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

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

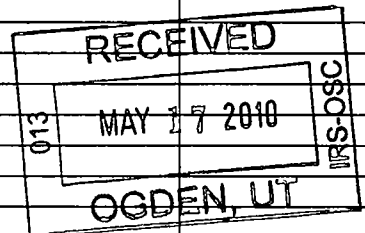
Use the IRS label otherwise, print or type. See Specific Instructions.	Name of foundation <b>ROBERTS CHARITABLE FOUNDATION</b>		A Employer identification number <b>59-7277997</b>
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) <b>(212) 493-8000</b>
	140 BROADWAY 5TH FLOOR City or town, state, and ZIP code <b>NEW YORK, NY 10005-1101</b>		C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **1,848,331.**

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>					
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments	36.	36.		STMT 1
4	Dividends and interest from securities	30,465.	30,465.		STMT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-15,273.			
b	Gross sales price for all assets on line 6a	175,628.			
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	<b>Total</b> Add lines 1 through 11	15,228.	30,501.		
<b>Operating and Administrative Expenses</b>					
13	Compensation of officers, directors, trustees, etc.	11,627.	9,301.		2,325.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 3	500.	NONE	NONE	500.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 4	40,752.	562.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 5	6.	6.		
24	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	52,885.	9,869.	NONE	2,825.
25	Contributions, gifts, grants paid	70,691.			70,691.
26	<b>Total expenses and disbursements</b> Add lines 24 and 25	123,576.	9,869.	NONE	73,516.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-108,348.			
b	<b>Net investment income</b> (if negative, enter -0-)		20,632.		
c	<b>Adjusted net income</b> (if negative, enter -0-)				



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing . . . . .	15,361.	59,271.	59,271.
	2	Savings and temporary cash investments . . . . .	600,000.	100,000.	100,000.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	1,064,184.	1,111,924.	1,217,786.
	c	Investments - corporate bonds (attach schedule)	175,060.	475,105.	471,274.
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule)			
	12	Investments - mortgage loans . . . . .			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule)			
15	Other assets (describe ▶)				
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	1,854,605.	1,746,300.	1,848,331.	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .	1,854,605.	1,746,300.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .			
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	1,854,605.	1,746,300.		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	1,854,605.	1,746,300.		

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	1,854,605.
2	Enter amount from Part I, line 27a . . . . .	2	-108,348.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	43.
4	Add lines 1, 2, and 3 . . . . .	4	1,746,300.
5	Decreases not included in line 2 (itemize) ▶	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	1,746,300.

**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 PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col. (k), but not less than -0- or Losses (from col (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) . . . . .			2	-15,273.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8. . . . .					

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . .  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	3,716.	1,856,149.	0.00200199445
2007	NONE	1,986,437.	NONE
2006			
2005			
2004			

2 Total of line 1, column (d) . . . . .	2	0.00200199445
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	0.00100099723
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .	4	1,687,203.
5 Multiply line 4 by line 3 . . . . .	5	1,689.
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .	6	206.
7 Add lines 5 and 6 . . . . .	7	1,895.
8 Enter qualifying distributions from Part XII, line 4 . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18	8	73,516.

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total amount owed is 19,558, with 208 refunded, resulting in a final amount of 19,350.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question text, a numeric column, and Yes/No columns. Most 'No' boxes are marked with an 'X'.

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		X	
Website address <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> BROWN BROTHERS HARRIMAN TR CO NA Telephone no <input type="checkbox"/> (212) 493-8000			
	Located at <input type="checkbox"/> 140 BROADWAY 5TH FLOOR, NEW YORK, NY ZIP + 4 <input type="checkbox"/> 10005			
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			<input type="checkbox"/> 15

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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?		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions)		X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="checkbox"/>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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)? (see page 22 of the instructions)  Yes  No

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

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**  X  
If "Yes" to 6b, file Form 8870

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

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

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		11,627.	-0-	-0-

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		NONE	NONE	NONE

Total number of other employees paid over \$50,000  NONE

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

**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 10		NONE

Total number of others receiving over \$50,000 for professional services . . . . . **NONE**

**Part IX-A Summary of Direct Charitable Activities**

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

Expenses

1 <u>NONE</u>	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 <u>NONE</u>	
2	
All other program-related investments See page 24 of the instructions	
3 <u>NONE</u>	

Total. Add lines 1 through 3 . . . . .

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,381,338.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	331,558.
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,712,896.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,712,896.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	25,693.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,687,203.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	84,360.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	84,360.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	206.
<b>b</b>	Income tax for 2009. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	206.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	84,154.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	84,154.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	84,154.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
<b>a</b>	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	<b>1a</b>	73,516.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the.		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	73,516.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	<b>5</b>	206.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	73,310.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7 . . . . .				84,154.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only . . . . .			70,691.	
b Total for prior years 20 07, 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2009:				
a From 2004 . . . . .	NONE			
b From 2005 . . . . .	NONE			
c From 2006 . . . . .	NONE			
d From 2007 . . . . .	NONE			
e From 2008 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 73,516.				
a Applied to 2008, but not more than line 2a . . . . .			70,691.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	NONE			
d Applied to 2009 distributable amount . . . . .				2,825.
e Remaining amount distributed out of corpus . . . . .	NONE			
5 Excess distributions carryover applied to 2009 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .		NONE		
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 . . . . .		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions . . . . .		NONE		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 . . . . .				81,329.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9				
a Excess from 2005 . . . . .	NONE			
b Excess from 2006 . . . . .	NONE			
c Excess from 2007 . . . . .	NONE			
d Excess from 2008 . . . . .	NONE			
e Excess from 2009 . . . . .	NONE			

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

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

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

**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

SEE STATEMENT 11

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

SEE ATTACHED STATEMENT FOR LINE 2

**c** Any submission deadlines.

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

**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
<p><b>a Paid during the year</b></p> <p>SEE STATEMENT 12</p>				
<b>Total . . . . .</b>				<b>70,691.</b>
<b>b Approved for future payment</b>				
<b>Total . . . . .</b>				<b>3b</b>

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue, 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate, 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue, 12 Subtotal, 13 Total.

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

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

Table with 2 columns: Line No, Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions.)

NOT APPLICABLE



Report Date April 21, 2010

BROWN BROTHERS HARRIMAN

Time Prepared 09:25:40 AM

Requested By Mark Taccetta

Includes Account: 23 00 7370 0 07 ROBERTS FAMILY CHARITABLE FOUNDATION, BROWN

# Account Holdings as of 12/31/2009

Cusip No	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
<b>CASH EQUIVALENTS</b>						
<b>MISC CASH EQUIV-TAXABLE</b>						
05528C105	BBH MONEY MARKET FUN	100,000 0000	100,000 00	1 00	100,000 00	01/01/2004
<b>Total</b>	<b>MISC CASH EQUIV-TAXABLE</b>	<b>100,000.0000</b>	<b>100,000.00</b>		<b>100,000.00</b>	
<b>Total</b>	<b>CASH EQUIVALENTS</b>	<b>100,000.0000</b>	<b>100,000.00</b>		<b>100,000.00</b>	
<b>MUTUAL FUNDS</b>						
<b>MUTUAL FUNDS-TAXABLE</b>						
05528X802	BBH BROAD MARKET FIX	15,274 9490	150,000 00	10 22	156,109 98	12/31/2009
543069207	LONGLEAF PARTNERS FD	3,907 7760	100,074 99	21 77	85,072 28	12/31/2009
693390700	PIMCO TOTAL RETURN F	14,436 9590	150,000 00	10 80	155,919 16	12/31/2009
922031869	VANGUARD INFLATION P	5,910 1650	75,030 00	12 55	74,172 57	12/31/2009
<b>Total</b>	<b>MUTUAL FUNDS-TAXABLE</b>	<b>39,529.8490</b>	<b>475,104.99</b>		<b>471,273.99</b>	
<b>Total</b>	<b>MUTUAL FUNDS</b>	<b>39,529 8490</b>	<b>475,104.99</b>		<b>471,273.99</b>	
<b>EQUITIES</b>						
<b>COMMON STOCK</b>						
053015103	AUTOMATIC DATA PROCE	575 0000	22,655 57	42 82	24,621 50	12/31/2009
075896100	BED BATH & BEYOND IN	500 0000	13,055 00	38 61	19,305 00	12/31/2009
084670207	BERKSHIRE HATHAWAY I	19 0000	79,889 01	3,286 00	62,434 00	12/31/2009
12721E102	CADBURY PLC ADR	353 0000	15,212 44	51 39	18,140 67	12/31/2009
171232101	CHUBB CORP	850 0000	42,331 89	49 18	41,803 00	12/31/2009
191216100	COCA COLA CO	650 0000	34,898 94	57 00	37,050 00	12/31/2009
20030N101	COMCAST CORPORATION	2,500 0000	41,421 50	16 86	42,150 00	12/31/2009
22160K105	COSTCO WHOLESALE COR	650 0000	26,436 08	59 17	38,460 50	12/31/2009
24702R101	DELL INC	2,100 0000	41,649 13	14 36	30,156 00	12/31/2009
249030107	DENTSPLY INT INC	750 0000	21,285 73	35 17	26,377 50	12/31/2009
26875P101	EOG RESOURCES INC	250 0000	22,952 65	97 30	24,325 00	12/31/2009
278642103	EBAY INC	1,500 0000	20,904 94	23 53	35,295 00	12/31/2009
278665100	ECOLAB INC	200 0000	7,431 90	44 58	8,916 00	12/31/2009
384802104	GRAINGER /W W/ INC	225 0000	16,663 21	96 83	21,786 75	12/31/2009
461202103	INTUIT	1,150 0000	34,004 50	30 73	35,339 50	12/31/2009
478160104	JOHNSON & JOHNSON	525 0000	32,746 54	64 41	33,815 25	12/31/2009
530555101	LIBERTY GLOBAL INC-A	850 0000	23,585 10	21 89	18,606 50	12/31/2009
53071M104	LIBERTY MEDIA INTERA	1,875 0000	31,152 06	10 84	20,325 00	12/31/2009
594918104	MICROSOFT CORP	1,250 0000	27,172 40	30 48	38,100 00	12/31/2009
674599105	OCCIDENTAL PETROLEUM	500 0000	16,686 16	81 35	40,675 00	12/31/2009
713448108	PEPSICO INC	450 0000	24,270 65	60 80	27,360 00	12/31/2009
743315103	PROGRESSIVE CORP /OH	2,100 0000	37,371 33	17 99	37,779 00	12/31/2009
902973304	US BANCORP	975 0000	21,645 79	22 51	21,947 25	12/31/2009
929160109	VULCAN MATERIALS	750 0000	45,875 17	52 67	39,502 50	12/31/2009
931142103	WAL-MART STORES INC	950 0000	44,464 25	53 45	50,777 50	12/31/2009
931422109	WALGREEN CO	750 0000	24,125 66	36 72	27,540 00	12/31/2009
98385X106	XTO ENERGY INC	775 0000	33,677 02	46 53	36,060 75	12/31/2009
<b>Total</b>	<b>COMMON STOCK</b>	<b>24,022.0000</b>	<b>803,564.62</b>		<b>858,649.17</b>	

Report Date *April 21, 2010*

**BROWN BROTHERS HARRIMAN**

Time Prepared *09:25:40 AM*

Requested By *Mark Taccetta*

Includes *Account: 23 00 7370 0 07 ROBERTS FAMILY CHARITABLE FOUNDATION, BROWN*

## *Account Holdings as of 12/31/2009*

Cusip No	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
<b>PREFERRED STOCK</b>						
94106L109	WASTE MANAGEMENT INC	1,775 0000	54,099 97	33 81	60,012 75	12/31/2009
<b>Total</b>	<b>PREFERRED STOCK</b>	<b>1,775.0000</b>	<b>54,099.97</b>		<b>60,012.75</b>	
<b>FOREIGN EQUITIES</b>						
05528X307	BBH INTERNATIONAL EQ	12,145 9230	140,500 00	12 44	151,095 28	12/31/2009
25243Q205	DIAGEO PLC SPONSORED	600 0000	33,500 80	69 41	41,646 00	12/31/2009
641069406	NESTLE S A SPDR ADR	1,350 0000	37,243 13	48 563	65,560 05	12/31/2009
66987V109	NOVARTIS AG SPON ADR	750 0000	43,015 48	54 43	40,822 50	12/31/2009
<b>Total</b>	<b>FOREIGN EQUITIES</b>	<b>14,845.9230</b>	<b>254,259.41</b>		<b>299,123.83</b>	
<b>Total</b>	<b>EQUITIES</b>	<b>40,642.9230</b>	<b>1,111,924.00</b>		<b>1,217,785.75</b>	
	<b>Total Securities</b>	<b>180,172 7720</b>	<b>1,687,028 99</b>		<b>1,789,059.74</b>	
	<b>Income Cash</b>		<b>49,035.77</b>		<b>49,035 77</b>	
	<b>Principal Cash</b>		<b>10,234.73</b>		<b>10,234.73</b>	
	<b>Account Total</b>		<b>1,746,299.49</b>		<b>1,848,330.24</b>	

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS				349.	
7,337.00							
		275. INTUIT INC PROPERTY TYPE: SECURITIES 8,551.00				01/09/2008	03/19/2009
						-1,214.00	
6,017.00		200. BED BATH & BEYOND INC PROPERTY TYPE: SECURITIES 5,222.00				01/09/2008	04/15/2009
						795.00	
5,726.00		200. AFLAC INC PROPERTY TYPE: SECURITIES 12,900.00				01/09/2008	04/21/2009
						-7,174.00	
8,151.00		396. DR PEPPER SNAPPLE GROUP INC PROPERTY TYPE: SECURITIES 11,183.00				01/09/2008	04/30/2009
						-3,032.00	
19,124.00		1075. WESTERN UNION CO PROPERTY TYPE: SECURITIES 24,031.00				01/09/2008	05/07/2009
						-4,907.00	
3,501.00		100. AFLAC INC PROPERTY TYPE: SECURITIES 6,450.00				01/09/2008	05/19/2009
						-2,949.00	
3,501.00		100. AFLAC INC PROPERTY TYPE: SECURITIES 4,023.00				10/22/2008	05/19/2009
						-522.00	
5,836.00		175. AFLAC INC PROPERTY TYPE: SECURITIES 7,040.00				10/22/2008	06/08/2009
						-1,204.00	
7,503.00		225. AFLAC INC PROPERTY TYPE: SECURITIES 5,331.00				02/09/2009	06/08/2009
						2,172.00	
4,616.00		281. LIBERTY GLOBAL INC COM SER A PROPERTY TYPE: SECURITIES 5,990.00				07/27/2006	07/15/2009
						-1,374.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
7,704.00		469. LIBERTY GLOBAL INC COM SER A PROPERTY TYPE: SECURITIES 10,151.00					07/28/2006 -2,447.00	07/15/2009
12,428.00		550. EBAY INC PROPERTY TYPE: SECURITIES 13,282.00					07/21/2008 -854.00	08/07/2009
10,677.00		450. EBAY INC PROPERTY TYPE: SECURITIES 10,867.00					07/21/2008 -190.00	09/14/2009
593.00		25. EBAY INC PROPERTY TYPE: SECURITIES 425.00					05/15/2009 168.00	09/14/2009
4,680.00		50. WW GRAINGER INC PROPERTY TYPE: SECURITIES 4,459.00					09/10/2008 221.00	10/13/2009
7,019.00		75. WW GRAINGER INC PROPERTY TYPE: SECURITIES 6,256.00					06/26/2008 763.00	10/13/2009
2,340.00		25. WW GRAINGER INC PROPERTY TYPE: SECURITIES 1,959.00					05/15/2009 381.00	10/13/2009
12,621.00		325. WALGREEN CO PROPERTY TYPE: SECURITIES 10,709.00					06/30/2008 1,912.00	10/13/2009
11,492.00		225. CADBURY PLC SPONS ADR PROPERTY TYPE: SECURITIES 11,880.00					01/09/2008 -388.00	10/29/2009
7,620.00		150. CADBURY PLC SPONS ADR PROPERTY TYPE: SECURITIES 7,920.00					01/09/2008 -300.00	11/09/2009
2,536.00		50. CADBURY PLC SPONS ADR PROPERTY TYPE: SECURITIES 2,640.00					01/09/2008 -104.00	11/10/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
6,675.00		225. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 6,608.00					03/19/2008	11/16/2009
							67.00	
7,417.00		250. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 5,519.00					10/22/2008	11/16/2009
							1,898.00	
10,165.00		100. WW GRAINGER INC PROPERTY TYPE: SECURITIES 7,505.00					02/19/2008	11/17/2009
							2,660.00	
TOTAL GAIN (LOSS) .....							----- -15,273. =====	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CASH MANAGEMENT	36.	36.
TOTAL	36.	36.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AFLAC INC	392.	392.
AUTOMATIC DATA PROCESSING INC	693.	693.
BBH MONEY MARKET FUND REGULAR	1,286.	1,286.
BBH INTERNATIONAL EQUITY FUND	2,481.	2,481.
BBH BROAD MARKET FIXED INCOME	3,573.	3,573.
CADBURY PLC SPONS ADR	710.	710.
CHUBB CORP	1,105.	1,105.
COCA COLA CO COM	1,066.	1,066.
COMCAST CORP CL A	617.	617.
COSTCO WHOLESALE CORP	378.	378.
DENTSPLY INTL INC	150.	150.
DIAGEO PLC- SPONSORED ADR	1,035.	1,035.
ECOLAB INC	56.	56.
WW GRAINGER INC	691.	691.
JOHNSON & JOHNSON	257.	257.
MICROSOFT CORP COM	813.	813.
NESTLE S A SPONSORED ADR	1,082.	1,082.
NOVARTIS AG ADR	1,286.	1,286.
OCCIDENTAL PETROLEUM CORP	602.	602.
PIMCO TOTAL RETURN FUND	5,837.	5,837.
PEPSICO INC	788.	788.
VANGUARD FIXED INCOME SEC FDIN FLATION-P	1,265.	1,265.
VULCAN MATERIALS COMPANY	687.	687.
WAL-MART STORES INC	871.	871.
WALGREEN CO	470.	470.
WASTE MANAGEMENT INC	1,921.	1,921.
XTO ENERGY INC	353.	353.
	-----	-----
TOTAL	30,465.	30,465.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES  
 =====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	500.			500.
TOTALS	500.	NONE	NONE	500.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	355.	355.
FEDERAL TAX PAYMENT - PRIOR YE	20,426.	
FEDERAL ESTIMATES - PRINCIPAL	19,764.	
FOREIGN TAXES ON QUALIFIED FOR	207.	207.
TOTALS	40,752.	562.

FORM 990PF, PART I - OTHER EXPENSES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER NON-ALLOCABLE EXPENSE -	6.	6.
TOTALS	6.	6.
	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES  
=====

DESCRIPTION -----	AMOUNT -----
COST BASIS ADJUSTMENT	43.
	-----
TOTAL	43.
	=====

-----  
STATE(S) WHERE THE FOUNDATION IS REGISTERED  
=====

FL

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

BROWN BROTHERS HARRIMAN TR CO NA

ADDRESS:

140 BROADWAY 5TH FLOOR  
NEW YORK, NY 10005

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION ..... 11,627.

TOTAL COMPENSATION: 11,627.

=====

ROBERTS CHARITABLE FOUNDATION

59-7277997

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

=====

EMPLOYEE NAME:

NONE

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS  
=====

NAME:  
NONE

ROBERTS CHARITABLE FOUNDATION  
FORM 990PF, PART XV - LINES 2a - 2d  
=====

59-7277997

RECIPIENT NAME:

N/A

FORM, INFORMATION AND MATERIALS:

N/A

SUBMISSION DEADLINES:

N/A

RESTRICTIONS OR LIMITATIONS ON AWARDS:

N/A

STATEMENT 11

RECIPIENT NAME:  
 FEEDING AMERICA  
 AMOUNT OF GRANT PAID ..... 30,817.

RECIPIENT NAME:  
 HOPE AT THE POINT FOUNDATION  
 ADDRESS:  
 HOPE-PARK  
 , NR  
 AMOUNT OF GRANT PAID ..... 7,069.

RECIPIENT NAME:  
 RENEW THE HOPE  
 AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
 WESLEY MEMORIAL UNITED  
 ADDRESS:  
 METHODIST CHURCH  
 HIGH POINT, NC 27262  
 AMOUNT OF GRANT PAID ..... 27,805.

TOTAL GRANTS PAID: ..... 70,691.  
 =====

**SCHEDULE D  
(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

**2009**

Name of estate or trust

**ROBERTS CHARITABLE FOUNDATION**

Employer identification number

**59-7277997**

**Note:** Form 5227 filers need to complete *only* Parts I and II.

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b>					

<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .	<b>1b</b>	<b>995.</b>
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .	<b>2</b>	
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>3</b>	
<b>4</b> Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet . . . . .	<b>4</b>	( )
<b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back . . . . . ▶	<b>5</b>	<b>995.</b>

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b> LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			349.

<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .	<b>6b</b>	<b>-16,617.</b>
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .	<b>7</b>	
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>8</b>	
<b>9</b> Capital gain distributions . . . . .	<b>9</b>	
<b>10</b> Gain from Form 4797, Part I . . . . .	<b>10</b>	
<b>11</b> Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet . . . . .	<b>11</b>	( )
<b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back . . . . . ▶	<b>12</b>	<b>-16,268.</b>

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

<b>Part III Summary of Parts I and II</b> <b>Caution: Read the instructions before completing this part.</b>		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
<b>13</b>	<b>Net short-term gain or (loss)</b> . . . . .	<b>13</b>		995.
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year . . . . .	<b>14a</b>		-16,268.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht) . . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss).</b> Combine lines 13 and 14a . . . . . ▶	<b>15</b>		-15,273.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

<b>Part IV Capital Loss Limitation</b>			
<b>16</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the <b>smaller</b> of: a The loss on line 15, column (3) or b \$3,000 . . . . .	<b>16</b>	( 3,000 )

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the worksheet on page 8 of the instructions if:  
 • Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or  
 • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

**Form 990-T trusts.** Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .	<b>17</b>		
<b>18</b>	Enter the <b>smaller</b> of line 14a or 15 in column (2) but not less than zero . . . . .	<b>18</b>		
<b>19</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	<b>19</b>		
<b>20</b>	Add lines 18 and 19 . . . . .	<b>20</b>		
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶	<b>21</b>		
<b>22</b>	Subtract line 21 from line 20. If zero or less, enter -0- . . . . .	<b>22</b>		
<b>23</b>	Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	<b>23</b>		
<b>24</b>	Enter the <b>smaller</b> of the amount on line 17 or \$2,300 . . . . .	<b>24</b>		
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> <b>Yes.</b> Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> <b>No.</b> Enter the amount from line 23 . . . . .	<b>25</b>		
<b>26</b>	Subtract line 25 from line 24 . . . . .	<b>26</b>		
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> <b>Yes.</b> Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> <b>No.</b> Enter the <b>smaller</b> of line 17 or line 22 . . . . .	<b>27</b>		
<b>28</b>	Enter the amount from line 26 (if line 26 is blank, enter -0-) . . . . .	<b>28</b>		
<b>29</b>	Subtract line 28 from line 27 . . . . .	<b>29</b>		
<b>30</b>	Multiply line 29 by 15% (.15) . . . . .			<b>30</b>
<b>31</b>	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .			<b>31</b>
<b>32</b>	Add lines 30 and 31 . . . . .			<b>32</b>
<b>33</b>	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .			<b>33</b>
<b>34</b>	<b>Tax on all taxable income.</b> Enter the <b>smaller</b> of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .			<b>34</b>





FEDERAL CAPITAL GAIN DIVIDENDS  
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LONG-TERM CAPITAL GAIN DIVIDENDS  
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15% RATE CAPITAL GAIN DIVIDENDS

PIMCO TOTAL RETURN FUND

349.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

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349.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

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349.00  
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