of California, Los Angeles	509a(1)	253,316	0		151,869		101,447	9/1/2010
2007	20076781	University of California, San Diego	509a(1)	62,500	0		62,500		0	
2009	20088511	University of California, San Diego	509a(1)		7,500		7,500		0	
2008	20087436	University of Chicago	509a(1)	138,466	0		138,466		0	
2009	20088522	University of Chicago	509a(1)		7,500		7,500		0	
2005	20055056	University of Florida	509a(1)		0	656	0		0	
2009	20088366	University of Maryland	509a(1)		7,500		7,500		0	
2009	20098690	University of Maryland	509a(1)		150,000		75,000		75,000	6/11/2010

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2009	20098763	University of Maryland	509a(1)		81,400		81,400		0	
2009	20088395	University of New South Wales			7,500		7,500		0	
2009	20098829	University of North Carolina at Chapel Hill	509a(1)		10,000		10,000		0	
2008	20087825	University of Pennsylvania	509a(1)	735,373	0		242,775		492,598	6/1/2010
2009	20088356	University of Pennsylvania	509a(1)		7,500		7,500		0	
2009	20088445	University of Pennsylvania	509a(1)		7,500		7,500		0	
2009	20088614	University of Pennsylvania	509a(1)		11,175		11,175		0	
2009	20098795	University of Pennsylvania	509a(1)		60,000		60,000		0	
2009	20098826	University of Pennsylvania	509a(1)		20,000		20,000		0	
2008	20088048	University of Southern California	509a(2)		0	17,379	0		0	
2009	20098746	The University of Texas at Austin	509a(1)		99,994		99,994		0	
2007	20066449	University of Virginia	509a(1)	86,600	0		86,600		0	
2009	20098646	University of Wisconsin-Madison	509a(1)		349,980		349,980		0	
2009	20098679	Urban Institute	509a(2)		49,928		49,928		0	
2009	20098692	Urban Institute	509a(2)		200,000		100,000		100,000	6/11/2010
2009	20098639	Ursuline School of New Rochelle	509a(1)		1,000		1,000		0	
2009	20098794	Vanderbilt University	509a(1)		60,000		60,000		0	
2009	20098807	Vermont Public Radio	509a(1)		30,000		30,000		0	
2006	20066057	Virginia Polytechnic Institute and State University	509a(1)		0	69	0		0	
2009	20098838	Wakeman Boys & Girls Club	509a(1)		5,000		5,000		0	
2009	20098765	The Washington Institute for Near East Policy	509a(1)		75,000		75,000		0	
2009	20098729	Waterside School	509a(1)		25,000		25,000		0	
2009	20098736	Western Guilford High School Baseball Boosters	509a(1)		40,000		40,000		0	
2009	20098762	The Wisconsin Project on Nuclear Arms Control	509a(1)		440,000		110,000		330,000	10/20/2010&2011
2009	20098705	The Woodrow Wilson International Center for Scholars	509a(1)		150,000		150,000		0	
2009	20098737	World Organization for Resource Development and Education	509a(1)		50,000		50,000		0	
2009	20098633	World Wildlife Fund	509a(1)		1,000		1,000		0	
2009	20098797	Wright State University	509a(1)		60,000		60,000		0	
2009	20098664	Yale Center for British Art	509a(1)		2,500		2,500		0	
2008	20088257	Yale Law School	509a(1)	200,000	0		200,000		0	
2007	20066439	Yale University	509a(1)	296,747	0		296,747		0	
2008	20088287	Yale University	509a(1)	150,000	0		0		150,000	1/4/2010
2009	20098669	Yale University	509a(1)		10,000		10,000		0	
2009	20098691	Yale University	509a(1)		149,861		149,861		0	
2007	20054881	Yale University Press	509a(1)	150,000	0		0		150,000	3/2/2010
2009	20098730	YMCA of Norwalk, Inc	509a(2)		40,000		40,000		0	
		Total Before Recoveries of Assets, Flow Through Grants, and Capital Endowment Grants		10,289,289	16,786,146	292,785	20,911,648	151,000	6,012,787	
		Flow Through Grants to Grace Jones Richardson Testamentary Trust			250,000		250,000			
		Flow Through Grants to Grace Jones Richardson Testamentary Trust			580,000		580,000			
					-		-			
		Total		10,289,289	17,616,146	292,785	21,741,648	151,000	6,012,787	

Disposal of assets used (or held for use) directly in carrying out charitable purposes	172,215
Recoveries of amounts treated as qualifying distributions (990-PF, Page 8, Part XI, Line 4)	465,000

Grants Approved Prior to 2009 for Future Payment	2,157,102
Grants Approved During 2009 for Future Payment	3,855,685
	6,012,787

SMITH RICHARDSON FOUNDATION, INC.
REALIZED GAINS AND LOSSES
FOR TAX INVESTMENT INCOME
FORM 990-PF, PAGE 3, PART IV, LINE 1A
EIN 56-0611550
FROM 01-01-09 THROUGH 12-31-09

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Term
02/20/2003	01/30/2009	257 76	N T Int'l Equity Index Portfolio (biei x)	1,832 96	1,456 33		(376 63)
12/19/2003	01/30/2009	155 67	N T Int'l Equity Index Portfolio (biei x)	1,481 98	879 52		(602 46)
04/22/2005	01/30/2009	45 6	N T Gvmnt Securities Portfolio Cl A(busa)	896 50	934 34		37 84
12/29/2003	01/30/2009	171 33	N T Institutional FDS (R93F) (beia x)	2,451 73	1,401 51		(1,050 22)
02/20/2003	01/30/2009	291 07	N T. Large Cap Value Fund (nolv x)	2,558 50	1,868 68		(689 82)
02/20/2003	01/30/2009	661 09	N T Diversified Growth Portfolio (bdva x)	3,662 44	2,803 01		(859 43)
04/22/2005	02/26/2009	1216 63	N T Gvmnt Securities Portfolio Cl A(busa)	23,918 95	24,880 15		961 20
02/20/2003	02/26/2009	2952 55	N T Diversified Growth Portfolio (bdva x)	16,357 12	11,662 57		(4,694 55)
04/22/2005	02/26/2009	1414 57	N T Gvmnt Securities Portfolio Cl A(busa)	27,810 45	28,927 87		1,117 42
02/20/2003	02/26/2009	3328 87	N T Diversified Growth Portfolio (bdva x)	18,441 94	13,149 03		(5,292 91)
12/19/2003	02/27/2009	460 27	N T Int'l Equity Index Portfolio (biei x)	4,381 76	2,338 18		(2,043 58)
04/22/2005	02/27/2009	45 69	N T Gvmnt Securities Portfolio Cl A(busa)	898 27	935 27		37 00
12/29/2003	02/27/2009	192 71	N T Institutional FDS (R93F) (beia x)	2,757 68	1,402 91		(1,354 77)
02/20/2003	02/27/2009	332 84	N T Large Cap Value Fund (nolv x)	2,925 66	1,870 55		(1,055 11)
02/20/2003	02/27/2009	728 78	N T Diversified Growth Portfolio (bdva x)	4,037 44	2,805 82		(1,231 62)
12/19/2003	03/31/2009	148 14	N T Int'l Equity Index Portfolio (biei x)	1,410 29	808 84		(601 45)
12/24/2003	03/31/2009	280 1	N T Int'l Equity Index Portfolio (biei x)	2,724 61	1,529 34		(1,195 27)
04/22/2005	03/31/2009	45 18	N T Gvmnt Securities Portfolio Cl A(busa)	888 24	935 27		47 03
12/29/2003	03/31/2009	177 14	N T Institutional FDS (R93F) (beia x)	2,534 87	1,402 91		(1,131 96)
02/20/2003	03/31/2009	301 22	N T Large Cap Value Fund (nolv x)	2,647 72	1,870 55		(777 17)
02/20/2003	03/31/2009	671 25	N T Diversified Growth Portfolio (bdva x)	3,718 72	2,805 82		(912 90)
12/24/2003	04/30/2009	382 68	N T Int'l Equity Index Portfolio (biei x)	3,722 43	2,338 18		(1,384 25)
04/22/2005	04/30/2009	45 38	N T Gvmnt Securities Portfolio Cl A(busa)	892 17	935 27		43 10
12/29/2003	04/30/2009	161 63	N T Institutional FDS (R93F) (beia x)	2,312 92	1,402 91		(910 01)
02/20/2003	04/30/2009	266 84	N T Large Cap Value Fund (nolv x)	2,345 52	1,870 55		(474 97)
02/20/2003	04/30/2009	618 02	N T Diversified Growth Portfolio (bdva x)	3,423 83	2,805 82		(618 01)
12/24/2003	05/29/2009	338 38	N T Int'l Equity Index Portfolio (biei x)	3,291 51	2,338 18		(953 33)
04/22/2005	05/29/2009	45 53	N T Gvmnt Securities Portfolio Cl A(busa)	895 12	935 27		40 15
12/29/2003	05/29/2009	154	N T Institutional FDS (R93F) (beia x)	2,203 74	1,402 91		(800 83)
02/20/2003	05/29/2009	253 81	N T Large Cap Value Fund (nolv x)	2,230 99	1,870 55		(360 44)
02/20/2003	05/29/2009	572 62	N T Diversified Growth Portfolio (bdva x)	3,172 31	2,805 82		(366 49)
12/24/2003	06/30/2009	342 34	N T Int'l Equity Index Portfolio (biei x)	3,330 03	2,338 18		(991 85)
04/22/2005	06/30/2009	45 65	N T Gvmnt Securities Portfolio Cl A(busa)	897 48	935 27		37 79
12/29/2003	06/30/2009	153 66	N T Institutional FDS (R93F) (beia x)	2,198 87	1,402 91		(795 96)
02/20/2003	06/30/2009	256 24	N T Large Cap Value Fund (nolv x)	2,252 35	1,870 55		(381 80)
02/20/2003	06/30/2009	571 45	N T Diversified Growth Portfolio (bdva x)	3,165 83	2,805 82		(360 01)
02/20/2003	07/31/2009	237 98	N T Large Cap Value Fund (nolv x)	2,091 84	1,870 55		(221 29)
02/20/2003	07/31/2009	526 42	N T Diversified Growth Portfolio (bdva x)	2,916 37	2,805 82		(110 55)
12/29/2003	07/31/2009	142 86	N T Institutional FDS (R93F) (beia x)	2,044 33	1,402 91		(641 42)
04/22/2005	07/31/2009	45 53	N T Gvmnt Securities Portfolio Cl A(busa)	895 12	935 27		40 15
12/24/2003	07/31/2009	312 17	N T Int'l Equity Index Portfolio (biei x)	3,036 56	2,338 18		(698 38)
12/24/2003	08/31/2009	298 62	N T Int'l Equity Index Portfolio (biei x)	2,904 76	2,338 18		(566 58)
04/22/2005	08/31/2009	45 31	N T Gvmnt Securities Portfolio Cl A(busa)	890 79	935 27		44 48
12/29/2003	08/31/2009	138 49	N T Institutional FDS (R93F) (beia x)	1,981 79	1,402 91		(578 88)
02/20/2003	08/31/2009	228 95	N T Large Cap Value Fund (nolv x)	2,012 47	1,870 55		(141 92)
02/20/2003	08/31/2009	503 74	N T Diversified Growth Portfolio (bdva x)	2,790 72	2,805 82		15 10
12/24/2003	09/30/2009	287 25	N T Int'l Equity Index Portfolio (biei x)	2,794 16	2,338 18		(455 98)
04/22/2005	09/30/2009	45 16	N T Gvmnt Securities Portfolio Cl A(busa)	887 85	935 27		47 42
12/29/2003	09/30/2009	133 61	N T Institutional FDS (R93F) (beia x)	1,911 96	1,402 91		(509 05)
02/20/2003	09/30/2009	220 32	N T Large Cap Value Fund (nolv x)	1,936 61	1,870 55		(66 06)
02/20/2003	09/30/2009	484 6	N T Diversified Growth Portfolio (bdva x)	2,684 68	2,805 82		121 14
12/24/2003	10/30/2009	294 48	N T Int'l Equity Index Portfolio (biei x)	2,864 49	2,338 18		(526 31)
04/22/2005	10/30/2009	45 07	N T Gvmnt Securities Portfolio Cl A(busa)	886 08	935 27		49 19
12/29/2003	10/30/2009	136 07	N T Institutional FDS (R93F) (beia x)	1,947 16	1,402 91		(544 25)
02/20/2003	10/30/2009	225 1	N T Large Cap Value Fund (nolv x)	1,978 63	1,870 55		(108 08)
02/20/2003	10/30/2009	498 37	N T Diversified Growth Portfolio (bdva x)	2,760 97	2,805 82		44 85
12/24/2003	11/30/2009	284 8	N T Int'l Equity Index Portfolio (biei x)	2,770 33	2,338 18		(432 15)
04/22/2005	11/30/2009	44 62	N T Gvmnt Securities Portfolio Cl A(busa)	877 23	935 27		58 04
12/29/2003	11/30/2009	128 94	N T Institutional FDS (R93F) (beia x)	1,845 13	1,402 91		(442 22)
02/20/2003	11/30/2009	213 78	N T Large Cap Value Fund (nolv x)	1,879 13	1,870 55		(8 58)
02/20/2003	11/30/2009	473 16	N T Diversified Growth Portfolio (bdva x)	2,621 31	2,805 82		184 51

SMITH RICHARDSON FOUNDATION, INC.
REALIZED GAINS AND LOSSES
FOR TAX INVESTMENT INCOME
FORM 990-PF, PAGE 3, PART IV, LINE 1A
EIN 56-0611550
FROM 01-01-09 THROUGH 12-31-09

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Term
12/24/2003	12/31/2009	287 6	N T Int'l Equity Index Portfolio (biei x)	2,797 56	2,338 18		(459 38)
04/22/2005	12/31/2009	46 51	N T Gvmnt Securities Portfolio Cl A(busa)	914 39	935 27		20 88
12/29/2003	12/31/2009	126 73	N T. Institutional FDS (R93F) (beia x)	1,813 51	1,402 91		(410 60)
02/20/2003	12/31/2009	212 8	N T Large Cap Value Fund (nolv x)	1,870 51	1,870 55		0 04
02/20/2003	12/31/2009	477 99	N T Diversified Growth Portfolio (bdva x)	2,648 06	2,805 82		157 76
				226,927 43	190,843 04	-	(36,084 39)
			TOTAL GAIN (LOSS)				(36,084 39)

SMITH RICHARDSON FOUNDATION, INC.
EIN 56-0611550
Form 990-PF, Page 9, Part XIII Line 4c
December 31, 2009

Foundation Trustees hereby elect under IRC Reg.53.4942(a)-3(d) 2 to treat $1,841,000 of grants made in 2009 as a distribution from corpus.

SMITH RICHARDSON FOUNDATION, INC.
EIN #56-0611550
For the Year Ended December 31, 2009

Form 990-PF, Page 6, Part VIII, Line 1 - Officers, Directors, Trustees, Foundation Managers and Their Compensation

(a) Name and address	(b) Title or Position	Time Devoted	(c) Compensation Salary or Fees*	(d) Contributions to employee benefit plans & deferred comp.	(e) Expense account, other allowances
Michael Blair New York, NY	Trustee	1 hour	0	0	0
Karla Frank Greensboro, NC	Assistant Secretary	38 hours	103,943	47,779	0
Ross Hemphill Greensboro, NC	VP & Chief Financial Officer	45 hours	311,795	72,362	0
W Winburne King III Greensboro, NC	General Counsel Trustee	52 hours	527,991	69,050	0
Arvid R. Nelson New Haven, CT	Secretary & Trustee Audit Cmt . Chairman	22 hours	51,000 *	0	0
Adele Richardson Ray Pittsboro, NC	Trustee	1 hour	0	0	0
Lundsford Richardson Jr. Norwalk, CT	Grants Advisory Committee, Trustee	1 hour	0	0	0
P.L. Richardson Westport, CT	Chairman, President Trustee	45 hours	840,589	316,706 (1)	0
Stuart S. Richardson Easton, CT	Trustee	1 hour	0	0	0
Gary Smith Greensboro, NC	Compensation Cmt Chair Audit Cmt member	1	0	0	0
E. William Stetson III Norwich, CT	Trustee	1 hour	0	0	0
Marin Strmecki Easton, CT	Vice-President	50 hours	405,915	73,727	0
			$ 2,241,233	$ 579,624	0

Less:	
Amount reimbursed for services provided to Moorings Capital, LLC (2)	1,074,429
Amount reimbursed for services provided to The H. Smith Richardson Charitable Trust (3)	252,740
Form 990PF Part VIII	$ 914,064

STATEMENT 12

SMITH RICHARDSON FOUNDATION, INC.
EIN #56-0611550
For the Year Ended December 31, 2009

Form 990-PF, Page 6, Part VIII, Line 1 - Officers, Directors, Trustees, Foundation Managers and Their Compensation

(a) Name and address	(b) Title or Position	Time Devoted	(c) Compensation Salary or Fees*	(d) Contributions to employee benefit plans & deferred comp.	(e) Expense account, other allowances

(1) The amount reported above includes an estimate of the value of unvested retirement benefits that accrued during 2009 under an unfunded supplemental retirement plan. The cost estimate reflects the portion of the retirement benefits allocable to the employee's service during the year. See Statement 16.

(2) Moorings Capital LLC is an investment partnership entirely owned by tax-exempt entitites. Smith Richardson Foundation, Inc 's ownership is 69.96%

(3) The H. Smith Richardson Charitable Trust is a tax-exempt private non-operating Foundation.

The Grace Jones Richardson Trust
P. O. Box 20124
Greensboro, North Carolina 27420

October 5, 2010

Mr. Ross Hemphill
Smith Richardson Foundation, Inc.
701 Green Valley Road, Third Floor
Greensboro, NC 27408

Dear Ross:

We received $830,000 from the Smith Richardson Foundation, Inc. in 2009 to be used for flow-through grants. We have expended $830,000 from our corpus for qualifying grants for 2009. We understand that Smith Richardson Foundation, Inc. will take these grants as qualifying distributions.

The attached schedule lists all such grants made by the Grace Jones Richardson Trust. We have verified that each of these grantee organizations are listed as a 501(c)(3) organization in the Internal Revenue Service's Publication 78 or we have obtained a copy of their exemption letter from the IRS. We have obtained acknowledgements from the grantee organization that they will comply with specific requirements when using these funds. These grants were generally unrestricted, but in every case were made to further the exempt purpose of the organization.

A copy of our audited financial statement is attached. Upon completion, we will provide a copy of our 2009 990-PF. We have, and will maintain, copies of correspondence with these organizations, signed acknowledgement letters, and a copy of the organization's exemption letter or a volume and page number reference to its location in IRS Publication 78. We will maintain these records in our files for four years and they will be available for the Foundation to review.

Sincerely,

Ed White, Assistant Vice President
Piedmont Financial Trust Company
For the Trustees

EW/rg

Attachments

2009 Flow Through Grants

Grants Paid in 2009	Check #	Dollar Amount
Childrens Hospital Foundation	5331	$46,500.00
Friends of the Barnum Museum, Inc.	5272	46,500.00
Santa Barbara Museum of Art	5283	46,500.00
Hope for Africa	5173	38,500.00
East End Classic Boat Society, Inc.	5526	30,000.00
Orleans Church Building Foundation Inc.	5187	30,000.00
Marist College	5155	25,000.00
Peddie School	1576	25,000.00
Temple of Understanding	5295	25,000.00
Brown University	5177	20,000.00
Connecticut Audubon Society	5224	20,000.00
Friends of Children, Inc.	5562	20,000.00
Liberty Community Services, Inc.	5158	20,000.00
The Childrens Hospital Foundation	5402	20,000.00
Atlas Economic Research Foundation	5461	19,600.00
Carolina for Kibera, Inc.	5289	19,000.00
Community of Jesus, Inc.	5271	16,500.00
Colorado College	5353	15,000.00
Community of Jesus, Inc.	5368	15,000.00
Global Fund For Children	5352	15,000.00
Partners In Health	5288	15,000.00
Victory Programs, Inc.	5221	15,000.00
Gloriae Dei Artes Foundation	5369	12,000.00
Earthjustice	5426	11,625.00
Immune Enhancement Project	5424	11,625.00
Music in Schools Today	5462	11,625.00
Pacific News Service	5425	11,625.00
Family Institute of Connecticut, Inc.	5156	11,000.00
Bethany Convent Foundation, Inc.	5371	10,500.00
Action for Bridgeport Community Developme	5228	10,000.00
Apropos-Housing Opportunities & Managemen	5375	10,000.00
Center For Creative Leadership	5266	10,000.00
Claremont Inst for the Study of Statesma	5472	10,000.00
Harlem Children's Zone, Inc.	5376	10,000.00
Harvard College	5475	10,000.00
Irish Georgian Society Inc.	5527	10,000.00
Klamath Bird Observatory	5602	10,000.00
La Lache League International Inc.	5466	10,000.00
Livingston Food Pantry of Park County	5333	10,000.00
Mount Sinai Medical Center, Inc.	5542	10,000.00
Near-&-Far-Aid-Association	5584	10,000.00
Neighbors Link Corp.	5379	10,000.00
New Haven International Festival of Arts	5168	10,000.00

2009 Flow Through Grants

Grants Paid in 2009	Check #	Dollar Amount
Planned Parenthood Hudson-Peconic Inc.	5377	10,000.00
Yale University	5500	10,000.00
Orleans Church Building Foundation Inc.	5370	9,000.00
Kolbe Cathedral High School	5229	8,500.00
Community Outdoor Recreation Association	5162	8,000.00
North Carolina Coastal Federation Inc.	5459	8,000.00
Tribal Link Foundation Inc.	5174	8,000.00
The Cathedral Church of St. John	5512	5,400.00
		$830,000.00

Guidelines for Grant Applications

The International Security and the Foreign Policy Program and Domestic Public Policy Program make grants for research and writing on public policy topics that have been identified as priority areas for the Foundation. Those priorities are described in greater detail on each program's home page.

Process

The Smith Richardson Foundation has a rigorous proposal review process. The first step in the process is the submission of a concept paper. Concept papers should not exceed five pages. Please consult our **concept paper template** before making a submission.

If the staff determines that a project warrants further consideration under the Foundation's guidelines, an applicant will be asked to submit a full proposal that conforms to a **proposal template** provided by the Foundation.

Notification

Upon receipt of a grant application, the Foundation will either mail or e-mail a confirmation of receipt to the grant applicant. The Foundation will respond to all grant requests in a timely manner. However, given the large number of grant proposals that the Foundation receives, we cannot guarantee a response within a specific time frame.

Requests for grants greater than $50,000 and for multi-year grant support are made at one of our regular board meetings. Requests for grants of $50,000 or less are reviewed on an ongoing basis and are handled as promptly as possible.

Direct Service Grants

Although the mission of the Foundation is to support public policy research, it makes small grants to organizations in North Carolina and Connecticut that provide innovative services for disadvantaged children and families. However, such grants are customarily solicited by the Foundation's Governors. They are not renewable. Direct service organizations located outside these two states, as well as national direct service charities, will not be considered for support by the Direct Service Grants Program.

It is a regrettable but inescapable fact that the vast majority of unsolicited requests for funding must be rejected. Because the Foundation's funds are limited, it does not provide support for the following:

- Deficit funding or previously established projects
- Building or construction projects
- Arts and humanities projects
- Historic restoration projects
- Research projects in the physical sciences
- Renewals of local grant awards
- Evaluations of direct service organizations conducted internally
- Educational or other support to individuals

Please send the proposal to the attention of the program to which you wish to apply at the address listed below:

Smith Richardson Foundation
60 Jesup Road
Westport, CT 06880

Concept Paper Template

Concept Papers must include a one-page data sheet listing all the essential information pertinent to a grant request, including the following:

Tentative Project Title

Estimated Grant Request Amount

Estimated Project Start Date and Grant Term

Principal Investigator's Name
Title
Address
Phone and Fax Numbers
E-mail address

Co-investigator's Name (if applicable)
Title
Address
Phone and Fax Numbers
E-mail address

The concept paper should not exceed five pages. It should include the following:

Issue: Describe the issue that the project will address and how it is relevant to public policy. Discuss how the project would advance knowledge beyond what is known from the existing research base.

Project Personnel: Provide a brief biography for the principal investigator(s).

Project Activities: Describe the research strategy or work plan of the project; include details such as how data would be collected and how analysis would be conducted.

Products: Describe the product(s) that will be produced during the project's grant term.

Timeline: Describe the timeline of the project, including a tentative start and end date.

Budget: Provide an estimated budget, including detail on how the overall costs would be allocated among key categories such as salary support, honoraria for commissioned research, travel expenses, and data collection costs.

Proposal Templates

Applicants interested in seeking support from the Foundation should prepare their concept papers or proposals in accordance with one of the Foundation's templates. If you are applying to either the Junior Faculty Research Program or the Domestic Public Policy Fellowship Program, please consult one of the templates described at the bottom of this page. Applicants to either of those programs need not submit concept papers.

Initial submissions to the Foundation's principal grant making programs, should be made in the form of a concept paper. Information on what should be included in a concept paper can be found in the Foundation's Concept Paper Template

If the Foundation expresses an interest in a full-length proposal, applicants should prepare their proposals in accordance with one of the Foundation's proposal templates. Please choose the one that best matches the project for which you are seeking support.

- General Template When in doubt, use this one. PDF Version
- Book Template:Use for single-author book projects.PDF Version
- Conference/Working Group TemplateUse when seeking support for a conference or working group. Please note that the Foundation only supports such projects when they include an original research component and result in a published product.PDF Version

The Foundation has developed budget templates that we ask applicants to follow. If you are asked to submit a full-length proposal and would like an electronic version of the budget template in Microsoft Excel format, please contact your program officer so that he or she can send one to you via e-mail.

In addition to its primary grant making programs, the Foundation sponsors special grant programs each year. They have their own proposal and budget requirements. **Applicants to these programs should not submit a concept paper.** Their proposals should conform to one of the two templates available below:

- Junior Faculty Program Template : Use when applying to the International Security and Foreign Policy Program's Junior Faculty Program.PDF Version
- Public Policy Research Fellowship Program : Use when applying to the Domestic Public Policy Program's Research Fellowship Program.PDF Version

SMITH RICHARDSON FOUNDATION, INC.
EIN 56-0611550
December 31, 2009

Form 990PF, Page 6, Part VIII - Employee Benefits for Mr. Peter Richardson

The Foundation made employer contributions to the Foundation's retirement plan for Mr. Peter Richardson of $36,750. The Foundation also provided Mr. Richardson with medical, life and disability insurance on the same basis as all other Foundation employees. The cost of these benefits were $24,470. The Foundation also included $18,810 in employer FICA benefits paid on Mr. Richardson's behalf. The remainder of the amount shown in column (d) was not paid to Mr. Richardson in 2009 and represents the value of additional unvested retirement benefits that he accrued during 2009 under an unfunded supplemental retirement plan. Mr. Richardson's supplemental retirement benefits are being accrued over his expected 25-years of service with the Foundation.

SMITH RICHARDSON FOUNDATION, INC.
EIN 56-0611550
December 31, 2009

Form 990-PF, Page 12, Part XVI-A, Line 11a - Other Revenue

DESCRIPTION		Unrelated Business Income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 Exclusion code	(d) Amount
EQUITY IN PARTNERSHIP INCOME/ (LOSS)		900000	(440,067)	14	115,727,597
EQUITY IN INCOME/(LOSS) OF SMITH RICHARDSON FDN PROPERTIES I	*			14	171,343
EQUITY IN INCOME/(LOSS) OF SMITH RICHARDSON FDN PROPERTIES II	*			14	(53,899)
EQUITY IN INCOME/(LOSS) OF SMITH RICHARDSON FDN PROPERTIES III	*			14	22,631
OTHER INCOME FROM MOORINGS CAPITAL, LLC					
GRANTS CANCELLED - STMT 10				14	443,785
UNREALIZED APPRECIATION				14	486,883
MISCELLANEOUS INCOME				14	(2)
TOTALS			(440,067)		116,798,338

* 501(a) Real estate holding companies

Form **8868**
(Rev. April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

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

Type or print	Name of Exempt Organization	Employer identification number
	SMITH RICHARDSON FOUNDATION, INC.	56-0611550
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 701 GREEN VALLEY ROAD, NO. 300	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. GREENSBORO, NC 27408-7096	

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

- [ ] Form 990
- [ ] Form 990-BL
- [ ] Form 990-EZ
- [X] Form 990-PF
- [ ] Form 990-T (corporation)
- [ ] Form 990-T (sec. 401(a) or 408(a) trust)
- [ ] Form 990-T (trust other than above)
- [ ] Form 1041-A
- [ ] Form 4720
- [ ] Form 5227
- [ ] Form 6069
- [ ] Form 8870

- The books are in the care of ▶ SMITH RICHARDSON FOUNDATION, INC. - 701 GREEN VALLEY ROAD, SUITE 300 - GREENSBORO, NC 27408-7096
  Telephone No. ▶ 336-379-8600 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until AUGUST 16, 2010 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] 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	$ 100,000.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 100,000.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 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.*

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

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

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

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

Type or print	Name of Exempt Organization	Employer identification number
	SMITH RICHARDSON FOUNDATION, INC.	56-0611550
File by the extended due date for filing the return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 701 GREEN VALLEY ROAD, NO. 300	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. GREENSBORO, NC 27408-7096	

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

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

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

- The books are in the care of ▶ SMITH RICHARDSON FOUNDATION, INC. - 701 GREEN VALLEY ROAD, SUITE 300 - GREENSBORO, NC 27408-7096

Telephone No. ▶ 336-379-8600 FAX No. ▶

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

4 I request an additional 3-month extension of time until NOVEMBER 15, 2010.

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

6 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO GATHER THE NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	$ 100,000.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 100,000.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ Date ▶

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05-26-09