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

OMB No 1545-0052

2009

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2009, or tax year beginning

, 2009, and ending

G Check all that apply

☐ Initial return☐ Initial Return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the  
IRS label  
Otherwise,  
print  
or type  
See Specific  
Instructions.HARRIS & ELIZA KEMPNER FUND, INC.  
2201 MARKET SUITE #601  
GALVESTON, TX 77550-1529

A Employer identification number

76-0680130

B Telephone number (see the instructions)

409 762-1603

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 ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year  
(from Part II, column (c), line 16)

▶ \$ 38,104,633.

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 neces-  
sarily equal the amounts in column (a)  
(see the instructions))(a) Revenue and  
expenses per books(b) Net investment  
income(c) Adjusted net  
income(d) Disbursements  
for charitable  
purposes  
(cash basis only)

REVENUE

1 Contributions, gifts, grants, etc., received (att sch)

10,000.

2 Ck ☐ if the foundn is not req to att Sch B3 Interest on savings and temporary  
cash investments

157,153.

157,153.

N/A

4 Dividends and interest from securities

754,193.

754,193.

5a Gross rents

b Net rental income  
or (loss)

6a Net gain/(loss) from sale of assets not on line 10

-959,820.

b Gross sales price for all  
assets on line 6a 7,931,478.

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  
allowancesb Less Cost of  
goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

SEE STATEMENT 1

67,173.

12 Total. Add lines 1 through 11

28,699.

911,346.

13 Compensation of officers, directors, trustees, etc

96,105.

14 Other employee salaries and wages

72,849.

72,849.

15 Pension plans, employee benefits

7,839.

7,839.

16a Legal fees (attach schedule) SEE ST 2

863.

841.

22.

b Accounting fees (attach sch) SEE ST 3

47,394.

18,750.

28,644.

c Other prof fees (attach sch) SEE ST 4

160,350.

160,350.

17 Interest

18 Taxes (attach schedule) SEE ST 5

36,084.

13,724.

12,412.

19 Depreciation (attach  
sch) and depletion

21,045.

21,045.

20 Occasional use of assets

5,109.

5,109.

21 Travel, conferences, and meetings

1,850.

1,850.

22 Printing and publications

165,097.

74,496.

73,547.

23 Other expenses (attach schedule)

614,585.

268,161.

223,317.

24 Total operating and administrative  
expenses. Add lines 13 through 23

1,569,412.

1,569,412.

25 Contributions, gifts, grants paid PART XV

2,183,997.

268,161.

1,792,729.

26 Total expenses and disbursements.  
Add lines 24 and 25

-2,155,298.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses  
and disbursements

643,185.

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

SCANNED SEP 27 2010

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**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

|                                    |                                                                                                                                  | Beginning of year | End of year    |                       |
|------------------------------------|----------------------------------------------------------------------------------------------------------------------------------|-------------------|----------------|-----------------------|
|                                    |                                                                                                                                  | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| <b>ASSETS</b>                      | 1 Cash — non-interest-bearing                                                                                                    | -56,967.          | 279,954.       | 279,904.              |
|                                    | 2 Savings and temporary cash investments                                                                                         | 3,477,792.        | 1,488,207.     | 1,488,207.            |
|                                    | 3 Accounts receivable <span style="float:right">14,211.</span>                                                                   |                   |                |                       |
|                                    | Less allowance for doubtful accounts <span style="float:right">14,211.</span>                                                    |                   | 14,211.        | 14,211.               |
|                                    | 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 the instructions)    |                   |                |                       |
|                                    | 7 Other notes and loans receivable (attach sch) <span style="float:right">518,269.</span>                                        | STATEMENT 7       |                |                       |
|                                    | Less allowance for doubtful accounts                                                                                             | 350,479.          | 518,269.       | 518,269.              |
|                                    | 8 Inventories for sale or use                                                                                                    |                   |                |                       |
|                                    | 9 Prepaid expenses and deferred charges                                                                                          | 46,967.           | 68,035.        | 71,967.               |
|                                    | 10a Investments — U S and state government obligations (attach schedule) STATEMENT 8                                             | 3,983,755.        | 6,614,411.     | 6,953,479.            |
|                                    | b Investments — corporate stock (attach schedule) STATEMENT 9                                                                    | 25,641,788.       | 22,272,210.    | 21,197,195.           |
|                                    | c Investments — corporate bonds (attach schedule) STATEMENT 10                                                                   | 75,000.           | 75,000.        | 75,000.               |
|                                    | 11 Investments — land, buildings, and equipment basis                                                                            |                   |                |                       |
| <b>LIABILITIES</b>                 | Less accumulated depreciation (attach schedule)                                                                                  |                   |                |                       |
|                                    | 12 Investments — mortgage loans                                                                                                  |                   |                |                       |
|                                    | 13 Investments — other (attach schedule) STATEMENT 11                                                                            | 6,171,829.        | 6,168,777.     | 7,506,401.            |
|                                    | 14 Land, buildings, and equipment basis                                                                                          |                   |                |                       |
|                                    | Less accumulated depreciation (attach schedule)                                                                                  |                   |                |                       |
|                                    | 15 Other assets (describe <span style="float:right">SEE STATEMENT 12</span> )                                                    |                   | 7,821.         |                       |
|                                    | 16 <b>Total assets</b> (to be completed by all filers — see instructions Also, see page 1, item I)                               | 39,690,643.       | 37,506,895.    | 38,104,633.           |
|                                    | 17 Accounts payable and accrued expenses                                                                                         |                   |                |                       |
|                                    | 18 Grants payable                                                                                                                |                   |                |                       |
|                                    | 19 Deferred revenue                                                                                                              |                   |                |                       |
| <b>FUND ASSETS</b>                 | 20 Loans from officers, directors, trustees, & other disqualified persons                                                        |                   |                |                       |
|                                    | 21 Mortgages and other notes payable (attach schedule)                                                                           |                   |                |                       |
|                                    | 22 Other liabilities (describe <span style="float:right">SEE STATEMENT 13</span> )                                               | 39,672.           | 11,222.        |                       |
|                                    | 23 <b>Total liabilities</b> (add lines 17 through 22)                                                                            | 39,672.           | 11,222.        |                       |
|                                    | <b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b>                        |                   |                |                       |
|                                    | 24 Unrestricted                                                                                                                  |                   |                |                       |
|                                    | 25 Temporarily restricted                                                                                                        |                   |                |                       |
|                                    | 26 Permanently restricted                                                                                                        |                   |                |                       |
|                                    | <b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input checked="" type="checkbox"/> |                   |                |                       |
|                                    | 27 Capital stock, trust principal, or current funds                                                                              |                   |                |                       |
| <b>NET ASSETS OR FUND BALANCES</b> | 28 Paid-in or capital surplus, or land, building, and equipment fund                                                             |                   |                |                       |
|                                    | 29 Retained earnings, accumulated income, endowment, or other funds                                                              | 39,650,971.       | 37,495,673.    |                       |
|                                    | 30 <b>Total net assets or fund balances</b> (see the instructions)                                                               | 39,650,971.       | 37,495,673.    |                       |
|                                    | 31 <b>Total liabilities and net assets/fund balances</b> (see the instructions)                                                  | 39,690,643.       | 37,506,895.    |                       |

**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 | 39,650,971. |
| 2 Enter amount from Part I, line 27a                                                                                                                         | 2 | -2,155,298. |
| 3 Other increases not included in line 2 (itemize)                                                                                                           | 3 |             |
| 4 Add lines 1, 2, and 3                                                                                                                                      | 4 | 37,495,673. |
| 5 Decreases not included in line 2 (itemize)                                                                                                                 | 5 |             |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30                                                      | 6 | 37,495,673. |

**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 shares MLC Company) |  | (b) How acquired<br>P — Purchase<br>D — Donation | (c) Date acquired<br>(month, day, year) | (d) Date sold<br>(month, day, year) |
|------------------------------------------------------------------------------------------------------------------------------------------|--|--------------------------------------------------|-----------------------------------------|-------------------------------------|
| <b>1a</b> SEE SCHEDULE D PAGE 16 ATTACHED                                                                                                |  | P                                                | VARIOUS                                 | VARIOUS                             |
| <b>b</b> SEE SCHEDULE D PAGE 35 ATTACHED                                                                                                 |  | P                                                | VARIOUS                                 | VARIOUS                             |
| <b>c</b>                                                                                                                                 |  |                                                  |                                         |                                     |
| <b>d</b>                                                                                                                                 |  |                                                  |                                         |                                     |
| <b>e</b>                                                                                                                                 |  |                                                  |                                         |                                     |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| <b>a</b> 2,220,298.   |                                            | 2,524,784.                                      | -304,486.                                    |
| <b>b</b> 5,711,180.   |                                            | 6,366,514.                                      | -655,334.                                    |
| <b>c</b>              |                                            |                                                 |                                              |
| <b>d</b>              |                                            |                                                 |                                              |
| <b>e</b>              |                                            |                                                 |                                              |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                      |                                                     | (i) Gains (Column (h)<br>gain minus column (k), but not less<br>than -0-) or Losses (from column (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------------|-------------------------------------------------------------------------------------------------------|
| (i) Fair Market Value<br>as of 12/31/69                                                     | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of column (i)<br>over column (j), if any |                                                                                                       |
| <b>a</b>                                                                                    |                                      |                                                     | -304,486.                                                                                             |
| <b>b</b>                                                                                    |                                      |                                                     | -655,334.                                                                                             |
| <b>c</b>                                                                                    |                                      |                                                     |                                                                                                       |
| <b>d</b>                                                                                    |                                      |                                                     |                                                                                                       |
| <b>e</b>                                                                                    |                                      |                                                     |                                                                                                       |

|   |                                                                                                                 |                                                                                                     |   |           |
|---|-----------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|---|-----------|
| 2 | Capital gain net income or (net capital loss)                                                                   | <div>— [ If gain, also enter in Part I, line 7<br/>If (loss), enter -0- in Part I, line 7 ] —</div> | 2 | -959,820. |
| 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 the instructions) If (loss), enter -0- in Part I, line 8 | <div>— ] —</div>                                                                                    | 3 | -304,486. |

**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 the instructions before making any entries

| (a)<br>Base period years<br>Calendar year (or tax year<br>beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of<br>noncharitable-use assets | (d)<br>Distribution ratio<br>(column (b) divided by column (c)) |
|-------------------------------------------------------------------------|------------------------------------------|-------------------------------------------------|-----------------------------------------------------------------|
| 2008                                                                    | 2,629,945.                               | 43,030,666.                                     | 0.061118                                                        |
| 2007                                                                    | 2,212,611.                               | 45,855,203.                                     | 0.048252                                                        |
| 2006                                                                    | 2,025,456.                               | 41,931,433.                                     | 0.048304                                                        |
| 2005                                                                    | 1,946,147.                               | 40,626,343.                                     | 0.047904                                                        |
| 2004                                                                    | 1,842,896.                               | 39,309,296.                                     | 0.046882                                                        |

|                                                                                                                                                                                       |          |             |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-------------|
| <b>2</b> Total of line 1, column (d)                                                                                                                                                  | <b>2</b> | 0.252460    |
| <b>3</b> Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years | <b>3</b> | 0.050492    |
| <b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5                                                                                                 | <b>4</b> | 34,174,278. |
| <b>5</b> Multiply line 4 by line 3                                                                                                                                                    | <b>5</b> | 1,725,528.  |
| <b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)                                                                                                                   | <b>6</b> | 6,432.      |
| <b>7</b> Add lines 5 and 6                                                                                                                                                            | <b>7</b> | 1,731,960.  |
| <b>8</b> Enter qualifying distributions from Part XII, line 4                                                                                                                         | <b>8</b> | 1,792,729.  |

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.

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Form 990-PF (2009)

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

|                                                                                                                                                                                                                                   |    |         |        |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|---------|--------|
| 1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1<br>Date of ruling or determination letter _____ (attach copy of letter if necessary - see instr.) |    |         |        |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b                                                                      |    | 1       | 6,432. |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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       | 6,432. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                     |    | 4       | 0.     |
| 5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-                                                                                                                                  |    | 5       | 6,432. |
| 6 Credits/Payments                                                                                                                                                                                                                |    |         |        |
| a 2009 estimated tax pmts and 2008 overpayment credited to 2009                                                                                                                                                                   | 6a | 71,967. |        |
| 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  | 71,967. |        |
| 8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached                                                                                             | 8  |         |        |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed                                                                                                                                                   | 9  | 0.      |        |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid                                                                                                                                      | 10 | 65,535. |        |
| 11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> 65,535. Refunded <input type="checkbox"/>                                                                                            | 11 | 0.      |        |

**Part VII-A Statements Regarding Activities**

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

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Form 990-PF (2009)

**Part VII-A Statements Regarding Activities Continued**

|    |                                                                                                                                                                                         |     |   |     |
|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|---|-----|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions) | 11  |   | X   |
| 12 | Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?                                                                   | 12  |   | X   |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?<br>Website address <u>KEMPNERFUND.ORG</u>                           | 13  | X |     |
| 14 | The books are in care of <u>ANNE BRASIER</u> Telephone no <u>409 762-1603</u><br>Located at <u>2201 MARKET SUITE 601 GALVESTON TX</u> ZIP + 4 <u>77550-1529</u>                         |     |   |     |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here<br>and enter the amount of tax-exempt interest received or accrued during the year  | N/A |   | 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  |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|-----|
| <b>1a</b> 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>b</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 the instructions)?<br>Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>                                                                                                                                                        | 1b                                                                  | N/A |
| <b>c</b> 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   |
| <b>2</b> 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))                                                                                                                                                                                                                                                                                                                  |                                                                     |     |
| <b>a</b> 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?<br>If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>                                                                                                                                                                                                                                                            | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |     |
| <b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 the instructions)                                                                                                                                                                            | 2b                                                                  | N/A |
| <b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here<br><u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>                                                                                                                                                                                                                                                                                                                       |                                                                     |     |
| <b>3a</b> 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>b</b> If 'Yes,' did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) | 3b                                                                  | N/A |
| <b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                               | 4a                                                                  | X   |
| <b>b</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   |

BAA

Form 990-PF (2009)

**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 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 instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

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

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

**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 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 14     |                                                          | 88,172.                                   | 7,933.                                                                | 0.                                    |
|                      |                                                          |                                           |                                                                       |                                       |
|                      |                                                          |                                           |                                                                       |                                       |
|                      |                                                          |                                           |                                                                       |                                       |
|                      |                                                          |                                           |                                                                       |                                       |
|                      |                                                          |                                           |                                                                       |                                       |

**2** Compensation of five highest-paid employees (other than those included on line 1— see 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 |
|---------------------------------------------------------------|----------------------------------------------------------|------------------|-----------------------------------------------------------------------|---------------------------------------|
| HARRETTE M HOWARD<br>1810 VALERO<br>FRIENDSWOOD, TX 77546     | GRANTS MANAGE<br>40                                      | 53,687.          | 5,212.                                                                | 0.                                    |
|                                                               |                                                          |                  |                                                                       |                                       |
|                                                               |                                                          |                  |                                                                       |                                       |
|                                                               |                                                          |                  |                                                                       |                                       |
|                                                               |                                                          |                  |                                                                       |                                       |

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

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 | 32,484,583. |
| b Average of monthly cash balances                                                                           | 1b | 2,210,115.  |
| c Fair market value of all other assets (see instructions)                                                   | 1c |             |
| d Total (add lines 1a, b, and c)                                                                             | 1d | 34,694,698. |
| 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  | 34,694,698. |
| 4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)   | 4  | 520,420.    |
| 5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4        | 5  | 34,174,278. |
| 6 Minimum investment return. Enter 5% of line 5                                                              | 6  | 1,708,714.  |

**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      | 1,708,714. |
| 2a Tax on investment income for 2009 from Part VI, line 5                                          | 2a | 6,432. |            |
| b Income tax for 2009 (This does not include the tax from Part VI)                                 | 2b |        |            |
| c Add lines 2a and 2b                                                                              |    | 2c     | 6,432.     |
| 3 Distributable amount before adjustments Subtract line 2c from line 1                             |    | 3      | 1,702,282. |
| 4 Recoveries of amounts treated as qualifying distributions                                        |    | 4      |            |
| 5 Add lines 3 and 4                                                                                |    | 5      | 1,702,282. |
| 6 Deduction from distributable amount (see instructions)                                           |    | 6      |            |
| 7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 |    | 7      | 1,702,282. |

**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 | 1,792,729. |
| b Program-related investments — total from Part IX-B                                                                                                  | 1b |            |
| 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes                                           | 2  |            |
| 3 Amounts set aside for specific charitable projects that satisfy the                                                                                 |    |            |
| a Suitability test (prior IRS approval required)                                                                                                      | 3a |            |
| b Cash distribution test (attach the required schedule)                                                                                               | 3b |            |
| 4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4                                            | 4  | 1,792,729. |
| 5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions) | 5  | 6,432.     |
| 6 Adjusted qualifying distributions. Subtract line 5 from line 4                                                                                      | 6  | 1,786,297. |

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

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Form 990-PF (2009)

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

|                                                                                                                                                                                   | (a)<br>Corpus | (b)<br>Years prior to 2008 | (c)<br>2008 | (d)<br>2009 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2009 from Part XI, line 7                                                                                                                       |               |                            |             | 1,702,282.  |
| <b>2</b> Undistributed income, if any, as of the end of 2009                                                                                                                      |               |                            |             |             |
| <b>a</b> Enter amount for 2008 only                                                                                                                                               |               |                            | 0.          |             |
| <b>b</b> Total for prior years 20 __, 20 __, 20 __                                                                                                                                |               | 0.                         |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2009                                                                                                                          |               |                            |             |             |
| <b>a</b> From 2004                                                                                                                                                                |               |                            |             |             |
| <b>b</b> From 2005                                                                                                                                                                |               |                            |             |             |
| <b>c</b> From 2006                                                                                                                                                                | 49,037.       |                            |             |             |
| <b>d</b> From 2007                                                                                                                                                                | 27,645.       |                            |             |             |
| <b>e</b> From 2008                                                                                                                                                                | 499,610.      |                            |             |             |
| <b>f</b> Total of lines 3a through e                                                                                                                                              | 576,292.      |                            |             |             |
| <b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 1,792,729.                                                                                                  |               |                            |             |             |
| <b>a</b> Applied to 2008, but not more than line 2a                                                                                                                               |               |                            | 0.          |             |
| <b>b</b> Applied to undistributed income of prior years (Election required – see instructions)                                                                                    |               | 0.                         |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required – see instructions)                                                                                            | 0.            |                            |             |             |
| <b>d</b> Applied to 2009 distributable amount                                                                                                                                     |               |                            |             | 1,702,282.  |
| <b>e</b> Remaining amount distributed out of corpus                                                                                                                               | 90,447.       |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a) )                                        | 0.            |                            |             | 0.          |
| <b>6</b> Enter the net total of each column as indicated below:                                                                                                                   |               |                            |             |             |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5                                                                                                                          | 666,739.      |                            |             |             |
| <b>b</b> Prior years' undistributed income Subtract line 4b from line 2b                                                                                                          |               | 0.                         |             |             |
| <b>c</b> 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.                         |             |             |
| <b>d</b> Subtract line 6c from line 6b Taxable amount – see instructions                                                                                                          |               | 0.                         |             |             |
| <b>e</b> Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount – see instructions                                                                            |               |                            | 0.          |             |
| <b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010                                                                |               |                            |             | 0.          |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)                                  | 0.            |                            |             |             |
| <b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)                                                                              | 0.            |                            |             |             |
| <b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a                                                                                              | 666,739.      |                            |             |             |
| <b>10</b> Analysis of line 9                                                                                                                                                      |               |                            |             |             |
| <b>a</b> Excess from 2005                                                                                                                                                         |               |                            |             |             |
| <b>b</b> Excess from 2006                                                                                                                                                         | 49,037.       |                            |             |             |
| <b>c</b> Excess from 2007                                                                                                                                                         | 27,645.       |                            |             |             |
| <b>d</b> Excess from 2008                                                                                                                                                         | 499,610.      |                            |             |             |
| <b>e</b> Excess from 2009                                                                                                                                                         | 90,447.       |                            |             |             |

|                 |                                                                                    |
|-----------------|------------------------------------------------------------------------------------|
| <b>Part XIV</b> | <b>Private Operating Foundations</b> (see instructions and Part VII-A, question 9) |
|-----------------|------------------------------------------------------------------------------------|

---

N/A

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

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

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

[illegible]

- 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(i)(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 organization had \$5,000 or more in assets at any time during the year – see 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

SEE STATEMENT 15

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

SEE STATEMENT FOR LINE 2A

- c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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

| Recipient                                                                                            | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount     |
|------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|------------|
| Name and address (home or business)                                                                  |                                                                                                           |                                |                                  |            |
| <b>a</b> <i>Paid during the year</i><br>SEE SCHEDULE 1 ATTACHED<br>ALL RECIPIENTS 501(C)(3) ORG<br>, | NONE                                                                                                      |                                | SEE SCHEDULE 1 ATTACHED          | 1,569,412. |
| <b>Total</b>                                                                                         |                                                                                                           |                                | ▶ <b>3a</b>                      | 1,569,412. |
| <b>b</b> <i>Approved for future payment</i>                                                          |                                                                                                           |                                |                                  |            |
| <b>Total</b>                                                                                         |                                                                                                           |                                | ▶ <b>3b</b>                      |            |





**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

HARRIS & ELIZA KEMPNER FUND, INC.

Employer identification number

76-0680130

**Organization type** (check one)

**Filers of:**

Form 990 or 990-EZ

**Section:**

- ☐ 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)/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 their 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).

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

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

Name of organization

Employer identification number

HARRIS &amp; ELIZA KEMPNER FUND, INC.

76-0680130

**Part I** Contributors (see instructions)

| (a)<br>Number | (b)<br>Name, address, and ZIP + 4                                          | (c)<br>Aggregate<br>contributions | (d)<br>Type of contribution                                                                                                                                                            |
|---------------|----------------------------------------------------------------------------|-----------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1             | BRAZOS RIVER MINERALS, LP<br>2201 MARKET 12TH FLOOR<br>GALVESTON, TX 77550 | \$ 10,000.                        | Person <input checked="" type="checkbox"/><br>Payroll <input checked="" type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution) |
|               |                                                                            | \$                                | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)                       |
|               |                                                                            | \$                                | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)                       |
|               |                                                                            | \$                                | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)                       |
|               |                                                                            | \$                                | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)                       |
|               |                                                                            | \$                                | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)                       |
|               |                                                                            | \$                                | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)                       |

Name of organization

HARRIS &amp; ELIZA KEMPNER FUND, INC.

Employer identification number

76-0680130

**Part II** Noncash Property (see instructions)

| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|---------------------------|----------------------------------------------|------------------------------------------------|----------------------|
|                           | N/A                                          |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              | \$                                             |                      |
|                           |                                              |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              | \$                                             |                      |
|                           |                                              |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              | \$                                             |                      |
|                           |                                              |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              | \$                                             |                      |
|                           |                                              |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              | \$                                             |                      |
|                           |                                              |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              | \$                                             |                      |
|                           |                                              |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              | \$                                             |                      |
|                           |                                              |                                                |                      |

BAA

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

Name of organization

Employer identification number

HARRIS &amp; ELIZA KEMPNER FUND, INC.

76-0680130

**Part III Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year.** (Complete cols (a) through (e) and the following line entry )For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **\$1,000 or less** for the year (Enter this information once – see instructions )

► \$ N/A

| (a)<br>No. from<br>Part I | (b)<br>Purpose of gift                  | (c)<br>Use of gift | (d)<br>Description of how gift is held   |
|---------------------------|-----------------------------------------|--------------------|------------------------------------------|
|                           | N/A                                     |                    |                                          |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           | (e)<br>Transfer of gift                 |                    |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                    | Relationship of transferor to transferee |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           | (e)<br>Transfer of gift                 |                    |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                    | Relationship of transferor to transferee |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           | (e)<br>Transfer of gift                 |                    |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                    | Relationship of transferor to transferee |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           | (e)<br>Transfer of gift                 |                    |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                    | Relationship of transferor to transferee |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           | (e)<br>Transfer of gift                 |                    |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                    | Relationship of transferor to transferee |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |

**STATEMENT 1**  
**FORM 990-PF, PART I, LINE 11**  
**OTHER INCOME**

|                           | (A)<br>REVENUE<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME |
|---------------------------|-----------------------------|---------------------------------|-------------------------------|
| BLACK STONE MINERALS K-1  | \$ 6,791.                   |                                 |                               |
| BLACK STONE RESOURCES K-1 | 134.                        |                                 |                               |
| OIL & GAS ROYALTIES       | 60,248.                     |                                 |                               |
| <b>TOTAL</b>              | <b>\$ 67,173.</b>           | <b>\$ 0.</b>                    | <b>\$ 0.</b>                  |

**STATEMENT 2**  
**FORM 990-PF, PART I, LINE 16A**  
**LEGAL FEES**

|                                         | (A)<br>EXPENSES<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-----------------------------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| THOMPSON & KNIGHT LLP-LEGAL COUNSEL     | \$ 22.                       |                                 |                               | \$ 22.                        |
| WILSON, GRIBBS & GOREN PC-LEGAL COUNSEL | 841.                         | \$ 841.                         |                               |                               |
| <b>TOTAL</b>                            | <b>\$ 863.</b>               | <b>\$ 841.</b>                  |                               | <b>\$ 22.</b>                 |

**STATEMENT 3**  
**FORM 990-PF, PART I, LINE 16B**  
**ACCOUNTING FEES**

|                                  | (A)<br>EXPENSES<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|----------------------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| DRDA, PC ANNUAL AUDIT            | \$ 18,750.                   | \$ 18,750.                      |                               |                               |
| MONTHLY ACCOUNTING & 990-PF PREP | 28,644.                      |                                 |                               | \$ 28,644.                    |
| <b>TOTAL</b>                     | <b>\$ 47,394.</b>            | <b>\$ 18,750.</b>               |                               | <b>\$ 28,644.</b>             |

**STATEMENT 4**  
**FORM 990-PF, PART I, LINE 16C**  
**OTHER PROFESSIONAL FEES**

|                            | (A)<br>EXPENSES<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|----------------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| DELAWARE INTERNATIONAL     | \$ 13,298.                   | \$ 13,298.                      |                               |                               |
| FAYEZ, SAROFIM & CO        | 24,309.                      | 24,309.                         |                               |                               |
| FROST BANK CUSTODIAL FEES  | 6,113.                       | 6,113.                          |                               |                               |
| KEMPNER CAPITAL MANAGEMENT | 69,022.                      | 69,022.                         |                               |                               |
| MARSICO MANAGEMENT         | 43,323.                      | 43,323.                         |                               |                               |
| PAINE WEBBER               | 4,285.                       | 4,285.                          |                               |                               |
| <b>TOTAL</b>               | <b>\$ 160,350.</b>           | <b>\$ 160,350.</b>              |                               | <b>\$ 0.</b>                  |

**STATEMENT 5**  
**FORM 990-PF, PART I, LINE 18**  
**TAXES**

|                           | (A)<br>EXPENSES<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|---------------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| EXCISE AND UBIT TAXES     | \$ 9,948.                    |                                 |                               |                               |
| FOREIGN TAX ON SECURITIES | 13,724.                      | \$ 13,724.                      |                               |                               |
| PAYROLL TAXES             | 12,412.                      |                                 |                               | \$ 12,412.                    |
| <b>TOTAL</b>              | <b>\$ 36,084.</b>            | <b>\$ 13,724.</b>               |                               | <b>\$ 12,412.</b>             |

**STATEMENT 6**  
**FORM 990-PF, PART I, LINE 23**  
**OTHER EXPENSES**

|                                   | (A)<br>EXPENSES<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-----------------------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| ENTERTAINMENT                     | \$ 1,641.                    |                                 |                               | \$ 1,641.                     |
| INSURANCE                         | 34,790.                      |                                 |                               | 34,790.                       |
| MEMBERSHIP FEES                   | 7,397.                       |                                 |                               | 7,397.                        |
| MISCELLANEOUS                     | 11.                          |                                 |                               | 11.                           |
| NON-DEDUCTABLE EXPENSE FROM K-1'S | 17,054.                      |                                 |                               |                               |
| OFFICE EQUIPMENT/FURNITURE        | 5,501.                       |                                 |                               | 5,501.                        |
| OFFICE SUPPLIES                   | 3,261.                       |                                 |                               | 3,261.                        |
| OTHER INVESTMENT EXPENSE          | 177.                         | \$ 177.                         |                               |                               |
| PARKING                           | 1,250.                       |                                 |                               | 1,250.                        |
| POSTAGE                           | 1,203.                       |                                 |                               | 1,203.                        |
| REGISTRATION FEES                 | 2,904.                       |                                 |                               | 2,904.                        |
| REPAIRS AND MAINTENANCE           | 6,117.                       |                                 |                               | 6,117.                        |
| RETIREMENT PAY                    | 1,400.                       |                                 |                               | 1,400.                        |
| STUDENT LOAN WRITE-OFFS           | 13,281.                      | 13,281.                         |                               |                               |
| TELEPHONE                         | 7,331.                       |                                 |                               | 7,331.                        |
| TMENT EXPENSES FROM K-1'S         | 61,038.                      | 61,038.                         |                               |                               |
| UTILITIES                         | 741.                         |                                 |                               | 741.                          |
| <b>TOTAL</b>                      | <b>\$ 165,097.</b>           | <b>\$ 74,496.</b>               |                               | <b>\$ 73,547.</b>             |

**STATEMENT 7**  
**FORM 990-PF, PART II, LINE 7**  
**OTHER NOTES AND LOANS RECEIVABLE**

| OTHER NOTES AND LOANS                   | BOOK VALUE         | FAIR MARKET<br>VALUE | DOUBTFUL<br>ACCOUNTS<br>ALLOWANCE |
|-----------------------------------------|--------------------|----------------------|-----------------------------------|
| SEE SCHEDULE 3, PG 1 ATTACHED           | \$ 518,269.        | \$ 518,269.          | \$ 0.                             |
| <b>TOTAL</b>                            | <b>\$ 518,269.</b> | <b>\$ 518,269.</b>   |                                   |
| ALLOWANCE FOR DOUBTFUL ACCOUNTS         |                    |                      | \$ 0.                             |
| NET OTHER NOTES/LOANS REC. - BOOK VALUE |                    |                      | <b>\$ 518,269.</b>                |

**STATEMENT 8**  
**FORM 990-PF, PART II, LINE 10A**  
**INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS**

| <u>U.S. GOVERNMENT OBLIGATIONS</u> | <u>VALUATION<br/>METHOD</u> | <u>BOOK<br/>VALUE</u> | <u>FAIR MARKET<br/>VALUE</u> |
|------------------------------------|-----------------------------|-----------------------|------------------------------|
| SEE SCHEDULE 3, PAGE 1, ATTACHED   | MKT VAL                     | \$ 6,614,411.         | \$ 6,953,479.                |
|                                    |                             | \$ 6,614,411.         | \$ 6,953,479.                |
|                                    | TOTAL                       | <u>\$ 6,614,411.</u>  | <u>\$ 6,953,479.</u>         |

**STATEMENT 9**  
**FORM 990-PF, PART II, LINE 10B**  
**INVESTMENTS - CORPORATE STOCKS**

| <u>CORPORATE STOCKS</u>           | <u>VALUATION<br/>METHOD</u> | <u>BOOK<br/>VALUE</u> | <u>FAIR MARKET<br/>VALUE</u> |
|-----------------------------------|-----------------------------|-----------------------|------------------------------|
| SEE SCHEDULE 3, PAGE 12, ATTACHED | MKT VAL                     | \$ 22,272,210.        | \$ 21,197,195.               |
|                                   | TOTAL                       | <u>\$ 22,272,210.</u> | <u>\$ 21,197,195.</u>        |

**STATEMENT 10**  
**FORM 990-PF, PART II, LINE 10C**  
**INVESTMENTS - CORPORATE BONDS**

| <u>CORPORATE BONDS</u>            | <u>VALUATION<br/>METHOD</u> | <u>BOOK<br/>VALUE</u> | <u>FAIR MARKET<br/>VALUE</u> |
|-----------------------------------|-----------------------------|-----------------------|------------------------------|
| SEE SCHEDULE 3, PAGE 12, ATTACHED | MKT VAL                     | \$ 75,000.            | \$ 75,000.                   |
|                                   | TOTAL                       | <u>\$ 75,000.</u>     | <u>\$ 75,000.</u>            |

**STATEMENT 11**  
**FORM 990-PF, PART II, LINE 13**  
**INVESTMENTS - OTHER**

| <u>OTHER INVESTMENTS</u>          | <u>VALUATION<br/>METHOD</u> | <u>BOOK<br/>VALUE</u> | <u>FAIR MARKET<br/>VALUE</u> |
|-----------------------------------|-----------------------------|-----------------------|------------------------------|
| SEE SCHEDULE 3, PAGE 12, ATTACHED | MKT VAL                     | \$ 6,168,777.         | \$ 7,506,401.                |
|                                   | TOTAL                       | <u>\$ 6,168,777.</u>  | <u>\$ 7,506,401.</u>         |

**STATEMENT 12**  
**FORM 990-PF, PART II, LINE 15**  
**OTHER ASSETS**

|                               | <u>BOOK VALUE</u> | <u>FAIR MARKET VALUE</u> |
|-------------------------------|-------------------|--------------------------|
| FEDERAL TAX REFUND RECEIVABLE | \$ 7,821.         |                          |
| <b>TOTAL</b>                  | <b>\$ 7,821.</b>  | <b>\$ 0.</b>             |

**STATEMENT 13**  
**FORM 990-PF, PART II, LINE 22**  
**OTHER LIABILITIES**

|                           |                   |
|---------------------------|-------------------|
| EXCISE & UBIT TAX PAYABLE | \$ 11,222.        |
| <b>TOTAL</b>              | <b>\$ 11,222.</b> |

**STATEMENT 14**  
**FORM 990-PF, PART VIII, LINE 1**  
**LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**

| <u>NAME AND ADDRESS</u>                                            | <u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u> | <u>COMPEN- SATION</u> | <u>CONTRI- BUTION TO EBP &amp; DC</u> | <u>EXPENSE ACCOUNT/ OTHER</u> |
|--------------------------------------------------------------------|-------------------------------------------------|-----------------------|---------------------------------------|-------------------------------|
| LYDA ANN Q. THOMAS<br>PO BOX 2010<br>GALVESTON, TX 77553           | PRESIDENT<br>10.00                              | \$ 0.                 | \$ 0.                                 | \$ 0.                         |
| JOHN H. CAMPBELL<br>1210 HARBOR VIEW<br>GALVESTON, TX 77550        | TREASURER<br>4.00                               | 0.                    | 0.                                    | 0.                            |
| ROBERT L. K. LYNCH<br>44 CEDAR LAWN<br>GALVESTON, TX 77551         | VICE PRESIDENT<br>4.00                          | 0.                    | 0.                                    | 0.                            |
| ARTHUR M. ALPERT<br>2982 BAYSIDE WALK<br>SAN DIEGO, CA 92109       | HON DIRECTOR<br>4.00                            | 0.                    | 0.                                    | 0.                            |
| JOHN T. CURRIE<br>520 POST OAK BLVD SUITE 125<br>HOUSTON, TX 77027 | HON DIRECTOR<br>4.00                            | 0.                    | 0.                                    | 0.                            |
| HETTA T. KEMPNER<br>1507 DRIFTWOOD<br>GALVESTON, TX 77551          | DIRECTOR<br>4.00                                | 0.                    | 0.                                    | 0.                            |
| BARBARA W. SASSER<br>7221 BROADWAY<br>GALVESTON, TX 77554          | HON DIRECTOR<br>10.00                           | 0.                    | 0.                                    | 0.                            |

**STATEMENT 14 (CONTINUED)**  
**FORM 990-PF, PART VIII, LINE 1**  
**LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**

| NAME AND ADDRESS                                                       | TITLE AND<br>AVERAGE HOURS<br>PER WEEK DEVOTED | COMPEN-<br>SATION | CONTRI-<br>BUTION TO<br>EBP & DC | EXPENSE<br>ACCOUNT/<br>OTHER |
|------------------------------------------------------------------------|------------------------------------------------|-------------------|----------------------------------|------------------------------|
| RHODA T EZELL<br>2201 MARKET SUITE 601<br>GALVESTON, TX 77550          | DIRECTOR<br>4.00                               | \$ 0.             | \$ 0.                            | \$ 0.                        |
| HARRIS K. WESTON<br>1900 CHEMED CENTER<br>CINCINNATI, OH 45202         | HON DIRECTOR<br>4.00                           | 0.                | 0.                               | 0.                           |
| LENORA K. THOMPSON<br>1516 BROADWAY<br>GALVESTON, TX 77550             | CHAIR EMERITUS<br>4.00                         | 0.                | 0.                               | 0.                           |
| DANIEL W. HAMILTON<br>2001 MARKET SUITE 601<br>GALVESTON, TX 77550     | DIRECTOR<br>4.00                               | 0.                | 0.                               | 0.                           |
| PATRICIA GRAY<br>1816 CHURCH<br>GALVESTON, TX 77550                    | DIRECTOR<br>4.00                               | 0.                | 0.                               | 0.                           |
| ELIZABETH K. MCFARLAND<br>2201 MARKET SUITE 601<br>GALVESTON, TX 77550 | DIRECTOR<br>4.00                               | 0.                | 0.                               | 0.                           |
| ANNE BRASIER<br>2424 SYDNOR LANE<br>GALVESTON, TX 77551                | EXECUTIVE DIREC<br>40.00                       | 60,937.           | 0.                               | 0.                           |
| ELIZA K QUIGLEY<br>2201 MARKET SUITE 600<br>GALVESTON, TX 77550        | DIRECTOR<br>2.00                               | 0.                | 0.                               | 0.                           |
| BARBARA CREWS<br>1412 SEALY<br>GALVESTON, TX 77550                     | EXECUTIVE DIREC<br>0                           | 27,235.           | 7,933.                           | 0.                           |
| TOTAL                                                                  |                                                | \$ 88,172.        | \$ 7,933.                        | \$ 0.                        |

**STATEMENT 15**  
**FORM 990-PF, PART XV, LINE 2A-D**  
**APPLICATION SUBMISSION INFORMATION**

|                        |                                     |
|------------------------|-------------------------------------|
| NAME OF GRANT PROGRAM: |                                     |
| NAME:                  | SEE APPLICATION GUIDELINES ATTACHED |
| CARE OF:               | SEE APPLICATION GUIDELINES ATTACHED |
| STREET ADDRESS:        | SEE APPLICATION GUIDELINES ATTACHED |
| CITY, STATE, ZIP CODE: |                                     |
| TELEPHONE:             |                                     |
| FORM AND CONTENT:      | SEE APPLICATION GUIDELINES ATTACHED |
| SUBMISSION DEADLINES:  | SEE APPLICATION GUIDELINES ATTACHED |

2009

FEDERAL STATEMENTS

PAGE 6

HARRIS & ELIZA KEMPNER FUND, INC.

76-0680130

STATEMENT 15 (CONTINUED)  
FORM 990-PF, PART XV, LINE 2A-D  
APPLICATION SUBMISSION INFORMATION

RESTRICTIONS ON AWARDS: SEE APPLICATION GUIDELINES ATTACHED

# SCHEDULE 1

**2009 GRANT PAYMENTS  
HARRIS & ELIZA KEMPNER FUND  
2009 FORM 990-PF  
76-0680130**

| Grantee Organization<br>Request Project Title | 2009<br>Grants Paid |
|-----------------------------------------------|---------------------|
|-----------------------------------------------|---------------------|

**Arts and Humanities**

|                                                                                                                   |        |
|-------------------------------------------------------------------------------------------------------------------|--------|
| The Campaign for the Mary Rose<br>Melville, NY<br><i>Director Discretion Unrestricted</i>                         | 3,000  |
| The Center for Transportation and Commerce<br>Galveston, TX<br><i>Director Discretion. In honor of Don Harper</i> | 1,000  |
| etc at the Strand Theatre<br>Galveston, TX<br><i>Project Summer session of "Students on Stage"</i>                | 5,000  |
| <i>Director Discretion Purchase of media equipment</i>                                                            | 3,000  |
| Galveston Arts Center<br>Galveston, TX<br><i>Operations</i>                                                       | 17,500 |
| <i>Director Discretion Unrestricted</i>                                                                           | 1,000  |
| Galveston Ballet<br>Galveston, TX<br><i>Project Continuation of Dance in Schools program</i>                      | 3,900  |
| Galveston Historical Foundation<br>Galveston, TX<br><i>Operations</i>                                             | 40,000 |
| The Grand 1894 Opera House<br>Galveston, TX<br><i>Operations 2009-2010 Performing Arts season</i>                 | 55,000 |
| <i>In memory of Cecile B Kempner</i>                                                                              | 25,000 |
| <i>Memorial Jennifer L Ezell</i>                                                                                  | 1,946  |
| <i>Directors Discretion Unrestricted</i>                                                                          | 4,000  |
| <i>Director Discretion. Lyda Kempner Quinn Fund for Performing Arts</i>                                           | 1,000  |
| <i>Director Discretion Capital Campaign</i>                                                                       | 1,000  |

# SCHEDULE 1

**2009 GRANT PAYMENTS  
HARRIS & ELIZA KEMPNER FUND  
2009 FORM 990-PF  
76-0680130**

| Grantee Organization<br>Request Project Title                                                                                                                                                                                                                      | 2009<br>Grants Paid                                      |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------|
| Rosenberg Library<br>Galveston, TX<br><i>Memorial Jennifer L. Ezell</i><br><i>Director Discretion. Unrestricted</i><br><i>Capital Recovery efforts due to Hurricane Ike damage</i><br><i>In memory of Cecile B. Kempner</i><br><i>In memory of Ruth L. Kempner</i> | <br><br><br>1,946<br>1,000<br>33,333<br>25,000<br>15,000 |
| Texas Foundation for the Arts<br>Houston, TX<br><i>Underwriting documentary film of Galveston Island recovery from Hurricane Ike</i>                                                                                                                               | <br><br><br>7,500                                        |
| Texas Historical Commission<br>Galveston, TX<br><i>Director Discretion Restoration and preservation of historic cemeteries in Galveston County</i>                                                                                                                 | <br><br><br>3,000                                        |
| <b>Total Arts and Humanities</b>                                                                                                                                                                                                                                   | <b>249,125</b>                                           |
| <b><u>Community Development</u></b>                                                                                                                                                                                                                                |                                                          |
| Avenue L Missionary Baptist Church<br>Galveston, TX<br><i>Conservation: Renovation and restoration repairs to church's fellowship Hhll</i>                                                                                                                         | <br><br><br>10,000                                       |
| Center for Regional Excellence<br>Houston, TX<br><i>In memory of Ruth L. Kempner Hurricane Ike business recovery efforts</i>                                                                                                                                       | <br><br><br>15,000                                       |
| Christus Foundation for Health Care<br>Houston, TX<br><i>Capital Hurricane Ike damage repairs to Our Daily Bread</i>                                                                                                                                               | <br><br><br>5,000                                        |
| Galveston Chamber Partnership, Inc.<br>Galveston, TX<br><i>Project Volunteer Income Tax Assistance Earned Income Tax Credit</i>                                                                                                                                    | <br><br><br>5,000                                        |
| Galveston Historical Foundaiton<br>Galveston, TX<br><i>Director Discretion. Mitchell challenge grant</i><br><i>Capital Garten Verein repairs</i>                                                                                                                   | <br><br><br>1,000<br>11,000                              |

# SCHEDULE 1

**2009 GRANT PAYMENTS  
HARRIS & ELIZA KEMPNER FUND  
2009 FORM 990-PF  
76-0680130**

| Grantee Organization<br>Request Project Title                                                                                                                                             | 2009<br>Grants Paid |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|
| Galveston Island Nature Tourism Council<br>Galveston, TX<br><i>Conservation Development of master plan for transforming<br/>Galveston's East End Lagoon into nature preserve and park</i> | 25,000              |
| Girl Scouts of San Jacinto Council<br>Houston, TX<br><i>Support "Girl Scouts on the Go" program</i>                                                                                       | 5,000               |
| Historic Downtown Galveston Partnership<br>Galveston, TX<br><i>Funding for master plan of Galveston downtown area for redevelopment</i>                                                   | 100,000             |
| National Wildlife Federation<br>Reston, VA<br><i>Project Texas Living Waters</i>                                                                                                          | 5,000               |
| Temple B'nai Israel<br>Galveston, TX<br><i>Director Discretion Unrestricted</i><br><i>Capital: Building repairs</i>                                                                       | 1,000<br>50,000     |
| <b>Total Community Development</b>                                                                                                                                                        | <b>233,000</b>      |
| <b><u>Education</u></b>                                                                                                                                                                   |                     |
| East End Preschool<br>Galveston, TX<br><i>Replacement of supplies and equipment lost during Hurricane Ike</i><br><i>Director Discretion In honor of Quinn K Quigley</i>                   | 5,000<br>1,000      |
| Galveston ISD Educational Foundation<br>Galveston, TX<br><i>Operations</i>                                                                                                                | 15,000              |
| Melmark, Inc.<br>Andover, MA<br><i>Director Discretion Unrestricted</i>                                                                                                                   | 1,500               |
| New York University<br>New York, NY<br><i>Director Discretion. Alternative Breaks Project to Galveston</i>                                                                                | 500                 |

# SCHEDULE 1

**2009 GRANT PAYMENTS  
HARRIS & ELIZA KEMPNER FUND  
2009 FORM 990-PF  
76-0680130**

| Grantee Organization<br>Request Project Title                                                                                                                                         | 2009<br>Grants Paid     |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|
| NIA Cultural Center<br>Galveston, TX<br><i>Project Summer literacy program for youth in kindergarten through 12 grade</i><br><i>Director Discretion In honor of Harrette N Howard</i> | 10,000<br><br>1,000     |
| Oberlin College<br>Oberlin, OH<br><i>Director Discretion Neil &amp; Blodgett Memorial Scholarship</i>                                                                                 | 3,000                   |
| O'Connell High School<br>Galveston, TX<br><i>Capital Hurricane Ike repairs</i>                                                                                                        | 10,000                  |
| Project Graduation, Inc.<br>Galveston, TX<br><i>Project Chemical-free graduation party at Ball High School</i>                                                                        | 1,000                   |
| Rosenberg Library<br>Galveston, TX<br><i>Project Galveston Reads</i>                                                                                                                  | 3,000                   |
| San Antonio Academy<br>San Antonio, TX<br><i>Director Discretion Unrestricted</i>                                                                                                     | 1,500                   |
| San Antonio Livestock Exposition<br>San Antonio, TX<br><i>Director Discretion Scholarship Fund</i>                                                                                    | 1,500                   |
| Satori, Inc.<br>Galveston, TX<br><i>Director Discretion Artist-in-Residence program</i><br><i>Director Discretion Unrestricted</i><br><i>Scholarships</i>                             | 1,000<br>1,000<br>6,000 |
| St. Vincent's House<br>Galveston, TX<br><i>Operations Preschool</i>                                                                                                                   | 30,000                  |
| Texas A&M University at Galveston<br>Galveston, TX<br><i>Project Sea Camp scholarships for disadvantaged children</i>                                                                 | 5,000                   |

# SCHEDULE 1

**2009 GRANT PAYMENTS  
HARRIS & ELIZA KEMPNER FUND  
2009 FORM 990-PF  
76-0680130**

| Grantee Organization<br>Request Project Title                                                                                                                                          | 2009<br>Grants Paid |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|
| Young Men's Christian Association of Greater Houston<br>Galveston, TX<br><i>Project After school child care</i>                                                                        | 7,714               |
| <b>Total Education</b>                                                                                                                                                                 | <b>104,714</b>      |
| <b><u>Health</u></b>                                                                                                                                                                   |                     |
| AIDS Coalition of Coastal Texas, Inc.<br>Galveston, TX<br><i>Director Discretion: Unrestricted</i>                                                                                     | 1,500               |
| Alcohol Drug Abuse Women's Center<br>Galveston, TX<br><i>Operations</i>                                                                                                                | 15,000              |
| Gulf Coast Center<br>Galveston, TX<br><i>Emergency services for families with mental illness,<br/>addictive disorders or developmental disorders in the aftermath of Hurricane Ike</i> | 30,000              |
| Houston-Harris County Immunization Registry, Inc.<br>Cypress, TX<br><i>Project Texas imunization advocacy program</i>                                                                  | 5,000               |
| Jane's Due Process, Inc.<br>Austin, TX<br><i>Operations Counseling and referrals to pregnant teens</i>                                                                                 | 8,000               |
| NAMI Gulf Coast<br>Alvin, TX<br><i>Operations</i>                                                                                                                                      | 10,000              |
| Planned Parenthood of Houston & Southeast Texas, Inc.<br>Houston, TX<br><i>Operations</i>                                                                                              | 5,000               |
| St. Vincent's House<br>Galveston, TX<br><i>Operations Free medical clinic</i>                                                                                                          | 10,000              |

# SCHEDULE 1

## 2009 GRANT PAYMENTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| Grantee Organization<br>Request Project Title                                                                  | 2009<br>Grants Paid |
|----------------------------------------------------------------------------------------------------------------|---------------------|
| Teen Health Center<br>Galveston, TX                                                                            |                     |
| Project Hurricane Ike Recovery efforts                                                                         | 10,000              |
| Project Salary and benefits for additional counselor                                                           | 50,000              |
| Project One year's salary for counselor                                                                        | 12,500              |
| <br>The University of Texas Medical Branch<br>Galveston, TX                                                    |                     |
| Memorial Jeane B Kempner Fellowship Program                                                                    | 175,083             |
| Campaign Timeless Values, Pioneering Solutions                                                                 | 100,000             |
| <b>Total Health</b>                                                                                            | <b>432,083</b>      |
| <br><b><u>Human Services</u></b>                                                                               |                     |
| Advocacy Center for Children of Galveston County<br>Galveston, TX                                              |                     |
| Operations                                                                                                     | 10,000              |
| American Cancer Society Gulf Coast Region<br>Houston, TX                                                       |                     |
| Transportation program for Galveston County<br>indigent cancer patients in the aftermath of Hurricane Ik       | 8,000               |
| American Red Cross<br>Austin, TX                                                                               |                     |
| Director Discretion: Unrestricted                                                                              | 1,000               |
| Boys and Girls Clubs of Greater Houston, Inc.<br>Houston, TX                                                   |                     |
| Operations Johnny Mitchell Branch on Galveston Island                                                          | 20,000              |
| The Children's Center, Inc.<br>Galveston, TX                                                                   |                     |
| Operations Transitional living program                                                                         | 7,500               |
| Director Discretion In memory of Arthur W and Lyda Kempner<br>Quinn designated for transitional living program | 2,000               |
| Director Discretion In memory of Josie Mae Williams designated to<br>transitional living Program               | 2,000               |
| Project Emergency Preparedness Education & Training                                                            | 12,500              |

# SCHEDULE 1

**2009 GRANT PAYMENTS  
HARRIS & ELIZA KEMPNER FUND  
2009 FORM 990-PF  
76-0680130**

| <b>Grantee Organization<br/>Request Project Title</b>                                                                                                                                                                | <b>2009<br/>Grants Paid</b> |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------|
| Christus Foundation for Health Care<br>Houston, TX<br><i>Assist Our Daily Bread with providing hot meals to<br/>homeless population on the island</i>                                                                | 5,000                       |
| Family Service Center of Galveston County<br>Galveston, TX<br><i>Project Bilingual, marriage and family counselor</i>                                                                                                | 75,000                      |
| Galveston County Adoption Day Foundation<br>Galveston, TX<br><i>Operations</i>                                                                                                                                       | 5,000                       |
| Galveston Youth Creating Their Own Future<br>Galveston, TX<br><i>Director Discretion Unrestricted</i>                                                                                                                | 500                         |
| Gleanings from the Harvest<br>Galveston, TX<br><i>Project Purchase and distribution of supplies to consortium of<br/>social service organizations</i>                                                                | 10,000                      |
| Gulf Coast Big Brothers-Big Sisters, Inc.<br>Galveston, TX<br><i>Project Challenge grant for annual "Bowl for Kids' Sake"</i>                                                                                        | 10,000                      |
| Holistic Community Development Corp<br>Galveston, TX<br><i>Project Project Detour, an on-site tour and "reality-based"<br/>information session with officials of Texas Department of<br/>Criminal Justice System</i> | 6,500                       |
| The Jesse Tree<br>Galveston, TX<br><i>Director Discretion Unrestricted</i>                                                                                                                                           | 2,000                       |

# SCHEDULE 1

**2009 GRANT PAYMENTS  
HARRIS & ELIZA KEMPNER FUND  
2009 FORM 990-PF  
76-0680130**

| <b>Grantee Organization<br/>Request Project Title</b>                                                                     | <b>2009<br/>Grants Paid</b> |
|---------------------------------------------------------------------------------------------------------------------------|-----------------------------|
| KickStart<br>Houston, TX<br><i>Project Karate-based drug prevention program at Central<br/>Middle School in Galveston</i> | 6,500                       |
| Methodist Retirement Communities<br>Galveston, TX<br><i>Hurricane Ike recovery efforts</i>                                | 25,000                      |
| People Fund<br>Austin, TX<br><i>Director Discretion Unrestricted</i>                                                      | 1,000                       |
| Project Connect<br>Cincinnati, OH<br><i>Director Discretion Unrestricted</i>                                              | 1,000                       |
| Resource and Crisis Center<br>Galveston, TX<br><i>Director Discretion Unrestricted</i>                                    | 1,000                       |
| Sunshine Center, Inc<br>Galveston, TX<br><i>Operations</i>                                                                | 12,000                      |
| UNICEF<br>New York, NY<br><i>Director Discretion Unrestricted</i>                                                         | 1,000                       |

# SCHEDULE 1

2009 GRANT PAYMENTS  
HARRIS & ELIZA KEMPNER FUND  
2009 FORM 990-PF  
76-0680130

| Grantee Organization<br>Request Project Title                                                                                 | 2009<br>Grants Paid     |
|-------------------------------------------------------------------------------------------------------------------------------|-------------------------|
| WOMAN, Inc<br>Houston, TX<br><i>Operational support for services to women and children<br/>leaving abusive situations</i>     | <u>20,000</u>           |
| <b>Total Human Services</b>                                                                                                   | <u>244,500</u>          |
| <b>SUB-TOTAL 2009 GRANT PAYMENTS</b>                                                                                          | <u>1,263,422</u>        |
| <b>LESS PRIOR GRANTS REFUNDED IN 2009</b>                                                                                     |                         |
| Galveston Arts Center<br>Galveston, TX<br><i>Project: Our Town Photography</i>                                                | <u>3,000</u>            |
| University of Texas Medical Branch<br>Galveston, TX<br><i>Project: Implementation of Play and Learning Strategies Program</i> | <u>11,405</u>           |
| <b>TOTAL GRANTS REFUNDED IN 2009</b>                                                                                          | <u>14,405</u>           |
| <b>TOTAL 2009 GRANT PAYMENTS</b>                                                                                              | <u><u>1,249,017</u></u> |

# SCHEDULE 1

## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| Payee Organization<br>Project Title, Grant Amount                        | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount  |
|--------------------------------------------------------------------------|-----------------------|-----------------|--------------------|
| <b><u>January 2009</u></b>                                               |                       |                 |                    |
| <b>Center for Regional Excellence</b><br>01/01/09<br>\$1,875.00          | 8936                  | 1/27/2009       | \$1,875.00         |
| <b>The Children's Center, Inc.</b><br>01/01/09<br>\$1,500.00             | 8932                  | 1/27/2009       | \$1,500 00         |
| <b>Contemporary Arts Museum Houston</b><br>01/01/09<br>\$10,000.00       | 8928                  | 1/27/2009       | \$10,000.00        |
| <b>Galveston Island Humane Society, Inc.</b><br>01/01/09<br>\$1,500 00   | 8933                  | 1/27/2009       | \$1,500 00         |
| <b>Old Central Cultural Center</b><br>Grant for Match [7124]<br>\$250 00 | 8925                  | 1/14/2009       | \$250.00           |
| <b>Temple Emanu-El</b><br>01/01/09<br>\$500 00                           | 8927                  | 1/27/2009       | \$500.00           |
| <b>United Way Of Galveston</b><br>01/01/09<br>\$9,375 00                 | 8935                  | 1/27/2009       | \$9,375 00         |
| <b>US Fund for UNICEF</b><br>01/01/09<br>\$300.00                        | 8929                  | 1/27/2009       | \$300.00           |
| <b>XLNC 1</b><br>01/01/09<br>\$90.00                                     | 8931                  | 1/27/2009       | \$90.00            |
| <b>Total January 2009</b><br>(9 items)                                   |                       |                 | <b>\$25,390 00</b> |

# SCHEDULE 1

## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| <b>Payee Organization<br/>Project Title, Grant Amount</b>                                                       | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b> | <b>Payment<br/>Amount</b> |
|-----------------------------------------------------------------------------------------------------------------|-------------------------------|-------------------------|---------------------------|
| <b><u>February 2009</u></b>                                                                                     |                               |                         |                           |
| <b>AIDS Coalition of Coastal Texas, Inc.</b><br><i>Grant for Match [7134]</i><br>\$3,375 00                     | 8941                          | 2/5/2009                | \$3,375 00                |
| <b>Center for Regional Excellence</b><br><i>Grant for Match [7140]</i><br>\$7,500.00                            | 8948                          | 2/12/2009               | \$7,500.00                |
| <b>Galveston Club, Inc.</b><br><i>Grant for Match [7138]</i><br>\$225.00                                        | 8952                          | 2/12/2009               | \$225.00                  |
| <b>Galveston Historical Foundation</b><br><i>Grant for Match [7136]</i><br>\$375.00                             | 8940                          | 2/5/2009                | \$375.00                  |
| <b>The Grand 1894 Opera House</b><br><i>Grant for Match [7135]</i><br>\$75 00                                   | 8942                          | 2/5/2009                | \$75 00                   |
| <b>Planned Parenthood of Houston &amp; Southeast Texas, Inc.</b><br><i>Grant for Match [7144]</i><br>\$3,000.00 | 8954                          | 2/26/2009               | \$3,000.00                |
| <b>Southwest School of Art &amp; Craft</b><br><i>Grant for Match [7143]</i><br>\$500 00                         | 8953                          | 2/26/2009               | \$500.00                  |
| <b>St. John's School</b><br><i>Grant for Match [7141]</i><br>\$1,500.00                                         | 8951                          | 2/12/2009               | \$1,500.00                |
| <b>United Way Of Galveston</b><br><i>Grant for Match [7139]</i><br>\$7,500 00                                   | 8949                          | 2/12/2009               | \$7,500.00                |

# SCHEDULE 1

## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| Payee Organization<br>Project Title, Grant Amount      | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount |
|--------------------------------------------------------|-----------------------|-----------------|-------------------|
| Young Men's Christian Association of the Triangle Area | 8950                  | 2/12/2009       | \$1,000.00        |
| <i>Grant for Match [7142]</i><br>\$1,000.00            |                       |                 |                   |
| <i>Total February 2009</i><br>(10 items)               |                       |                 | \$25,050 00       |
| <b><u>March 2009</u></b>                               |                       |                 |                   |
| Boy Scouts Of America / Sam Houston Area Council       | 8985                  | 3/19/2009       | \$200.00          |
| <i>Grant for Match [7151]</i><br>\$200.00              |                       |                 |                   |
| The Denver Health Foundation for Cancer Research       | 8956                  | 3/9/2009        | \$250.00          |
| <i>Grant for Match [7145]</i><br>\$250 00              |                       |                 |                   |
| Galveston Arts Center                                  | 8984                  | 3/19/2009       | \$225 00          |
| <i>Grant for Match [7150]</i><br>\$225.00              |                       |                 |                   |
| Galveston Island Humane Society, Inc.                  | 8958                  | 3/9/2009        | \$300.00          |
| <i>Grant for Match [7148]</i><br><br>\$300 00          |                       |                 |                   |
| Satori, Inc.                                           | 8983                  | 3/19/2009       | \$262 50          |
| <i>Grant for Match [7152]</i><br>\$262.50              |                       |                 |                   |
| The University of Texas Medical Branch                 | 8959                  | 3/9/2009        | \$600 00          |
| <i>Grant for Match [7149]</i><br>\$600.00              |                       |                 |                   |
| <i>Total March 2009</i><br>(6 items)                   |                       |                 | \$1,837 50        |

# SCHEDULE 1

## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| <b>Payee Organization<br/>Project Title, Grant Amount</b>              | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b> | <b>Payment<br/>Amount</b> |
|------------------------------------------------------------------------|-------------------------------|-------------------------|---------------------------|
| <b><u>April 2009</u></b>                                               |                               |                         |                           |
| Alley Theatre<br>03/07/2009<br>\$100.00                                | 9002                          | 4/7/2009                | \$100 00                  |
| American Jewish Committee<br>Grant for Match [7178]<br>\$500.00        | 9019                          | 4/8/2009                | \$500 00                  |
| American Jewish Committee<br>04/14/2009<br><br>\$500.00                | 9029                          | 4/14/2009               | (\$500 00)                |
| American Jewish Committee<br>04/14/2009<br><br>\$500.00                | 9029                          | 4/14/2009               | \$500 00                  |
| American Jewish Committee<br>04/14/2009<br><br>\$500.00                | 9029                          | 4/14/2009               | (\$500.00)                |
| American Jewish Committee<br>04/14/2009<br><br>\$500.00                | 9029                          | 4/14/2009               | \$500 00                  |
| American Jewish Committee<br>04/14/2009<br><br>\$500.00                | 9029                          | 4/14/2009               | \$500 00                  |
| American Jewish Committee<br>4/27/09<br>\$250 00                       | 9048                          | 4/27/2009               | \$250.00                  |
| American Red Cross/Greater Houston Area Chapter<br>4/27/09<br>\$100.00 | 9050                          | 4/27/2009               | \$100 00                  |

# SCHEDULE 1

**2009 MATCHING GIFTS  
HARRIS & ELIZA KEMPNER FUND  
2009 FORM 990-PF  
76-0680130**

| <b>Payee Organization<br/>Project Title, Grant Amount</b>               | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b> | <b>Payment<br/>Amount</b> |
|-------------------------------------------------------------------------|-------------------------------|-------------------------|---------------------------|
| <b>Amigos De Las Americas</b><br>03/07/2009<br>\$100.00                 | 9017                          | 4/7/2009                | \$100 00                  |
| <b>Association for Community Broadcasting</b><br>03/07/2009<br>\$575 00 | 8995                          | 4/7/2009                | \$575.00                  |
| <b>Bayou Preservation Association, Inc.</b><br>03/07/2009<br>\$100.00   | 9005                          | 4/7/2009                | \$100 00                  |
| <b>Brady Center to Prevent Gun Violence</b><br>03/07/2009<br>\$100.00   | 9007                          | 4/7/2009                | \$100 00                  |
| <b>CanCare of Houston</b><br>03/07/2009<br>\$100.00                     | 9003                          | 4/7/2009                | \$100.00                  |
| <b>Cancer Therapy and Research Center</b><br>03/07/2009<br>\$50 00      | 9011                          | 4/7/2009                | \$50.00                   |
| <b>Center for Regional Excellence</b><br>03/07/2009<br>\$3,000.00       | 9010                          | 4/7/2009                | \$3,000.00                |
| <b>Child Advocates Inc.</b><br>03/07/2009<br>\$100.00                   | 9006                          | 4/7/2009                | \$100.00                  |
| <b>The Children's Assessment Center</b><br>03/07/2009<br>\$100 00       | 9004                          | 4/7/2009                | \$100 00                  |
| <b>The Chinquapin School</b><br>03/07/2009<br>\$150 00                  | 9015                          | 4/7/2009                | \$150 00                  |
| <b>Communities in Schools Houston, Inc.</b><br>4/27/09<br>\$250.00      | 9054                          | 4/27/2009               | \$250 00                  |

# SCHEDULE 1

## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| Payee Organization<br>Project Title, Grant Amount                    | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount |
|----------------------------------------------------------------------|-----------------------|-----------------|-------------------|
| DePelchin Children's Center<br>03/07/2009<br>\$100.00                | 9014                  | 4/7/2009        | \$100.00          |
| Doctors Without Borders USA, Inc.<br>03/07/2009<br>\$200.00          | 9016                  | 4/7/2009        | \$200.00          |
| Galveston Academic Excellence Booster Club<br>4/8/09<br>\$150.00     | 9023                  | 4/8/2009        | \$150.00          |
| Galveston Academic Excellence Booster Club<br>4/8/09<br><br>\$150 00 | 9023                  | 4/8/2009        | (\$150.00)        |
| Galveston Academic Excellence Booster Club<br>4/8/09<br><br>\$150.00 | 9023                  | 4/8/2009        | \$150 00          |
| Galveston Arts Center<br>03/07/2009<br>\$1,500.00                    | 8996                  | 4/7/2009        | \$1,500 00        |
| Galveston ISD Educational Foundation<br>4/8/09<br>\$1,875.00         | 9024                  | 4/8/2009        | \$1,875 00        |
| Galveston ISD Educational Foundation<br>04/14/2009<br><br>\$525.00   | 9026                  | 4/14/2009       | (\$525.00)        |
| Galveston ISD Educational Foundation<br>04/14/2009<br><br>\$525.00   | 9026                  | 4/14/2009       | \$525.00          |
| Galveston ISD Educational Foundation<br>04/14/2009<br>\$525.00       | 9026                  | 4/14/2009       | \$525.00          |

# SCHEDULE 1

## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| Payee Organization<br>Project Title, Grant Amount                            | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount |
|------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|
| <b>The Gathering Place</b><br>4/27/09<br>\$100.00                            | 9037                  | 4/27/2009       | \$100.00          |
| <b>The Grand 1894 Opera House</b><br>04/14/2009<br><br>\$1,420.50            | 9027                  | 4/14/2009       | (\$1,420.50)      |
| <b>The Grand 1894 Opera House</b><br>04/14/2009<br><br>\$1,420.50            | 9027                  | 4/14/2009       | \$1,420.50        |
| <b>The Grand 1894 Opera House</b><br>04/14/2009<br><br>\$1,420.50            | 9027                  | 4/14/2009       | \$1,420.50        |
| <b>Greater Houston Preservation Alliance, Inc.</b><br>03/07/2009<br>\$100.00 | 8998                  | 4/7/2009        | \$100.00          |
| <b>Hermann Park Conservancy</b><br>03/07/2009<br>\$100.00                    | 9008                  | 4/7/2009        | \$100.00          |
| <b>Houston Area Women's Center</b><br>4/27/09<br>\$250.00                    | 9053                  | 4/27/2009       | \$250.00          |
| <b>Houston Food Bank</b><br>4/27/09<br>\$100.00                              | 9056                  | 4/27/2009       | \$100.00          |
| <b>Houston Grand Opera Association, Inc.</b><br>03/07/2009<br>\$250.00       | 9009                  | 4/7/2009        | \$250.00          |
| <b>Houston Habitat for Humanity, Inc.</b><br>4/27/09<br>\$150.00             | 9032                  | 4/27/2009       | \$150.00          |

# SCHEDULE 1

## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| <b>Payee Organization<br/>Project Title, Grant Amount</b>             | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b> | <b>Payment<br/>Amount</b> |
|-----------------------------------------------------------------------|-------------------------------|-------------------------|---------------------------|
| <b>Houston Hospice</b><br>03/07/2009<br>\$100.00                      | 8999                          | 4/7/2009                | \$100.00                  |
| <b>Houston Humane Society</b><br>03/07/2009<br>\$100.00               | 9000                          | 4/7/2009                | \$100.00                  |
| <b>Houston Museum Of Natural Science</b><br>4/27/09<br>\$100.00       | 9047                          | 4/27/2009               | \$100 00                  |
| <b>Inprint, Inc.</b><br>4/27/09<br>\$100.00                           | 9035                          | 4/27/2009               | \$100.00                  |
| <b>The Jewish Foundation for the Righteous</b><br>4/27/09<br>\$100.00 | 9055                          | 4/27/2009               | \$100 00                  |
| <b>KUHF FM Houston Public Radio</b><br>4/27/09<br>\$500.00            | 9057                          | 4/27/2009               | \$500.00                  |
| <b>Menil Foundation</b><br>4/27/09<br>\$100.00                        | 9040                          | 4/27/2009               | \$100.00                  |
| <b>Museum of Fine Arts, Houston</b><br>03/07/2009<br>\$100.00         | 9012                          | 4/7/2009                | \$100 00                  |
| <b>Museum of Fine Arts, Houston</b><br>4/27/09<br>\$250.00            | 9046                          | 4/27/2009               | \$250 00                  |
| <b>National Parks Conservation Association</b><br>4/27/09<br>\$100.00 | 9045                          | 4/27/2009               | \$100.00                  |
| <b>The Park People, Inc.</b><br>4/27/09<br>\$100.00                   | 9052                          | 4/27/2009               | \$100 00                  |

# SCHEDULE 1

## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| Payee Organization<br>Project Title, Grant Amount                               | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount |
|---------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|
| Planned Parenthood Federation of America, Inc.<br>4/27/09<br>\$100.00           | 9031                  | 4/27/2009       | \$100.00          |
| Planned Parenthood of Houston & Southeast Texas, Inc.<br>03/07/2009<br>\$725.00 | 9013                  | 4/7/2009        | \$725 00          |
| Salvation Army/Houston<br>4/27/09<br>\$100.00                                   | 9039                  | 4/27/2009       | \$100.00          |
| Satori, Inc.<br>4/27/09<br>\$4,500.00                                           | 9051                  | 4/27/2009       | \$4,500.00        |
| Sheltering Arms<br>4/27/09<br>\$100.00                                          | 9033                  | 4/27/2009       | \$100 00          |
| St. Vincent's House<br>04/14/2009<br>\$150 00                                   | 9028                  | 4/14/2009       | \$150 00          |
| Stages, Inc.<br>4/27/09<br>\$100.00                                             | 9042                  | 4/27/2009       | \$100 00          |
| Stages, Inc.<br>Grant for Match [7216]<br>\$100.00                              | 9059                  | 4/27/2009       | \$100 00          |
| Star of Hope Mission<br>4/27/09<br>\$100.00                                     | 9041                  | 4/27/2009       | \$100 00          |
| Teach for America, Inc.<br>4/27/09<br>\$100.00                                  | 9058                  | 4/27/2009       | \$100.00          |
| Temple B'nai Israel<br>04/14/2009<br>\$75 00                                    | 9030                  | 4/14/2009       | \$75 00           |

# SCHEDULE 1

## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| Payee Organization<br>Project Title, Grant Amount                             | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount |
|-------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|
| Trees for Houston<br>03/07/2009<br>\$200 00                                   | 9001                  | 4/7/2009        | \$200 00          |
| Trinity Episcopal Church<br>04/14/2009<br>\$75 00                             | 9025                  | 4/14/2009       | \$75.00           |
| United Way Of Galveston<br>03/07/2009<br>\$9,000.00                           | 9018                  | 4/8/2009        | \$9,000.00        |
| United Way of the Texas Gulf Coast<br>4/27/09<br>\$700.00                     | 9034                  | 4/27/2009       | \$700.00          |
| University of Texas @ Austin/McDonald Observatory<br>4/27/09<br>\$100.00      | 9038                  | 4/27/2009       | \$100 00          |
| Urban Harvest<br>4/27/09<br>\$100.00                                          | 9049                  | 4/27/2009       | \$100.00          |
| Valley Zoological Society<br>4/27/09<br>\$250.00                              | 9036                  | 4/27/2009       | \$250 00          |
| Women's International Network for Guatemalan Solutions<br>4/27/09<br>\$300.00 | 9044                  | 4/27/2009       | \$300.00          |
| Total April 2009<br>(70 items)                                                |                       |                 | \$31,420 50       |
| <b><u>May 2009</u></b>                                                        |                       |                 |                   |
| American Cancer Society<br>5/12/09<br>\$2,500.00                              | 9063                  | 5/12/2009       | \$2,500 00        |

# SCHEDULE 1

## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| Payee Organization<br>Project Title, Grant Amount               | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount |
|-----------------------------------------------------------------|-----------------------|-----------------|-------------------|
| American Music Scholarship Association<br>5/12/09<br>\$1,000.00 | 9066                  | 5/12/2009       | \$1,000.00        |
| Charter Research Institute<br>5/12/09<br>\$1,500.00             | 9067                  | 5/12/2009       | \$1,500.00        |
| Cincinnati Museum Center<br>5/12/09<br>\$2,500.00               | 9064                  | 5/12/2009       | \$2,500.00        |
| Holy Rosary Church<br>Grant for Match [7217]<br>\$375 00        | 9060                  | 5/4/2009        | \$375.00          |
| Holy Rosary Church<br>Grant for Match [7217]<br><br>\$375 00    | 9060                  | 5/5/2009        | (\$375.00)        |
| Holy Rosary Church<br>Grant for Match [7217]<br><br>\$375.00    | 9060                  | 5/5/2009        | \$375 00          |
| San Antonio Symphony<br>Grant for Match [7224]<br>\$50.00       | 9072                  | 5/27/2009       | \$50.00           |
| Satori, Inc.<br>5/12/09<br><br>\$150.00                         | 9068                  | 5/12/2009       | \$150 00          |
| St. John's School<br>5/12/09<br>\$3,000 00                      | 9065                  | 5/12/2009       | \$3,000 00        |
| Total May 2009<br>(10 items)                                    |                       |                 | \$11,075 00       |

# SCHEDULE 1

## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| <b>Payee Organization<br/>Project Title, Grant Amount</b>                    | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b> | <b>Payment<br/>Amount</b> |
|------------------------------------------------------------------------------|-------------------------------|-------------------------|---------------------------|
| <b><u>June 2009</u></b>                                                      |                               |                         |                           |
| <b>Athena Foundation</b><br><i>Grant for Match [7225]</i><br>\$250.00        | 9075                          | 6/10/2009               | \$250 00                  |
| <b>Dian Fossey Gorilla Fund</b><br><i>Grant for Match [7226]</i><br>\$250.00 | 9076                          | 6/15/2009               | \$250.00                  |
| <b>George Washington University</b><br><i>06/23/2009</i><br>\$250.00         | 9082                          | 6/23/2009               | \$250.00                  |
| <b>Georgetown Day School</b><br><i>06/23/2009</i><br>\$500 00                | 9079                          | 6/23/2009               | \$500.00                  |
| <b>Harvard University</b><br><i>06/23/2009</i><br>\$250.00                   | 9081                          | 6/23/2009               | \$250 00                  |
| <b>Oberlin College</b><br><i>06/23/2009</i><br>\$1,000.00                    | 9080                          | 6/23/2009               | \$1,000.00                |
| <b>St. Mary's Hall</b><br><i>Grant for Match [7233]</i><br>\$25 00           | 9083                          | 6/25/2009               | \$25.00                   |
| <b>Temple Emanu-El</b><br><i>Grant for Match [7227]</i><br>\$750.00          | 9078                          | 6/18/2009               | \$750 00                  |
| <b>Total June 2009</b><br>(8 items)                                          |                               |                         | <b>\$3,275 00</b>         |

# SCHEDULE 1

## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| <b>Payee Organization<br/>Project Title, Grant Amount</b>                | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b>               | <b>Payment<br/>Amount</b> |
|--------------------------------------------------------------------------|-------------------------------|---------------------------------------|---------------------------|
| <b><u>July 2009</u></b>                                                  |                               |                                       |                           |
| Dalton School<br><i>Grant for Match [7234]</i><br>\$5,000 00             | 9084                          | 7/1/2009                              | \$5,000 00                |
|                                                                          |                               | <i>Total July 2009</i><br>(1 item)    | <hr/> \$5,000 00          |
| <b><u>August 2009</u></b>                                                |                               |                                       |                           |
| The Children's Center, Inc.<br><i>08/12/09</i><br>\$2,250.00             | 9086                          | 8/12/2009                             | \$2,250.00                |
| Melmark, Inc.<br><i>Grant for Match [7237]</i><br>\$5,000.00             | 9091                          | 8/31/2009                             | \$5,000 00                |
| Old Central Cultural Center<br><i>08/12/09</i><br>\$225 00               | 9085                          | 8/12/2009                             | \$225 00                  |
|                                                                          |                               | <i>Total August 2009</i><br>(3 items) | <hr/> \$7,475.00          |
| <b><u>September 2009</u></b>                                             |                               |                                       |                           |
| Adaptive Sports Center<br><i>Grant for Match [7249]</i><br>\$1,000 00    | 9103                          | 9/21/2009                             | \$1,000.00                |
| Brookwood Community<br><i>09/14/2009</i><br>\$100.00                     | 9093                          | 9/14/2009                             | \$100 00                  |
| The Children's Center, Inc.<br><i>09/14/2009</i><br>\$150.00             | 9100                          | 9/14/2009                             | \$150.00                  |
| The Children's Center, Inc.<br><i>Grant for Match [7254]</i><br>\$375.00 | 9105                          | 9/28/2009                             | \$375 00                  |

# SCHEDULE 1

## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| Payee Organization<br>Project Title, Grant Amount               | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount |
|-----------------------------------------------------------------|-----------------------|-----------------|-------------------|
| Family Services of Greater Houston<br>09/14/2009<br>\$100.00    | 9098                  | 9/14/2009       | \$100 00          |
| First Lutheran Church<br>Grant for Match [7248]<br><br>\$300.00 | 9102                  | 9/17/2009       | \$300.00          |
| Foundation for ContemporaryTheology<br>09/14/2009<br>\$100 00   | 9097                  | 9/14/2009       | \$100 00          |
| Goodwill Industries<br>09/14/2009<br>\$100 00                   | 9099                  | 9/14/2009       | \$100.00          |
| Houston Compass, Inc.<br>09/14/2009<br>\$100.00                 | 9094                  | 9/14/2009       | \$100 00          |
| Houston Public Library<br>09/14/2009<br>\$100.00                | 9101                  | 9/14/2009       | \$100 00          |
| Houston Read Commission<br>09/14/2009<br>\$100.00               | 9092                  | 9/14/2009       | \$100 00          |
| Houston Symphony<br>09/14/2009<br>\$100.00                      | 9095                  | 9/14/2009       | \$100.00          |
| Lady Bird Johnson Wildflower Center<br>09/14/2009<br>\$100 00   | 9096                  | 9/14/2009       | \$100 00          |
| St. Apollinaris Church<br>0/923/09<br>\$231 00                  | 9104                  | 9/23/2009       | \$231.00          |

# SCHEDULE 1

## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| Payee Organization<br>Project Title, Grant Amount                                        | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount |
|------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|
| St. Apollinaris Church<br><i>Grant for Match [7255]</i><br>\$1,000.00                    | 9106                  | 9/28/2009       | \$1,000.00        |
| <i>Total September 2009</i><br>(15 items)                                                |                       |                 | \$3,956.00        |
| <b><u>October 2009</u></b>                                                               |                       |                 |                   |
| Ambassador Academy<br><i>Grant for Match [7257]</i><br>\$750.00                          | 9118                  | 10/6/2009       | \$750.00          |
| American Heart Association<br><i>10/27/2009</i><br>\$1,000.00                            | 9156                  | 10/27/2009      | \$1,000.00        |
| Duke University<br><i>10/12/2009</i><br>\$100.00                                         | 9122                  | 10/12/2009      | \$100.00          |
| East End Preschool<br><i>10/12/2009</i><br>\$975.00                                      | 9124                  | 10/12/2009      | \$975.00          |
| East End Preschool<br><i>Grant for Match [7266]</i><br><br>\$750.00                      | 9125                  | 10/14/2009      | \$750.00          |
| Galveston Island Humane Society, Inc.<br><i>Grant for Match [7278]</i><br>\$1,500.00     | 9165                  | 10/27/2009      | \$1,500.00        |
| Galveston Island Humane Society, Inc.<br><i>Grant for Match [7278]</i><br><br>\$1,500.00 | 9165                  | 10/28/2009      | (\$1,500.00)      |
| Galveston Island Nature Tourism Council<br><i>10/27/2009</i><br>\$1,500.00               | 9154                  | 10/27/2009      | \$1,500.00        |

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## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| Payee Organization<br>Project Title, Grant Amount                                              | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount |
|------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|
| <b>Galveston Island Nature Tourism Council</b><br><i>Grant for Match [7275]</i><br>\$1,500.00  | 9161                  | 10/27/2009      | \$1,500.00        |
| <b>Galveston Island Nature Tourism Council</b><br><i>Grant for Match [7277]</i><br>\$1,500 00  | 9164                  | 10/27/2009      | \$1,500 00        |
| <b>The Jewish Foundation for the Righteous</b><br><i>Grant for Match [7260]</i><br>\$250 00    | 9119                  | 10/6/2009       | \$250 00          |
| <b>National Trust for Historic Preservation</b><br><i>Grant for Match [7258]</i><br>\$1,000.00 | 9120                  | 10/6/2009       | \$1,000.00        |
| <b>Our Lady of Peace Church</b><br><i>10/27/2009</i><br>\$2,000.00                             | 9155                  | 10/27/2009      | \$2,000 00        |
| <b>San Antonio Academy</b><br><i>Grant for Match [7259]</i><br>\$250.00                        | 9121                  | 10/6/2009       | \$250.00          |
| <b>Satori, Inc.</b><br><i>10/27/2009</i><br>\$750.00                                           | 9159                  | 10/27/2009      | \$750 00          |
| <b>Settlement Home for Children</b><br><i>10/27/2009</i><br>\$910.00                           | 9157                  | 10/27/2009      | \$910 00          |
| <b>Sunshine Center, Inc.</b><br><i>10/12/2009</i><br>\$750.00                                  | 9123                  | 10/12/2009      | \$750 00          |
| <b>The Susan G. Komen Breast Cancer Foundation</b><br><i>Grant for Match [7256]</i><br>\$50.00 | 9113                  | 10/1/2009       | \$50 00           |
| <b>Temple B'nai Israel</b><br><i>10/27/2009</i><br><br>\$150.00                                | 9158                  | 10/27/2009      | \$150.00          |

# SCHEDULE 1

## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| Payee Organization<br>Project Title, Grant Amount                          | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount |
|----------------------------------------------------------------------------|-----------------------|-----------------|-------------------|
| United Way of Weld County<br>10/27/2009<br>\$3,000.00                      | 9153                  | 10/27/2009      | \$3,000.00        |
| Total October 2009<br>(20 items)                                           |                       |                 | \$17,185.00       |
| <b>November 2009</b>                                                       |                       |                 |                   |
| AIDS Walk New York<br>11/02/2009<br>\$100.00                               | 9185                  | 11/2/2009       | \$100.00          |
| Advocacy Center for Children of Galveston County<br>11/10/2009<br>\$750.00 | 9218                  | 11/10/2009      | \$750.00          |
| All Austin Cooperative Nursery School<br>11/16/09<br>\$500.00              | 9260                  | 11/16/2009      | \$500.00          |
| Ambassador Academy<br>11/02/2009<br>\$375.00                               | 9183                  | 11/2/2009       | \$375.00          |
| Ambassador Academy<br>11/02/2009<br>\$375.00                               | 9183                  | 11/2/2009       | (\$375.00)        |
| Ambassador Academy<br>11/02/2009<br>\$375.00                               | 9183                  | 11/2/2009       | \$375.00          |
| American Red Cross/Galveston County Unit<br>11/16/09<br>\$3,750.00         | 9241                  | 11/16/2009      | \$3,750.00        |
| Animal Rescue League<br>Grant for Match [7317]<br>\$500.00                 | 9203                  | 11/4/2009       | \$500.00          |

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## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| <b>Payee Organization<br/>Project Title, Grant Amount</b>                      | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b> | <b>Payment<br/>Amount</b> |
|--------------------------------------------------------------------------------|-------------------------------|-------------------------|---------------------------|
| <b>Another Look</b><br>11/10/2009<br>\$500.00                                  | 9212                          | 11/10/2009              | \$500.00                  |
| <b>Armand Bayou Nature Center Foundation</b><br>11/02/2009<br>\$100.00         | 9166                          | 11/2/2009               | \$100 00                  |
| <b>Arthouse at the Jones Center</b><br>11/16/09<br>\$500 00                    | 9255                          | 11/16/2009              | \$500.00                  |
| <b>Austin Museum of Art</b><br>11/16/09<br>\$500.00                            | 9246                          | 11/16/2009              | \$500 00                  |
| <b>Austin Public Library Foundation</b><br>11/16/09<br>\$750.00                | 9247                          | 11/16/2009              | \$750 00                  |
| <b>Boys and Girls Clubs of Greater Houston, Inc.</b><br>11/12/2009<br>\$750.00 | 9237                          | 11/12/2009              | \$750 00                  |
| <b>Boys and Girls Clubs of Greater Houston, Inc.</b><br>11/16/09<br>\$1,500.00 | 9253                          | 11/16/2009              | \$1,500 00                |
| <b>The Carver Development Board</b><br>11/02/2009<br>\$500.00                  | 9178                          | 11/2/2009               | \$500.00                  |
| <b>Center for Hearing and Speech</b><br>11/02/2009<br>\$100.00                 | 9172                          | 11/2/2009               | \$100.00                  |
| <b>Center for Regional Excellence</b><br>11/16/09<br>\$3,750 00                | 9263                          | 11/16/2009              | \$3,750 00                |
| <b>Central Asia Institute</b><br>T Thompson<br>\$500.00                        | 9228                          | 11/10/2009              | \$500.00                  |

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## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| <b>Payee Organization<br/>Project Title, Grant Amount</b>                          | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b> | <b>Payment<br/>Amount</b> |
|------------------------------------------------------------------------------------|-------------------------------|-------------------------|---------------------------|
| <b>The Children's Center, Inc.</b><br><i>11/02/2009</i><br>\$3,000.00              | 9186                          | 11/2/2009               | \$3,000 00                |
| <b>The Children's Center, Inc.</b><br><i>11/16/09</i><br>\$2,250 00                | 9272                          | 11/16/2009              | \$2,250.00                |
| <b>Children's Defense Fund</b><br><i>11/04/09</i><br>\$1,000 00                    | 9202                          | 11/4/2009               | \$1,000.00                |
| <b>Children's Medical Center</b><br><i>T Thompson</i><br>\$1,000 00                | 9229                          | 11/10/2009              | \$1,000 00                |
| <b>Children's Tumor Foundation</b><br><i>T Thompson</i><br>\$1,500.00              | 9227                          | 11/10/2009              | \$1,500.00                |
| <b>Child's Park Foundation, Inc.</b><br><i>T Thompson</i><br>\$250 00              | 9232                          | 11/10/2009              | \$250.00                  |
| <b>Christus VNA Hospice</b><br><i>11/02/2009</i><br>\$1,000 00                     | 9182                          | 11/2/2009               | \$1,000.00                |
| <b>City of Galveston</b><br><i>11/16/09</i><br>\$22,500.00                         | 9273                          | 11/16/2009              | \$22,500 00               |
| <b>City of Galveston</b><br><i>11/16/2009 (Sasser - 21-30)</i><br>\$1,500.75       | 9282                          | 11/17/2009              | \$1,500.75                |
| <b>D &amp; R Greenway Land Trust</b><br><i>11/04/09</i><br>\$500.00                | 9198                          | 11/4/2009               | \$500 00                  |
| <b>Dakin Pioneer Valley Humane Society, Inc.</b><br><i>T. Thompson</i><br>\$250.00 | 9233                          | 11/10/2009              | \$250 00                  |

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## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| <b>Payee Organization<br/>Project Title, Grant Amount</b>                                       | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b> | <b>Payment<br/>Amount</b> |
|-------------------------------------------------------------------------------------------------|-------------------------------|-------------------------|---------------------------|
| <b>Dalton School</b><br><i>Grant for Match [7406]</i><br>\$2,200.00                             | 9280                          | 11/17/2009              | \$2,200 00                |
| <b>Doctors Without Borders</b><br><i>11/04/09</i><br>\$1,000.00                                 | 9199                          | 11/4/2009               | \$1,000.00                |
| <b>Doctors Without Borders USA, Inc.</b><br><i>T Thompson</i><br>\$1,000.00                     | 9234                          | 11/10/2009              | \$1,000 00                |
| <b>Educational Opportunities Fund</b><br><i>11/16/09</i><br>\$300 00                            | 9270                          | 11/16/2009              | \$300.00                  |
| <b>etc at the Strand Theatre</b><br><i>11/16/09</i><br>\$1,500.00                               | 9252                          | 11/16/2009              | \$1,500 00                |
| <b>Faith in Practice</b><br><i>11/02/2009</i><br>\$500.00                                       | 9175                          | 11/2/2009               | \$500 00                  |
| <b>Faith in Practice</b><br><i>T Thompson</i><br><br>\$500.00                                   | 9220                          | 11/10/2009              | \$500.00                  |
| <b>Family Service Association</b><br><i>11/02/2009</i><br>\$3,000.00                            | 9169                          | 11/2/2009               | \$3,000 00                |
| <b>Fourth Ward Clinic Good Neighbor Health Care Center</b><br><br><i>11/02/2009</i><br>\$100.00 | 9168                          | 11/2/2009               | \$100.00                  |
| <b>Friends of Barton Springs Pool</b><br><i>11/16/09</i><br>\$500 00                            | 9269                          | 11/16/2009              | \$500.00                  |

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## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| Payee Organization<br>Project Title, Grant Amount                             | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount |
|-------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|
| Friends of the National Zoo<br>11/16/09<br>\$2,425.00                         | 9258                  | 11/16/2009      | \$2,425.00        |
| Galveston County Gulf Coast Black Nurses Association<br>11/04/09<br>\$150.00  | 9201                  | 11/4/2009       | \$150.00          |
| Galveston Historical Foundation<br>11/02/2009<br>\$150 00                     | 9171                  | 11/2/2009       | \$150.00          |
| Galveston Historical Foundation<br>11/10/2009<br>\$750.00                     | 9208                  | 11/10/2009      | \$750.00          |
| Galveston Historical Foundation<br>11/16/09<br>\$1,125.00                     | 9242                  | 11/16/2009      | \$1,125.00        |
| Galveston Independent School District<br>Grant for Match [7294]<br>\$3,000 00 | 9285                  | 11/2/2009       | \$3,000.00        |
| Galveston ISD Educational Foundation<br>11/16/09<br>\$1,500 00                | 9251                  | 11/16/2009      | \$1,500.00        |
| Galveston Island Humane Society, Inc.<br>11/16/09<br>\$1,500.00               | 9275                  | 11/16/2009      | \$1,500.00        |
| The Gazelle Foundation<br>11/16/09<br>\$500.00                                | 9268                  | 11/16/2009      | \$500.00          |
| Georgetown Day School<br>11/16/09<br>\$750.00                                 | 9238                  | 11/16/2009      | \$750.00          |
| Georgetown University<br>11/16/09<br>\$250 00                                 | 9261                  | 11/16/2009      | \$250.00          |

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## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| <b>Payee Organization<br/>Project Title, Grant Amount</b>          | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b> | <b>Payment<br/>Amount</b> |
|--------------------------------------------------------------------|-------------------------------|-------------------------|---------------------------|
| <b>The Grand 1894 Opera House</b><br><i>11/02/2009</i>             | 9181                          | 11/2/2009               | \$750.00                  |
| \$750.00                                                           |                               |                         |                           |
| <b>The Grand 1894 Opera House</b><br><i>11/10/2009</i>             | 9214                          | 11/10/2009              | \$750 00                  |
| \$750.00                                                           |                               |                         |                           |
| <b>The Grand 1894 Opera House</b><br><i>11/16/09</i>               | 9262                          | 11/16/2009              | \$3,750 00                |
| \$3,750.00                                                         |                               |                         |                           |
| <b>The Grand 1894 Opera House</b><br><i>Grant for Match [7410]</i> | 9286                          | 11/30/2009              | \$3,750 00                |
| \$3,750 00                                                         |                               |                         |                           |
| <b>Greater Boston Food Bank</b><br><i>Grant for Match [7316]</i>   | 9204                          | 11/4/2009               | \$500.00                  |
| \$500 00                                                           |                               |                         |                           |
| <b>Habitat for Humanity - Trenton Area</b><br><i>11/04/09</i>      | 9193                          | 11/4/2009               | \$500 00                  |
| \$500.00                                                           |                               |                         |                           |
| <b>Houston Achievement Place</b><br><i>11/02/2009</i>              | 9187                          | 11/2/2009               | \$100 00                  |
| \$100.00                                                           |                               |                         |                           |
| <b>Houston Ebony Opera Guild</b><br><i>11/02/2009</i>              | 9174                          | 11/2/2009               | \$100 00                  |
| \$100 00                                                           |                               |                         |                           |
| <b>Houston Zoo, Inc.</b><br><i>11/02/2009</i>                      | 9189                          | 11/2/2009               | \$100 00                  |
| \$100.00                                                           |                               |                         |                           |
| <b>Human Rights Watch</b><br><i>11/04/09</i>                       | 9194                          | 11/4/2009               | \$1,000 00                |
| \$1,000 00                                                         |                               |                         |                           |

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## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| Payee Organization<br>Project Title, Grant Amount                                   | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount |
|-------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|
| Humane Society of Bexar County<br>11/02/2009<br>\$500.00                            | 9180                  | 11/2/2009       | \$500 00          |
| Illinois Education Foundation<br>Grant for Match [7349]<br>\$5,000.00               | 9236                  | 11/11/2009      | \$5,000.00        |
| International Language Institute of MA, Inc.<br>T Thompson<br>\$250.00              | 9223                  | 11/10/2009      | \$250 00          |
| Isles, Inc.<br>11/04/09<br>\$1,000 00                                               | 9195                  | 11/4/2009       | \$1,000 00        |
| Jackson Street School Parent Teacher Organization, Inc.<br>T Thompson<br>\$1,500 00 | 9230                  | 11/10/2009      | \$1,500 00        |
| Jewish Federation of Galveston County<br>11/10/2009<br>\$1,500.00                   | 9210                  | 11/10/2009      | \$1,500.00        |
| Junior League of Galveston County<br>Grant for Match [7319]<br>\$300 00             | 9205                  | 11/9/2009       | \$300.00          |
| Kipp, Inc.<br>11/10/2009<br>\$1,000 00                                              | 9213                  | 11/10/2009      | \$1,000.00        |
| KLRN/Alamo Public Telecommunications<br>11/02/2009<br>\$1,000.00                    | 9170                  | 11/2/2009       | \$1,000.00        |
| La Leche League International<br>11/10/2009<br>\$1,000.00                           | 9216                  | 11/10/2009      | \$1,000 00        |
| Latin American Youth Center<br>11/16/09<br>\$75 00                                  | 9256                  | 11/16/2009      | \$75 00           |

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## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| Payee Organization<br>Project Title, Grant Amount                            | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount |
|------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|
| Maret School<br>11/16/09<br>\$500.00                                         | 9274                  | 11/16/2009      | \$500.00          |
| Meals on Wheels on More<br>11/16/09<br>\$500 00                              | 9267                  | 11/16/2009      | \$500 00          |
| Michael J. Fox Foundation for Parkinson's Research<br>11/04/09<br>\$2,500.00 | 9200                  | 11/4/2009       | \$2,500.00        |
| National Center for Children in Poverty<br>11/16/09<br>\$250.00              | 9266                  | 11/16/2009      | \$250 00          |
| Neuhaus Education Center<br>11/02/2009<br>\$100 00                           | 9188                  | 11/2/2009       | \$100.00          |
| Northampton Community Music Center, Inc.<br>T Thompson<br>\$250 00           | 9221                  | 11/10/2009      | \$250 00          |
| Parkside Community School<br>11/16/09<br>\$2,000.00                          | 9265                  | 11/16/2009      | \$2,000.00        |
| People's Community Clinic<br>Grant for Match [7405]<br>\$1,000.00            | 9281                  | 11/17/2009      | \$1,000.00        |
| Planned Parenthood of Mercer Area<br>11/04/09<br>\$1,000.00                  | 9192                  | 11/4/2009       | \$1,000.00        |
| Planned Parenthood of Metropolitan Washington<br>11/10/2009<br>\$8,000.00    | 9209                  | 11/10/2009      | \$8,000.00        |
| Planned Parenthood of Metropolitan Washington<br>11/16/09<br>\$500 00        | 9243                  | 11/16/2009      | \$500 00          |

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## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| <b>Payee Organization<br/>Project Title, Grant Amount</b>                      | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b> | <b>Payment<br/>Amount</b> |
|--------------------------------------------------------------------------------|-------------------------------|-------------------------|---------------------------|
| <b>Radcliffe Institute for Advanced Study</b><br><i>11/16/09</i><br>\$1,000.00 | 9271                          | 11/16/2009              | \$1,000.00                |
| <b>Refugees International</b><br><i>11/04/09</i><br>\$1,000.00                 | 9196                          | 11/4/2009               | \$1,000.00                |
| <b>Resource and Crisis Center</b><br><i>11/10/2009</i><br>\$750.00             | 9217                          | 11/10/2009              | \$750 00                  |
| <b>Respite Care of San Antonio</b><br><i>11/02/2009</i><br>\$1,000.00          | 9179                          | 11/2/2009               | \$1,000.00                |
| <b>Ronald McDonald House of Galveston</b><br><i>11/10/2009</i><br>\$750.00     | 9207                          | 11/10/2009              | \$750.00                  |
| <b>The Rosedale Conservancy</b><br><i>11/10/2009</i><br>\$2,000.00             | 9211                          | 11/10/2009              | \$2,000.00                |
| <b>Rosenberg Library</b><br><i>T Thompson</i><br>\$750.00                      | 9235                          | 11/10/2009              | \$750.00                  |
| <b>Rosenberg Library</b><br><i>11/16/09</i><br>\$750.00                        | 9279                          | 11/16/2009              | \$750 00                  |
| <b>The Salvation Army of Galveston</b><br><i>11/10/2009</i><br>\$750.00        | 9219                          | 11/10/2009              | \$750 00                  |
| <b>San Francisco AIDS Foundation</b><br><i>11/02/2009</i><br>\$100.00          | 9177                          | 11/2/2009               | \$100 00                  |
| <b>Satori, Inc.</b><br><i>11/16/09</i><br>\$750 00                             | 9278                          | 11/16/2009              | \$750.00                  |

# SCHEDULE 1

## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| <b>Payee Organization<br/>Project Title, Grant Amount</b>                         | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b> | <b>Payment<br/>Amount</b> |
|-----------------------------------------------------------------------------------|-------------------------------|-------------------------|---------------------------|
| <b>Scenic Houston</b><br><i>11/02/2009</i><br>\$100.00                            | 9190                          | 11/2/2009               | \$100 00                  |
| <b>Servicenet, Inc.</b><br><i>T Thompson</i><br>\$750.00                          | 9225                          | 11/10/2009              | \$750.00                  |
| <b>Society for the Advancement of Judaism</b><br><i>11/16/09</i><br>\$1,500.00    | 9264                          | 11/16/2009              | \$1,500 00                |
| <b>SOME</b><br><i>11/16/09</i><br>\$250.00                                        | 9250                          | 11/16/2009              | \$250 00                  |
| <b>St. Catherine's Montessori</b><br><i>11/02/2009</i><br>\$200.00                | 9184                          | 11/2/2009               | \$200 00                  |
| <b>St. Vincent's House</b><br><i>11/10/2009</i><br>\$750 00                       | 9215                          | 11/10/2009              | \$750.00                  |
| <b>Stanford University</b><br><i>11/16/09</i><br>\$500.00                         | 9239                          | 11/16/2009              | \$500 00                  |
| <b>Stony Brook-Millstone Watershed Association</b><br><i>11/04/09</i><br>\$500.00 | 9197                          | 11/4/2009               | \$500 00                  |
| <b>Sustainable Sciences Institute</b><br><i>T Thompson</i><br>\$250.00            | 9224                          | 11/10/2009              | \$250 00                  |
| <b>Temple B'nai Israel</b><br><i>11/16/09</i><br>\$750.00                         | 9276                          | 11/16/2009              | \$750 00                  |
| <b>Texas Public Radio</b><br><i>11/02/2009</i><br>\$1,000 00                      | 9176                          | 11/2/2009               | \$1,000 00                |

# SCHEDULE 1

2009 MATCHING GIFTS  
HARRIS & ELIZA KEMPNER FUND  
2009 FORM 990-PF  
76-0680130

| <b>Payee Organization<br/>Project Title, Grant Amount</b>                             | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b> | <b>Payment<br/>Amount</b> |
|---------------------------------------------------------------------------------------|-------------------------------|-------------------------|---------------------------|
| Trinity Episcopal Church<br>11/16/09<br>\$2,250 00                                    | 9244                          | 11/16/2009              | \$2,250 00                |
| Trustees of the Forbes Library<br>T Thompson<br>\$500.00                              | 9222                          | 11/10/2009              | \$500 00                  |
| United Way Of Galveston<br>11/10/2009<br>\$1,500.00                                   | 9206                          | 11/10/2009              | \$1,500.00                |
| United Way Of Galveston<br>11/16/09<br>\$12,750.00                                    | 9240                          | 11/16/2009              | \$12,750 00               |
| University of Texas at Austin - Jack S. Blanton Museum of Art<br>11/16/09<br>\$500.00 | 9249                          | 11/16/2009              | \$500.00                  |
| The University of Texas Medical Branch<br>11/16/09<br>\$1,500 00                      | 9277                          | 11/16/2009              | \$1,500 00                |
| The University of Texas Medical Branch<br>11/16/09<br>\$12,000.00                     | 9245                          | 11/16/2009              | \$12,000.00               |
| Washington Hospital Center Foundation<br>11/16/09<br>\$2,500.00                       | 9248                          | 11/16/2009              | \$2,500 00                |
| WFCR Foundation<br>T Thompson<br>\$500.00                                             | 9231                          | 11/10/2009              | \$500 00                  |
| Whole Children, Inc.<br>T. Thompson<br>\$500 00                                       | 9226                          | 11/10/2009              | \$500 00                  |

# SCHEDULE 1

## 2009 MATCHING GIFTS HARRIS & ELIZA KEMPNER FUND 2009 FORM 990-PF 76-0680130

| Payee Organization<br>Project Title, Grant Amount         | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount   |
|-----------------------------------------------------------|-----------------------|-----------------|---------------------|
| Woodley House, Inc.<br>11/16/09<br>\$2,000.00             | 9257                  | 11/16/2009      | \$2,000.00          |
| Yes College Preparatory School<br>11/16/09<br>\$5,000 00  | 9254                  | 11/16/2009      | \$5,000.00          |
| Zero to Three<br>11/16/09<br>\$250.00                     | 9259                  | 11/16/2009      | \$250.00            |
| <i>Total November 2009</i><br>(118 items)                 |                       |                 | <u>\$171,800 75</u> |
| <b><u>December 2009</u></b>                               |                       |                 |                     |
| The Children's Center, Inc.<br>12/03/09<br>\$750.00       | 9293                  | 12/3/2009       | \$750 00            |
| Colorado College<br>12/2/09<br>\$2,500.00                 | 9292                  | 12/2/2009       | \$2,500 00          |
| Educational Foundation of Orinda<br>12/2/09<br>\$3,000.00 | 9289                  | 12/2/2009       | \$3,000 00          |
| Faith in Practice<br>12/2/09<br>\$2,500.00                | 9287                  | 12/2/2009       | \$2,500.00          |
| Krannert Art Museum<br>12/2/09<br>\$80.00                 | 9291                  | 12/2/2009       | \$80 00             |
| The Salvation Army of Galveston<br>12/03/09<br>\$150.00   | 9295                  | 12/3/2009       | \$150 00            |

# SCHEDULE 1

**2009 MATCHING GIFTS  
HARRIS & ELIZA KEMPNER FUND  
2009 FORM 990-PF  
76-0680130**

| <b>Payee Organization<br/>Project Title, Grant Amount</b>             | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b> | <b>Payment<br/>Amount</b>  |
|-----------------------------------------------------------------------|-------------------------------|-------------------------|----------------------------|
| Stanford University<br><i>Grant for Match [7421]</i><br>\$2,000.00    | 9296                          | 12/8/2009               | \$2,000 00                 |
| University of Illinois Foundation<br><i>12/2/09</i><br>\$200.00       | 9290                          | 12/2/2009               | \$200 00                   |
| The University of Texas Medical Branch<br><i>12/03/09</i><br>\$750.00 | 9294                          | 12/3/2009               | \$750.00                   |
| Yes College Preparatory School<br><i>12/2/09</i><br>\$5,000 00        | 9288                          | 12/2/2009               | \$5,000 00                 |
| <i>Total December 2009</i>                                            |                               |                         | <u>\$16,930 00</u>         |
| <b>TOTAL 2009 MATCHING GIFTS PAID</b>                                 |                               |                         | <u><u>\$320,394 75</u></u> |

## RECOMPUTIALIATION OF 2009 GRANTS PAID

|                                                                       |                                |
|-----------------------------------------------------------------------|--------------------------------|
| TOTAL 2009 GRANTS PAYMENTS (SCHEDULE 1, PAGE 9)                       | <b>1,249,017</b>               |
| TOTAL 2009 MATCHING GIFTS PAID (SCHEDULE 1, PAGE 38)                  | <u><b>320,395</b></u>          |
| TOTAL GRANTS & CONTRIBUTIONS PAID (990-PF, PAGE 11, PART XV, LINE 3a) | <u><u><b>1,569,412</b></u></u> |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
**2009 FORM 990-PF**  
**TIN#: 76-680130**

**SCHEDULE D**

**SHORT TERM GAIN/(LOSS)**

| Qty of<br>Shares | Description                    | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|--------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 500              | CATERPILLAR, INC               | P - Purchase                 | 10/10/08         | 08/04/09     | 23,728                  | 21,138                    | 2,590                |
| 500              | CATERPILLAR, INC               | P - Purchase                 | 10/17/08         | 08/04/09     | 23,728                  | 19,788                    | 3,940                |
| 100              | CATERPILLAR, INC               | P - Purchase                 | 01/26/09         | 08/04/09     | 4,746                   | 3,267                     | 1,479                |
| 1200             | CATERPILLAR, INC               | P - Purchase                 | 01/26/09         | 10/19/09     | 67,055                  | 39,201                    | 27,854               |
| 500              | VULCAN MATERIALS CO            | P - Purchase                 | 06/26/08         | 06/11/09     | 21,503                  | 30,534                    | (9,031)              |
| 400              | VULCAN MATERIALS CO            | P - Purchase                 | 10/10/08         | 06/11/09     | 17,203                  | 21,459                    | (4,256)              |
| 400              | VULCAN MATERIALS CO            | P - Purchase                 | 10/23/08         | 06/11/09     | 17,203                  | 19,431                    | (2,228)              |
| 900              | VULCAN MATERIALS CO            | P - Purchase                 | 06/26/08         | 01/08/09     | 55,369                  | 54,962                    | 407                  |
|                  | FROM RMA GOVERNMENT PORTFOLIO  | P - Purchase                 |                  |              | 5                       | -                         | 5                    |
|                  | FROM KEMPNER SECURITIES LP K-1 | P - Purchase                 |                  |              | 22,936                  | -                         | 22,936               |
| 270              | CATERPILLAR, INC               | P - Purchase                 | 01/26/09         | 10/19/09     | 15,083                  | 8,822                     | 6,261                |
| 125              | CATERPILLAR, INC               | P - Purchase                 | 10/17/08         | 08/04/09     | 5,927                   | 4,951                     | 976                  |
| 75               | CATERPILLAR, INC               | P - Purchase                 | 01/26/09         | 08/04/09     | 3,556                   | 2,451                     | 1,106                |
| 100              | VULCAN MATERIALS CO            | P - Purchase                 | 06/26/08         | 01/08/09     | 6,142                   | 6,108                     | 34                   |
| 250              | VULCAN MATERIALS CO            | P - Purchase                 | 06/26/08         | 06/11/09     | 10,765                  | 15,270                    | (4,505)              |
| 100              | VULCAN MATERIALS CO            | P - Purchase                 | 10/23/08         | 06/11/09     | 4,306                   | 4,862                     | (556)                |
| 65               | ARCHER DANIELS MIDLAND         | P - Purchase                 | 06/13/08         | 01/02/09     | 1,877                   | 2,110                     | (233)                |
| 10               | ARCHER DANIELS MIDLAND         | P - Purchase                 | 07/15/08         | 01/02/09     | 289                     | 296                       | (8)                  |
| 15               | CATERPILLAR, INC               | P - Purchase                 | 10/10/08         | 08/04/09     | 708                     | 639                       | 69                   |
| 10               | CATERPILLAR, INC               | P - Purchase                 | 10/17/08         | 08/04/09     | 472                     | 401                       | 71                   |
| 5                | CATERPILLAR, INC               | P - Purchase                 | 01/26/09         | 08/04/09     | 236                     | 164                       | 72                   |
| 25               | CATERPILLAR, INC               | P - Purchase                 | 01/26/09         | 10/19/09     | 1,392                   | 819                       | 573                  |
| 5                | VULCAN MATERIALS CO            | P - Purchase                 | 06/26/08         | 06/11/09     | 215                     | 306                       | (92)                 |
| 15               | VULCAN MATERIALS CO            | P - Purchase                 | 10/10/08         | 06/11/09     | 644                     | 810                       | (166)                |
| 10               | VULCAN MATERIALS CO            | P - Purchase                 | 10/23/08         | 06/11/09     | 429                     | 491                       | (62)                 |
|                  | FROM RMA GOVERNMENT PORTFOLIO  | P - Purchase                 |                  |              | 9                       | -                         | 9                    |
| 15               | CATERPILLAR, INC               | P - Purchase                 | 01/26/09         | 10/19/09     | 833                     | 493                       | 340                  |
| 10               | CATERPILLAR, INC               | P - Purchase                 | 10/10/08         | 08/04/09     | 471                     | 428                       | 43                   |
| 5                | CATERPILLAR, INC               | P - Purchase                 | 10/17/08         | 08/04/09     | 235                     | 203                       | 32                   |
| 10               | VULCAN MATERIALS CO            | P - Purchase                 | 06/26/08         | 01/08/09     | 611                     | 614                       | (3)                  |
| 5                | VULCAN MATERIALS CO            | P - Purchase                 | 06/26/08         | 06/11/09     | 214                     | 307                       | (93)                 |
| 10               | VULCAN MATERIALS CO            | P - Purchase                 | 10/10/08         | 06/11/09     | 428                     | 542                       | (114)                |
| 5                | VULCAN MATERIALS CO            | P - Purchase                 | 10/23/08         | 06/11/09     | 214                     | 248                       | (34)                 |
| 5                | WYETH                          | P - Purchase                 | 04/07/08         | 04/06/09     | 212                     | 216                       | (4)                  |
|                  | FROM RMA GOVERNMENT PORTFOLIO  | P - Purchase                 |                  |              | 4                       | -                         | 4                    |
|                  | FROM KEMPNER SECURITIES LP K-1 | P - Purchase                 |                  |              | 64                      | -                         | 64                   |
|                  | FROM RMA GOVERNMENT PORTFOLIO  | P - Purchase                 |                  |              | 133                     | -                         | 133                  |
| 400              | CORNING INC                    | P - Purchase                 | 08/21/08         | 01/21/09     | 3,649                   | 8,346                     | (4,697)              |
|                  | FROM RMA GOVERNMENT PORTFOLIO  | P - Purchase                 |                  |              | 2                       | -                         | 2                    |
| 450              | CORNING INC                    | P - Purchase                 | 08/21/08         | 01/07/09     | 5,046                   | 9,389                     | (4,343)              |
|                  | FROM RMA GOVERNMENT PORTFOLIO  | P - Purchase                 |                  |              | 39                      | -                         | 39                   |
| 40               | CARREFOUR SA ADR               | P - Purchase                 | 02/17/09         | 02/25/09     | 262                     | 270                       | (8)                  |
| 70               | CARREFOUR SA ADR               | P - Purchase                 | 02/17/09         | 04/30/09     | 549                     | 473                       | 76                   |
| 76               | CARREFOUR SA ADR               | P - Purchase                 | 02/17/09         | 10/27/09     | 666                     | 514                       | 152                  |
| 11               | IBERDROLA SA SPON ADR          | P - Purchase                 | 09/15/08         | 05/01/09     | 346                     | 453                       | (107)                |
| 90               | ROYAL BANK SCOTLAND SPON       | P - Purchase                 | 06/11/08         | 02/09/09     | 666                     | 7,858                     | (7,192)              |
| 82               | ROYAL BANK SCOTLAND SPON       | P - Purchase                 | 06/19/08         | 02/09/09     | 607                     | 7,344                     | (6,737)              |
| 51               | ROYAL BANK SCOTLAND SPON       | P - Purchase                 | 09/15/08         | 02/09/09     | 377                     | 4,054                     | (3,676)              |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
**2009 FORM 990-PF**  
**TIN#: 76-680130**

**SCHEDULE D**

**SHORT TERM GAIN/(LOSS)**

| Qty of<br>Shares | Description                   | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|-------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 42               | ROYAL BANK SCOTLAND SPON      | P - Purchase                 | 09/16/08         | 02/09/09     | 311                     | 2,624                     | (2,313)              |
| 32               | SEVEN & I HLDGS CO LTD        | P - Purchase                 | 02/13/09         | 10/27/09     | 1,393                   | 1,653                     | (260)                |
| 1549             | RTS ING GROEP                 | D - Donation                 | 11/28/09         | 12/18/09     | 2,981                   | -                         | 2,981                |
| 5                | SIEMENS A G SPON ADR          | P - Purchase                 | 09/16/08         | 08/26/09     | 430                     | 468                       | (38)                 |
|                  | FROM RMA GOVERNMENT PORTFOLIO | P - Purchase                 |                  |              | 4                       |                           | 4                    |
| 61               | SINGAPORE TELECOM LTD         | P - Purchase                 | 06/10/08         | 02/25/09     | 1,019                   | 1,624                     | (605)                |
| 14               | CARREFOUR SA ADR              | P - Purchase                 | 02/13/09         | 02/25/09     | 92                      | 100                       | (8)                  |
| 19               | CARREFOUR SA ADR              | P - Purchase                 | 02/13/09         | 05/01/09     | 149                     | 135                       | 14                   |
| 23               | CARREFOUR SA ADR              | P - Purchase                 | 02/13/09         | 10/27/09     | 201                     | 164                       | 38                   |
| 26               | ROYAL BANK SCOTLAND SPON      | P - Purchase                 | 06/11/08         | 02/09/09     | 192                     | 2,282                     | (2,090)              |
| 24               | ROYAL BANK SCOTLAND SPON      | P - Purchase                 | 06/19/08         | 02/09/09     | 178                     | 2,131                     | (1,953)              |
| 15               | ROYAL BANK SCOTLAND SPON      | P - Purchase                 | 09/15/08         | 02/09/09     | 111                     | 1,189                     | (1,078)              |
| 12               | ROYAL BANK SCOTLAND SPON      | P - Purchase                 | 09/16/08         | 02/09/09     | 89                      | 757                       | (668)                |
| 5                | SEVEN & I HOLDINGS CO         | P - Purchase                 | 02/13/09         | 10/27/09     | 218                     | 258                       | (41)                 |
| 450              | RTS ING GROEP                 | D - Donation                 | 11/28/09         | 12/18/09     | 866                     | -                         | 866                  |
| 5                | SIEMENS A G SPON ADR          | P - Purchase                 | 09/16/08         | 08/26/09     | 430                     | 468                       | (38)                 |
| 17               | SINGAPORE TELECOM LTD         | P - Purchase                 | 06/10/08         | 02/25/09     | 284                     | 453                       | (169)                |
|                  | FROM RMA GOVERNMENT PORTFOLIO | P - Purchase                 |                  |              | 1                       |                           | 1                    |
| 6                | TAKEDA PHARMACEUTICAL CO      | P - Purchase                 | 06/05/08         | 05/01/09     | 107                     | 171                       | (64)                 |
| 546              | ABB LTD SPON ADR              | P - Purchase                 | 12/18/08         | 02/18/09     | 6,648                   | 8,029                     | (1,382)              |
| 545              | ABB LTD SPON ADR              | P - Purchase                 | 12/29/08         | 02/18/09     | 6,635                   | 7,977                     | (1,341)              |
| 11               | ABBOTT LABS                   | P - Purchase                 | 01/23/09         | 05/01/09     | 461                     | 581                       | (120)                |
| 5                | ABBOTT LABS                   | P - Purchase                 | 01/23/09         | 06/01/09     | 223                     | 264                       | (41)                 |
| 5                | ABBOTT LABS                   | P - Purchase                 | 01/23/09         | 07/01/09     | 238                     | 264                       | (26)                 |
| 8                | ABBOTT LABS                   | P - Purchase                 | 01/23/09         | 10/01/09     | 397                     | 423                       | (26)                 |
| 5                | ABBOTT LABS                   | P - Purchase                 | 01/23/09         | 08/04/09     | 222                     | 264                       | (42)                 |
| 8                | ABBOTT LABS                   | P - Purchase                 | 01/23/09         | 12/28/09     | 435                     | 423                       | 12                   |
| 20               | ABBOTT LABS                   | P - Purchase                 | 01/23/09         | 10/27/09     | 1,025                   | 1,056                     | (32)                 |
| 9                | ABBOTT LABS                   | P - Purchase                 | 01/23/09         | 11/23/09     | 477                     | 475                       | 1                    |
| 7                | ADOBE SYSTEMS INC             | P - Purchase                 | 10/16/09         | 12/28/09     | 259                     | 250                       | 9                    |
| 236              | AMAZON.COM                    | P - Purchase                 | 01/08/09         | 02/01/09     | 13,859                  | 13,392                    | 468                  |
| 2                | AMAZON.COM                    | P - Purchase                 | 07/10/09         | 12/28/09     | 279                     | 155                       | 123                  |
| 2                | AMAZON.COM                    | P - Purchase                 | 07/10/09         | 10/01/09     | 184                     | 155                       | 29                   |
| 5                | AMAZON.COM                    | P - Purchase                 | 07/10/09         | 10/27/09     | 603                     | 388                       | 214                  |
| 5                | AMAZON.COM                    | P - Purchase                 | 07/10/09         | 11/23/09     | 660                     | 388                       | 271                  |
| 3                | AMER EXPRESS CO               | P - Purchase                 | 05/06/09         | 06/01/09     | 72                      | 80                        | (8)                  |
| 5                | AMER EXPRESS CO               | P - Purchase                 | 05/06/09         | 07/01/09     | 120                     | 134                       | (13)                 |
| 1                | AMER EXPRESS CO               | P - Purchase                 | 05/06/09         | 08/04/09     | 29                      | 27                        | 2                    |
| 5                | AMER EXPRESS CO               | P - Purchase                 | 05/06/09         | 12/28/09     | 205                     | 134                       | 72                   |
| 2                | AMER EXPRESS CO               | P - Purchase                 | 05/06/09         | 10/01/09     | 66                      | 53                        | 13                   |
| 4                | AMER EXPRESS CO               | P - Purchase                 | 05/06/09         | 10/27/09     | 143                     | 107                       | 36                   |
| 8                | AMER EXPRESS CO               | P - Purchase                 | 05/06/09         | 11/23/09     | 331                     | 214                       | 117                  |
| 6                | AMER TOWER CORP               | P - Purchase                 | 09/09/09         | 12/28/09     | 261                     | 205                       | 56                   |
| 7                | AMER TOWER CORP               | P - Purchase                 | 09/09/09         | 11/23/09     | 284                     | 239                       | 45                   |
| 6                | AMER TOWER CORP               | P - Purchase                 | 09/09/09         | 10/01/09     | 214                     | 205                       | 9                    |
| 13               | APPLE INC                     | P - Purchase                 | 04/25/08         | 02/25/09     | 1,208                   | 2,193                     | (985)                |
| 5                | APPLE INC                     | P - Purchase                 | 04/25/08         | 03/27/09     | 533                     | 843                       | (310)                |
| 1                | BAIDU INC                     | P - Purchase                 | 09/17/09         | 12/28/09     | 423                     | 401                       | 22                   |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
**2009 FORM 990-PF**  
**TIN#: 76-680130**

**SCHEDULE D**

**SHORT TERM GAIN/(LOSS)**

| Qty of<br>Shares | Description             | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|-------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 1                | BAIDU INC               | P - Purchase                 | 09/17/09         | 11/23/09     | 435                     | 401                       | 34                   |
| 2                | BAIDU INC               | P - Purchase                 | 09/17/09         | 10/27/09     | 759                     | 802                       | (43)                 |
| 1                | BAIDU INC               | P - Purchase                 | 09/17/09         | 10/01/09     | 386                     | 401                       | (15)                 |
| 399              | BANCO SANTANDER BRASIL  | P - Purchase                 | 10/15/09         | 11/04/09     | 9,374                   | 10,071                    | (697)                |
| 477              | BANCO SANTANDER BRASIL  | P - Purchase                 | 10/15/09         | 10/29/09     | 5,928                   | 6,363                     | (435)                |
| 225              | BANCO SANTANDER BRASIL  | P - Purchase                 | 10/15/09         | 10/28/09     | 2,750                   | 3,001                     | (251)                |
| 3                | BANCO SANTANDER BRASIL  | P - Purchase                 | 10/15/09         | 10/27/09     | 39                      | 40                        | (1)                  |
| 4                | BANK OF NEW YORK MELLON | P - Purchase                 | 04/21/09         | 06/01/09     | 111                     | 110                       | 1                    |
| 5                | BANK OF NEW YORK MELLON | P - Purchase                 | 04/21/09         | 07/01/09     | 148                     | 137                       | 10                   |
| 3                | BANK OF NEW YORK MELLON | P - Purchase                 | 04/21/09         | 08/04/09     | 85                      | 82                        | 3                    |
| 7                | BANK OF NEW YORK MELLON | P - Purchase                 | 04/21/09         | 10/01/09     | 199                     | 192                       | 7                    |
| 6                | BANK OF NEW YORK MELLON | P - Purchase                 | 04/21/09         | 10/27/09     | 167                     | 165                       | 2                    |
| 445              | BANK OF NEW YORK MELLON | P - Purchase                 | 04/30/09         | 11/16/09     | 12,282                  | 11,422                    | 860                  |
| 399              | BANK OF NEW YORK MELLON | P - Purchase                 | 04/21/09         | 11/16/09     | 11,012                  | 10,966                    | 46                   |
| 5                | BHP BILLITON PLC        | P - Purchase                 | 03/12/09         | 03/27/09     | 201                     | 179                       | 23                   |
| 11               | BHP BILLITON PLC        | P - Purchase                 | 03/12/09         | 05/01/09     | 461                     | 393                       | 69                   |
| 7                | BHP BILLITON PLC        | P - Purchase                 | 03/12/09         | 06/01/09     | 325                     | 250                       | 75                   |
| 5                | BHP BILLITON PLC        | P - Purchase                 | 03/12/09         | 07/01/09     | 228                     | 179                       | 50                   |
| 7                | BHP BILLITON PLC        | P - Purchase                 | 03/12/09         | 08/04/09     | 381                     | 250                       | 131                  |
| 6                | BHP BILLITON PLC        | P - Purchase                 | 03/12/09         | 12/28/09     | 380                     | 214                       | 165                  |
| 14               | BHP BILLITON PLC        | P - Purchase                 | 03/12/09         | 10/01/09     | 749                     | 500                       | 249                  |
| 6                | BHP BILLITON PLC        | P - Purchase                 | 03/12/09         | 11/23/09     | 370                     | 214                       | 156                  |
| 127              | COSTCO WHOLESALE CORP   | P - Purchase                 | 02/25/09         | 10/01/09     | 7,081                   | 5,424                     | 1,657                |
| 11               | COSTCO WHOLESALE CORP   | P - Purchase                 | 03/27/09         | 10/01/09     | 613                     | 520                       | 93                   |
| 90               | COSTCO WHOLESALE CORP   | P - Purchase                 | 10/03/08         | 09/30/09     | 5,040                   | 5,684                     | (645)                |
| 90               | COSTCO WHOLESALE CORP   | P - Purchase                 | 11/05/08         | 09/30/09     | 5,040                   | 4,914                     | 126                  |
| 30               | COSTCO WHOLESALE CORP   | P - Purchase                 | 02/25/09         | 09/30/09     | 1,680                   | 1,281                     | 399                  |
| 112              | CVS CAREMARK CORP       | P - Purchase                 | 10/03/08         | 09/24/09     | 3,954                   | 3,615                     | 339                  |
| 199              | CVS CAREMARK CORP       | P - Purchase                 | 11/06/08         | 09/28/09     | 7,017                   | 6,017                     | 1,001                |
| 48               | CVS CAREMARK CORP       | P - Purchase                 | 10/03/08         | 09/28/09     | 1,693                   | 1,549                     | 143                  |
| 6                | CVS CAREMARK CORP       | P - Purchase                 | 11/06/08         | 10/01/09     | 212                     | 181                       | 31                   |
| 295              | CVS CAREMARK CORP       | P - Purchase                 | 11/06/08         | 10/02/09     | 10,426                  | 8,919                     | 1,507                |
| 1015             | CVS CAREMARK CORP       | P - Purchase                 | 11/06/08         | 10/06/09     | 35,103                  | 30,688                    | 4,416                |
| 216              | DEERE AND CO            | P - Purchase                 | 12/09/08         | 02/25/09     | 5,958                   | 8,344                     | (2,386)              |
| 215              | DEERE AND CO            | P - Purchase                 | 12/10/08         | 02/25/09     | 5,931                   | 8,031                     | (2,100)              |
| 117              | DEVON ENERGY CORP NEW   | P - Purchase                 | 10/22/08         | 02/24/09     | 5,429                   | 8,292                     | (2,863)              |
| 5                | DEVON ENERGY CORP NEW   | P - Purchase                 | 11/05/08         | 02/24/09     | 232                     | 403                       | (171)                |
| 5                | DIRECTV GROUP INC       | P - Purchase                 | 06/30/09         | 08/04/09     | 131                     | 124                       | 7                    |
| 6                | DIRECTV GROUP INC       | P - Purchase                 | 06/30/09         | 10/01/09     | 165                     | 148                       | 17                   |
| 5                | DOW CHEMICAL            | P - Purchase                 | 06/09/09         | 07/01/09     | 81                      | 88                        | (7)                  |
| 15               | DOW CHEMICAL            | P - Purchase                 | 06/09/09         | 08/04/09     | 343                     | 263                       | 79                   |
| 19               | DOW CHEMICAL            | P - Purchase                 | 06/09/09         | 10/01/09     | 484                     | 334                       | 151                  |
| 41               | DOW CHEMICAL            | P - Purchase                 | 06/09/09         | 10/27/09     | 1,025                   | 720                       | 305                  |
| 19               | DOW CHEMICAL            | P - Purchase                 | 06/09/09         | 11/23/09     | 530                     | 334                       | 197                  |
| 2                | EOG RESOURCES INC       | P - Purchase                 | 05/07/09         | 06/01/09     | 146                     | 151                       | (5)                  |
| 2                | EOG RESOURCES INC       | P - Purchase                 | 05/07/09         | 08/04/09     | 154                     | 151                       | 3                    |
| 1                | EOG RESOURCES INC       | P - Purchase                 | 05/07/09         | 10/01/09     | 83                      | 76                        | 7                    |
| 1                | EOG RESOURCES INC       | P - Purchase                 | 05/07/09         | 11/23/09     | 88                      | 76                        | 12                   |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
**2009 FORM 990-PF**  
**TIN#: 76-680130**

**SCHEDULE D**

**SHORT TERM GAIN/(LOSS)**

| Qty of<br>Shares | Description             | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|-------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 110              | GENENTECH INC           | P - Purchase                 | 06/16/08         | 04/24/09     | 10,450                  | 8,204                     | 2,246                |
| 120              | GENENTECH INC           | P - Purchase                 | 07/02/08         | 04/24/09     | 11,400                  | 9,361                     | 2,039                |
| 130              | GENENTECH INC           | P - Purchase                 | 08/24/08         | 04/24/09     | 12,350                  | 12,428                    | (78)                 |
| 125              | GENENTECH INC           | P - Purchase                 | 09/02/08         | 04/24/09     | 11,875                  | 12,256                    | (381)                |
| 125              | GENENTECH INC           | P - Purchase                 | 10/03/08         | 04/24/09     | 11,875                  | 10,982                    | 893                  |
| 395              | GENENTECH INC           | P - Purchase                 | 11/05/08         | 04/24/09     | 37,525                  | 33,048                    | 4,477                |
| 1                | GENZYME CORP GEN DIV    | P - Purchase                 | 01/29/09         | 02/25/09     | 70                      | 70                        | 1                    |
| 3                | GENZYME CORP GEN DIV    | P - Purchase                 | 01/29/09         | 03/27/09     | 177                     | 209                       | (32)                 |
| 3                | GENZYME CORP GEN DIV    | P - Purchase                 | 01/29/09         | 06/01/09     | 178                     | 209                       | (31)                 |
| 105              | GENZYME CORP GEN DIV    | P - Purchase                 | 01/29/09         | 08/04/09     | 5,245                   | 7,320                     | (2,074)              |
| 108              | GENZYME CORP GEN DIV    | P - Purchase                 | 01/30/09         | 08/04/09     | 5,395                   | 7,464                     | (2,069)              |
| 13               | GILEAD SCIENCES INC     | P - Purchase                 | 12/22/08         | 06/01/09     | 547                     | 650                       | (103)                |
| 5                | GILEAD SCIENCES INC     | P - Purchase                 | 12/22/08         | 07/01/09     | 237                     | 250                       | (13)                 |
| 3                | GILEAD SCIENCES INC     | P - Purchase                 | 12/22/08         | 08/04/09     | 143                     | 150                       | (7)                  |
| 7                | GILEAD SCIENCES INC     | P - Purchase                 | 12/22/08         | 10/01/09     | 323                     | 350                       | (28)                 |
| 10               | GILEAD SCIENCES INC     | P - Purchase                 | 12/22/08         | 10/27/09     | 430                     | 500                       | (70)                 |
| 8                | GILEAD SCIENCES INC     | P - Purchase                 | 12/22/08         | 11/23/09     | 374                     | 400                       | (26)                 |
| 50               | GOLDMAN SACHS GROUP INC | P - Purchase                 | 06/16/08         | 01/20/09     | 3,256                   | 9,180                     | (5,924)              |
| 19               | GOLDMAN SACHS GROUP INC | P - Purchase                 | 07/02/08         | 01/20/09     | 1,237                   | 3,448                     | (2,211)              |
| 4                | GOLDMAN SACHS GROUP INC | P - Purchase                 | 07/02/08         | 02/25/09     | 370                     | 726                       | (356)                |
| 32               | GOLDMAN SACHS GROUP INC | P - Purchase                 | 07/02/08         | 04/13/09     | 4,112                   | 5,807                     | (1,695)              |
| 55               | GOLDMAN SACHS GROUP INC | P - Purchase                 | 08/04/08         | 04/13/09     | 7,067                   | 9,770                     | (2,703)              |
| 14               | GOLDMAN SACHS GROUP INC | P - Purchase                 | 09/02/08         | 04/13/09     | 1,799                   | 2,286                     | (487)                |
| 30               | GOLDMAN SACHS GROUP INC | P - Purchase                 | 09/02/08         | 06/01/09     | 4,319                   | 4,898                     | (579)                |
| 72               | GOLDMAN SACHS GROUP INC | P - Purchase                 | 09/18/08         | 06/01/09     | 10,365                  | 9,542                     | 823                  |
| 6                | GOLDMAN SACHS GROUP INC | P - Purchase                 | 09/02/08         | 06/01/09     | 866                     | 980                       | (113)                |
| 5                | GOLDMAN SACHS GROUP INC | P - Purchase                 | 09/19/08         | 07/01/09     | 743                     | 663                       | 81                   |
| 4                | GOLDMAN SACHS GROUP INC | P - Purchase                 | 09/19/08         | 08/04/09     | 659                     | 530                       | 128                  |
| 5                | GOLDMAN SACHS GROUP INC | P - Purchase                 | 03/25/09         | 12/28/09     | 819                     | 553                       | 266                  |
| 15               | GOLDMAN SACHS GROUP INC | P - Purchase                 | 03/25/09         | 12/03/09     | 2,502                   | 1,660                     | 842                  |
| 80               | GOLDMAN SACHS GROUP INC | P - Purchase                 | 04/24/08         | 01/20/09     | 5,210                   | 15,091                    | (9,881)              |
| 4                | GOOGLE INC              | P - Purchase                 | 10/30/08         | 06/01/09     | 1,639                   | 1,447                     | 192                  |
| 3                | GOOGLE INC              | P - Purchase                 | 10/30/08         | 08/04/09     | 1,352                   | 1,085                     | 267                  |
| 1                | GOOGLE INC              | P - Purchase                 | 10/30/08         | 10/01/09     | 494                     | 362                       | 132                  |
| 95               | HESS CORP               | P - Purchase                 | 05/20/08         | 02/24/09     | 4,968                   | 12,684                    | (7,715)              |
| 30               | HESS CORP               | P - Purchase                 | 05/21/08         | 02/24/09     | 1,569                   | 3,984                     | (2,415)              |
| 45               | HESS CORP               | P - Purchase                 | 06/16/08         | 02/24/09     | 2,353                   | 5,801                     | (3,447)              |
| 50               | HESS CORP               | P - Purchase                 | 07/02/08         | 02/24/09     | 2,615                   | 6,118                     | (3,503)              |
| 45               | HESS CORP               | P - Purchase                 | 08/04/08         | 02/24/09     | 2,353                   | 4,184                     | (1,831)              |
| 50               | HESS CORP               | P - Purchase                 | 09/02/08         | 02/24/09     | 2,615                   | 4,939                     | (2,324)              |
| 55               | HESS CORP               | P - Purchase                 | 10/03/08         | 02/24/09     | 2,876                   | 4,041                     | (1,165)              |
| 50               | HESS CORP               | P - Purchase                 | 11/05/08         | 02/24/09     | 2,615                   | 2,994                     | (379)                |
| 149              | HESS CORP               | P - Purchase                 | 03/19/08         | 02/18/09     | 7,708                   | 13,873                    | (6,166)              |
| 190              | HESS CORP               | P - Purchase                 | 05/20/08         | 02/18/09     | 9,828                   | 25,367                    | (15,539)             |
| 6                | HSBC HOLDINGS PLC       | P - Purchase                 | 08/27/09         | 10/01/09     | 340                     | 328                       | 11                   |
| 4                | HSBC HOLDINGS PLC       | P - Purchase                 | 08/27/09         | 11/23/09     | 247                     | 219                       | 28                   |
| 18               | INTEL CORP              | P - Purchase                 | 07/16/09         | 08/04/09     | 346                     | 330                       | 16                   |
| 30               | INTEL CORP              | P - Purchase                 | 07/16/09         | 10/01/09     | 582                     | 551                       | 31                   |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
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**SCHEDULE D**

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| Qty of<br>Shares | Description           | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|-----------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 791              | INTEL CORP            | P - Purchase                 | 07/16/09         | 10/16/09     | 16,042                  | 14,519                    | 1,523                |
| 5                | INTEL CORP            | P - Purchase                 | 10/27/09         | 10/29/09     | 96                      | 99                        | (3)                  |
| 908              | INTEL CORP            | P - Purchase                 | 07/20/09         | 10/29/09     | 17,439                  | 16,930                    | 509                  |
| 928              | INTEL CORP            | P - Purchase                 | 07/17/09         | 10/29/09     | 17,823                  | 17,224                    | 599                  |
| 438              | INTEL CORP            | P - Purchase                 | 07/17/09         | 10/29/09     | 8,412                   | 8,051                     | 362                  |
| 567              | INTEL CORP            | P - Purchase                 | 07/16/09         | 10/29/09     | 10,890                  | 10,407                    | 483                  |
| 3                | INTL BUSINESS MACH    | P - Purchase                 | 01/30/09         | 03/27/09     | 280                     | 279                       | 1                    |
| 4                | INTL BUSINESS MACH    | P - Purchase                 | 01/30/09         | 06/01/09     | 417                     | 371                       | 46                   |
| 5                | INTL BUSINESS MACH    | P - Purchase                 | 01/30/09         | 07/01/09     | 527                     | 464                       | 63                   |
| 4                | INTL BUSINESS MACH    | P - Purchase                 | 01/30/09         | 08/04/09     | 477                     | 371                       | 106                  |
| 5                | INTL BUSINESS MACH    | P - Purchase                 | 01/30/09         | 12/28/09     | 660                     | 464                       | 195                  |
| 6                | INTL BUSINESS MACH    | P - Purchase                 | 01/30/09         | 10/01/09     | 714                     | 557                       | 157                  |
| 4                | INTL BUSINESS MACH    | P - Purchase                 | 01/30/09         | 10/27/09     | 484                     | 371                       | 113                  |
| 5                | INTL BUSINESS MACH    | P - Purchase                 | 01/30/09         | 11/23/09     | 638                     | 464                       | 174                  |
| 490              | JOHNSON & JOHNSON COM | P - Purchase                 | 11/06/08         | 04/27/09     | 24,933                  | 28,642                    | (3,710)              |
| 574              | JOHNSON & JOHNSON COM | P - Purchase                 | 11/06/08         | 05/01/09     | 29,038                  | 33,553                    | (4,515)              |
| 13               | JOHNSON & JOHNSON COM | P - Purchase                 | 11/07/08         | 05/01/09     | 658                     | 773                       | (116)                |
| 14               | JOHNSON & JOHNSON COM | P - Purchase                 | 02/25/09         | 05/01/09     | 708                     | 764                       | (56)                 |
| 27               | JOHNSON & JOHNSON COM | P - Purchase                 | 03/27/09         | 05/01/09     | 1,366                   | 1,425                     | (59)                 |
| 96               | JOHNSON & JOHNSON COM | P - Purchase                 | 11/06/08         | 05/01/09     | 4,862                   | 5,612                     | (750)                |
| 2                | JOHNSON & JOHNSON COM | P - Purchase                 | 11/12/09         | 11/23/09     | 125                     | 122                       | 3                    |
| 10               | JOHNSON & JOHNSON COM | P - Purchase                 | 11/12/09         | 12/28/09     | 649                     | 612                       | 36                   |
| 20               | JPMORGAN CHASE & CO   | P - Purchase                 | 03/13/09         | 03/27/09     | 554                     | 470                       | 85                   |
| 335              | JPMORGAN CHASE & CO   | P - Purchase                 | 03/13/09         | 05/11/09     | 12,589                  | 7,865                     | 4,724                |
| 17               | JPMORGAN CHASE & CO   | P - Purchase                 | 03/13/09         | 06/01/09     | 616                     | 399                       | 217                  |
| 20               | JPMORGAN CHASE & CO   | P - Purchase                 | 03/13/09         | 07/01/09     | 688                     | 470                       | 219                  |
| 19               | JPMORGAN CHASE & CO   | P - Purchase                 | 03/13/09         | 08/04/09     | 762                     | 446                       | 315                  |
| 18               | JPMORGAN CHASE & CO   | P - Purchase                 | 03/19/09         | 11/23/09     | 776                     | 453                       | 323                  |
| 149              | JPMORGAN CHASE & CO   | P - Purchase                 | 03/13/09         | 11/10/09     | 6,523                   | 3,498                     | 3,024                |
| 504              | JPMORGAN CHASE & CO   | P - Purchase                 | 03/19/09         | 11/10/09     | 22,063                  | 12,679                    | 9,384                |
| 9                | JPMORGAN CHASE & CO   | P - Purchase                 | 03/23/09         | 12/28/09     | 375                     | 249                       | 126                  |
| 44               | JPMORGAN CHASE & CO   | P - Purchase                 | 03/19/09         | 12/03/09     | 1,858                   | 1,107                     | 751                  |
| 747              | JPMORGAN CHASE & CO   | P - Purchase                 | 03/23/09         | 12/03/09     | 31,549                  | 20,634                    | 10,915               |
| 17               | JPMORGAN CHASE & CO   | P - Purchase                 | 03/13/09         | 10/27/09     | 751                     | 399                       | 352                  |
| 36               | JPMORGAN CHASE & CO   | P - Purchase                 | 03/13/09         | 10/01/09     | 1,540                   | 845                       | 695                  |
| 4                | JUNIPER NETWORKS INC  | P - Purchase                 | 07/01/09         | 08/04/09     | 104                     | 98                        | 6                    |
| 587              | JUNIPER NETWORKS INC  | P - Purchase                 | 07/01/09         | 11/11/09     | 14,949                  | 14,360                    | 589                  |
| 91               | JUNIPER NETWORKS INC  | P - Purchase                 | 07/01/09         | 11/11/09     | 2,298                   | 2,226                     | 72                   |
| 338              | JUNIPER NETWORKS INC  | P - Purchase                 | 07/07/09         | 11/11/09     | 8,537                   | 8,091                     | 446                  |
| 335              | JUNIPER NETWORKS INC  | P - Purchase                 | 07/08/09         | 11/11/09     | 8,461                   | 7,583                     | 878                  |
| 21               | JUNIPER NETWORKS INC  | P - Purchase                 | 10/27/09         | 11/11/09     | 530                     | 539                       | (8)                  |
| 12               | JUNIPER NETWORKS INC  | P - Purchase                 | 07/01/09         | 10/01/09     | 320                     | 294                       | 26                   |
| 55               | LOCKHEED MARTIN CORP  | P - Purchase                 | 09/02/08         | 08/25/09     | 4,070                   | 6,428                     | (2,358)              |
| 253              | LOCKHEED MARTIN CORP  | P - Purchase                 | 09/19/08         | 08/25/09     | 18,722                  | 28,059                    | (9,337)              |
| 150              | LOCKHEED MARTIN CORP  | P - Purchase                 | 10/03/08         | 08/25/09     | 11,100                  | 15,788                    | (4,688)              |
| 140              | LOCKHEED MARTIN CORP  | P - Purchase                 | 11/05/08         | 08/25/09     | 10,360                  | 11,977                    | (1,617)              |
| 45               | LOCKHEED MARTIN CORP  | P - Purchase                 | 09/02/08         | 08/06/09     | 3,373                   | 5,259                     | (1,886)              |
| 33               | LOWES COMPANIES INC   | P - Purchase                 | 06/16/08         | 03/27/09     | 614                     | 798                       | (184)                |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
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| Qty of<br>Shares | Description             | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|-------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 36               | LOWES COMPANIES INC     | P - Purchase                 | 06/16/08         | 05/01/09     | 775                     | 870                       | (95)                 |
| 18               | LOWES COMPANIES INC     | P - Purchase                 | 06/16/08         | 06/01/09     | 340                     | 435                       | (96)                 |
| 145              | LOWES COMPANIES INC     | P - Purchase                 | 09/02/08         | 08/18/09     | 2,892                   | 3,798                     | (905)                |
| 567              | LOWES COMPANIES INC     | P - Purchase                 | 10/03/08         | 08/18/09     | 11,309                  | 12,259                    | (949)                |
| 424              | LOWES COMPANIES INC     | P - Purchase                 | 10/03/08         | 09/17/09     | 9,189                   | 9,167                     | 22                   |
| 452              | LOWES COMPANIES INC     | P - Purchase                 | 10/03/08         | 09/15/09     | 9,598                   | 9,772                     | (175)                |
| 1270             | LOWES COMPANIES INC     | P - Purchase                 | 11/06/08         | 10/01/09     | 26,036                  | 25,248                    | 789                  |
| 467              | LOWES COMPANIES INC     | P - Purchase                 | 10/03/08         | 10/01/09     | 9,574                   | 10,097                    | (523)                |
| 5                | LOWES COMPANIES INC     | P - Purchase                 | 10/03/08         | 10/01/09     | 104                     | 108                       | (4)                  |
| 8                | MASTERCARD, INC         | P - Purchase                 | 08/04/08         | 08/04/09     | 1,611                   | 1,842                     | (231)                |
| 7                | MERK & CO** NAME CHANGE | P - Purchase                 | 09/09/09         | 10/01/09     | 218                     | 221                       | (2)                  |
| 9                | MERCK & CO INC NEW COM  | P - Purchase                 | 09/09/09         | 11/23/09     | 327                     | 284                       | 44                   |
| 115              | MONSANTO CO NEW         | P - Purchase                 | 08/04/08         | 07/21/09     | 9,312                   | 12,175                    | (2,863)              |
| 60               | MONSANTO CO NEW         | P - Purchase                 | 09/02/08         | 07/21/09     | 4,858                   | 6,507                     | (1,648)              |
| 25               | MONSANTO CO NEW         | P - Purchase                 | 10/03/08         | 08/04/09     | 2,095                   | 2,119                     | (24)                 |
| 50               | MONSANTO CO NEW         | P - Purchase                 | 09/02/08         | 07/31/09     | 4,236                   | 5,422                     | (1,186)              |
| 4                | MONSANTO CO NEW         | P - Purchase                 | 10/03/08         | 10/01/09     | 304                     | 339                       | (35)                 |
| 109              | MONSANTO CO NEW         | P - Purchase                 | 11/05/08         | 10/06/09     | 8,176                   | 9,730                     | (1,554)              |
| 127              | MONSANTO CO NEW         | P - Purchase                 | 10/09/08         | 10/06/09     | 9,526                   | 10,162                    | (635)                |
| 151              | MONSANTO CO NEW         | P - Purchase                 | 01/28/09         | 10/07/09     | 11,225                  | 12,036                    | (812)                |
| 66               | MONSANTO CO NEW         | P - Purchase                 | 11/05/08         | 10/07/09     | 4,906                   | 5,891                     | (985)                |
| 25               | MONSANTO CO NEW         | P - Purchase                 | 01/28/09         | 10/06/09     | 1,865                   | 1,993                     | (128)                |
| 67               | MONSANTO CO NEW         | P - Purchase                 | 10/03/08         | 07/31/09     | 5,677                   | 5,679                     | (3)                  |
| 21               | NIKE INC                | P - Purchase                 | 07/10/08         | 02/25/09     | 904                     | 1,166                     | (262)                |
| 15               | NIKE INC                | P - Purchase                 | 07/10/08         | 05/01/09     | 788                     | 833                       | (45)                 |
| 7                | NIKE INC                | P - Purchase                 | 07/10/08         | 06/01/09     | 384                     | 389                       | (5)                  |
| 5                | NIKE INC                | P - Purchase                 | 07/10/08         | 07/01/09     | 259                     | 278                       | (19)                 |
| 5                | NORDSTROM INC           | P - Purchase                 | 11/16/09         | 11/23/09     | 168                     | 175                       | (7)                  |
| 2                | NORDSTROM INC           | P - Purchase                 | 11/16/09         | 12/28/09     | 75                      | 70                        | 5                    |
| 3                | NRG ENERGY INC          | P - Purchase                 | 07/13/09         | 08/04/09     | 85                      | 69                        | 16                   |
| 3                | NRG ENERGY INC          | P - Purchase                 | 07/13/09         | 11/23/09     | 72                      | 69                        | 3                    |
| 44               | NRG ENERGY INC          | P - Purchase                 | 07/13/09         | 12/28/09     | 1,078                   | 1,010                     | 68                   |
| 12               | NRG ENERGY INC          | P - Purchase                 | 10/27/09         | 12/28/09     | 294                     | 308                       | (14)                 |
| 129              | NRG ENERGY INC          | P - Purchase                 | 07/13/09         | 12/24/09     | 3,177                   | 2,962                     | 215                  |
| 502              | NRG ENERGY INC          | P - Purchase                 | 07/13/09         | 12/23/09     | 12,306                  | 11,526                    | 780                  |
| 6                | NRG ENERGY INC          | P - Purchase                 | 07/13/09         | 10/01/09     | 166                     | 138                       | 28                   |
| 581              | ORACLE CORP             | P - Purchase                 | 10/30/08         | 02/02/09     | 9,742                   | 10,739                    | (997)                |
| 297              | ORACLE CORP             | P - Purchase                 | 10/30/08         | 03/05/09     | 4,418                   | 5,490                     | (1,072)              |
| 476              | ORACLE CORP             | P - Purchase                 | 10/31/08         | 03/05/09     | 7,081                   | 8,750                     | (1,670)              |
| 125              | ORACLE CORP             | P - Purchase                 | 11/05/08         | 03/05/09     | 1,859                   | 2,270                     | (411)                |
| 4                | ORACLE CORP             | P - Purchase                 | 10/30/08         | 02/25/09     | 66                      | 74                        | (8)                  |
| 10               | PETROLEO BRASILEIRO SA  | P - Purchase                 | 10/14/08         | 02/25/09     | 278                     | 325                       | (47)                 |
| 74               | PETROLEO BRASILEIRO SA  | P - Purchase                 | 10/14/08         | 03/27/09     | 2,404                   | 2,402                     | 2                    |
| 14               | PETROLEO BRASILEIRO SA  | P - Purchase                 | 10/14/08         | 06/01/09     | 606                     | 454                       | 152                  |
| 15               | PETROLEO BRASILEIRO SA  | P - Purchase                 | 10/14/08         | 07/01/09     | 620                     | 487                       | 133                  |
| 9                | PETROLEO BRASILEIRO SA  | P - Purchase                 | 10/14/08         | 08/04/09     | 385                     | 292                       | 93                   |
| 22               | PETROLEO BRASILEIRO SA  | P - Purchase                 | 10/14/08         | 10/01/09     | 1,006                   | 714                       | 292                  |
| 1                | POTASH CORP SASK INC    | P - Purchase                 | 02/10/09         | 02/25/09     | 82                      | 88                        | (6)                  |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
**2009 FORM 990-PF**  
**TIN#: 76-680130**

**SCHEDULE D**

**SHORT TERM GAIN/(LOSS)**

| Qty of<br>Shares | Description               | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|---------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 4                | POTASH CORP SASK INC      | P - Purchase                 | 02/10/09         | 03/27/09     | 360                     | 351                       | 9                    |
| 6                | POTASH CORP SASK INC      | P - Purchase                 | 02/10/09         | 05/01/09     | 519                     | 526                       | (7)                  |
| 4                | POTASH CORP SASK INC      | P - Purchase                 | 02/10/09         | 06/01/09     | 460                     | 351                       | 109                  |
| 5                | POTASH CORP SASK INC      | P - Purchase                 | 02/10/09         | 07/01/09     | 477                     | 439                       | 39                   |
| 17               | POTASH CORP SASK INC      | P - Purchase                 | 02/10/09         | 08/03/09     | 1,622                   | 1,491                     | 131                  |
| 181              | POTASH CORP SASK INC      | P - Purchase                 | 03/09/09         | 08/03/09     | 17,266                  | 12,471                    | 4,795                |
| 141              | POTASH CORP SASK INC      | P - Purchase                 | 02/10/09         | 07/31/09     | 13,111                  | 12,367                    | 744                  |
| 2                | POTASH CORP SASK INC      | P - Purchase                 | 03/09/09         | 11/23/09     | 228                     | 138                       | 90                   |
| 1                | POTASH CORP SASK INC      | P - Purchase                 | 03/09/09         | 12/28/09     | 111                     | 69                        | 42                   |
| 3                | POTASH CORP SASK INC      | P - Purchase                 | 03/09/09         | 10/01/09     | 268                     | 207                       | 61                   |
| 9                | POTASH CORP SASK INC      | P - Purchase                 | 03/09/09         | 10/27/09     | 877                     | 620                       | 257                  |
| 3                | PPG INDUSTRIES INC        | P - Purchase                 | 08/27/09         | 11/23/09     | 181                     | 165                       | 16                   |
| 3                | PPG INDUSTRIES INC        | P - Purchase                 | 08/27/09         | 12/28/09     | 178                     | 165                       | 13                   |
| 3                | PPG INDUSTRIES INC        | P - Purchase                 | 08/27/09         | 10/01/09     | 172                     | 165                       | 7                    |
| 8                | PPG INDUSTRIES INC        | P - Purchase                 | 08/27/09         | 10/27/09     | 472                     | 440                       | 32                   |
| 246              | ROCHE HLDG LTD            | P - Purchase                 | 03/12/09         | 04/23/09     | 6,902                   | 7,484                     | (582)                |
| 435              | ROCHE HLDG LTD            | P - Purchase                 | 03/12/09         | 04/23/09     | 12,205                  | 13,200                    | (995)                |
| 677              | ROCHE HLDG LTD            | P - Purchase                 | 03/20/09         | 04/23/09     | 18,995                  | 21,927                    | (2,932)              |
| 4                | ROCHE HLDG LTD            | P - Purchase                 | 03/12/09         | 03/27/09     | 131                     | 121                       | 10                   |
| 45               | SCHERING PLOUGH CORP      | P - Purchase                 | 12/02/08         | 02/25/09     | 802                     | 716                       | 86                   |
| 283              | SCHERING PLOUGH CORP      | P - Purchase                 | 12/03/08         | 04/23/09     | 6,121                   | 4,499                     | 1,622                |
| 458              | SCHERING PLOUGH CORP      | P - Purchase                 | 12/03/08         | 04/23/09     | 9,906                   | 7,217                     | 2,690                |
| 26               | SCHERING PLOUGH CORP      | P - Purchase                 | 12/09/09         | 04/23/09     | 562                     | 416                       | 146                  |
| 1084             | SCHERING PLOUGH CORP      | P - Purchase                 | 12/09/09         | 04/23/09     | 23,625                  | 17,340                    | 6,284                |
| 8                | SCHERING PLOUGH CORP      | P - Purchase                 | 12/10/08         | 04/23/09     | 174                     | 125                       | 49                   |
| 586              | SCHERING PLOUGH CORP      | P - Purchase                 | 12/03/08         | 04/22/09     | 12,680                  | 9,316                     | 3,364                |
| 411              | SCHERING PLOUGH CORP      | P - Purchase                 | 12/02/08         | 04/21/09     | 9,096                   | 6,539                     | 2,557                |
| 94               | SCHERING PLOUGH CORP      | P - Purchase                 | 12/03/08         | 04/21/09     | 2,080                   | 1,494                     | 586                  |
| 54               | SCHERING PLOUGH CORP      | P - Purchase                 | 12/02/08         | 03/27/09     | 1,309                   | 859                       | 450                  |
| 9                | SCHLUMBERGER LTD          | P - Purchase                 | 10/03/08         | 02/17/09     | 353                     | 666                       | (313)                |
| 265              | SCHLUMBERGER LTD          | P - Purchase                 | 10/09/08         | 02/17/09     | 10,254                  | 16,046                    | (5,792)              |
| 121              | SCHLUMBERGER LTD          | P - Purchase                 | 10/09/08         | 02/17/09     | 4,747                   | 7,327                     | (2,580)              |
| 196              | SCHLUMBERGER LTD          | P - Purchase                 | 10/13/08         | 02/17/09     | 7,584                   | 12,712                    | (5,127)              |
| 120              | SCHLUMBERGER LTD          | P - Purchase                 | 11/05/08         | 02/17/09     | 4,643                   | 6,096                     | (1,452)              |
| 11               | STARWOOD HOTELS & RESORTS | P - Purchase                 | 10/20/08         | 02/25/09     | 129                     | 229                       | (100)                |
| 11               | STARWOOD HOTELS & RESORTS | P - Purchase                 | 10/20/08         | 03/27/09     | 154                     | 229                       | (75)                 |
| 8                | STARWOOD HOTELS & RESORTS | P - Purchase                 | 10/20/08         | 05/01/09     | 168                     | 166                       | 1                    |
| 4                | STARWOOD HOTELS & RESORTS | P - Purchase                 | 10/20/08         | 06/01/09     | 93                      | 83                        | 9                    |
| 5                | STARWOOD HOTELS & RESORTS | P - Purchase                 | 10/20/08         | 07/01/09     | 113                     | 104                       | 9                    |
| 3                | STARWOOD HOTELS & RESORTS | P - Purchase                 | 10/20/08         | 08/04/09     | 80                      | 62                        | 18                   |
| 7                | STARWOOD HOTELS & RESORTS | P - Purchase                 | 10/20/08         | 10/01/09     | 226                     | 146                       | 80                   |
| 13               | TAIWAN SEMICONDUCTOR MFG  | P - Purchase                 | 04/17/09         | 06/01/09     | 144                     | 125                       | 19                   |
| 15               | TAIWAN SEMICONDUCTOR MFG  | P - Purchase                 | 04/17/09         | 07/01/09     | 143                     | 144                       | (1)                  |
| 13               | TAIWAN SEMICONDUCTOR MFG  | P - Purchase                 | 04/17/09         | 08/04/09     | 136                     | 125                       | 11                   |
| 538              | TAIWAN SEMICONDUCTOR MFG  | P - Purchase                 | 04/30/09         | 10/28/09     | 5,183                   | 5,663                     | (480)                |
| 1350             | TAIWAN SEMICONDUCTOR MFG  | P - Purchase                 | 05/05/09         | 10/28/09     | 13,006                  | 14,878                    | (1,873)              |
| 1089             | TAIWAN SEMICONDUCTOR MFG  | P - Purchase                 | 04/30/09         | 10/27/09     | 10,761                  | 11,463                    | (702)                |
| 17               | TAIWAN SEMICONDUCTOR MFG  | P - Purchase                 | 04/30/09         | 10/01/09     | 184                     | 179                       | 5                    |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
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**SCHEDULE D**

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| Qty of<br>Shares | Description              | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|--------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 9                | TAIWAN SEMICONDUCTOR MFG | P - Purchase                 | 04/17/09         | 10/01/09     | 97                      | 86                        | 11                   |
| 302              | TARGET CORP              | P - Purchase                 | 08/26/08         | 02/24/09     | 8,593                   | 15,724                    | (7,132)              |
| 21               | TARGET CORP              | P - Purchase                 | 08/27/08         | 02/24/09     | 598                     | 1,092                     | (495)                |
| 45               | TARGET CORP              | P - Purchase                 | 09/02/08         | 02/24/09     | 1,280                   | 2,441                     | (1,160)              |
| 58               | TARGET CORP              | P - Purchase                 | 10/03/08         | 02/24/09     | 1,650                   | 2,553                     | (903)                |
| 34               | TARGET CORP              | P - Purchase                 | 10/16/08         | 02/24/09     | 967                     | 1,284                     | (317)                |
| 360              | TARGET CORP              | P - Purchase                 | 08/21/08         | 02/02/09     | 10,827                  | 18,138                    | (7,311)              |
| 13               | TARGET CORP              | P - Purchase                 | 08/26/08         | 02/02/09     | 391                     | 677                       | (286)                |
| 895              | TARGET CORP              | P - Purchase                 | 10/16/08         | 03/03/09     | 23,216                  | 33,810                    | (10,594)             |
| 135              | TARGET CORP              | P - Purchase                 | 11/05/08         | 03/03/09     | 3,502                   | 5,322                     | (1,820)              |
| 3                | TARGET CORP              | P - Purchase                 | 10/16/08         | 02/25/09     | 84                      | 113                       | (29)                 |
| 3                | THE DIRECTV GROUP        | P - Purchase                 | 07/30/09         | 12/28/09     | 101                     | 74                        | 27                   |
| 3                | THE DIRECTV GROUP        | P - Purchase                 | 06/30/09         | 11/23/09     | 95                      | 74                        | 20                   |
| 15               | UNITED STATES STEEL CORP | P - Purchase                 | 04/17/09         | 06/12/09     | 598                     | 440                       | 158                  |
| 595              | UNITED STATES STEEL CORP | P - Purchase                 | 05/01/09         | 06/12/09     | 23,721                  | 16,183                    | 7,538                |
| 1                | UNITED STATES STEEL CORP | P - Purchase                 | 04/17/09         | 06/01/09     | 33                      | 29                        | 3                    |
| 30               | UNITEDHEALTH GROUP INC   | P - Purchase                 | 02/02/09         | 03/05/09     | 489                     | 874                       | (385)                |
| 258              | UNITEDHEALTH GROUP INC   | P - Purchase                 | 02/04/09         | 03/05/09     | 4,208                   | 7,601                     | (3,393)              |
| 304              | UNITEDHEALTH GROUP INC   | P - Purchase                 | 02/06/09         | 03/05/09     | 4,958                   | 8,783                     | (3,825)              |
| 329              | UNITEDHEALTH GROUP INC   | P - Purchase                 | 02/18/09         | 03/05/09     | 5,741                   | 9,266                     | (3,525)              |
| 173              | UNITEDHEALTH GROUP INC   | P - Purchase                 | 02/18/09         | 03/05/09     | 2,822                   | 4,873                     | (2,051)              |
| 525              | UNITEDHEALTH GROUP INC   | P - Purchase                 | 02/19/09         | 03/05/09     | 9,161                   | 15,050                    | (5,889)              |
| 243              | UNITEDHEALTH GROUP INC   | P - Purchase                 | 01/28/09         | 03/04/09     | 4,374                   | 7,277                     | (2,903)              |
| 237              | UNITEDHEALTH GROUP INC   | P - Purchase                 | 02/02/09         | 03/04/09     | 4,266                   | 6,909                     | (2,643)              |
| 10               | UNITEDHEALTH GROUP INC   | P - Purchase                 | 01/28/09         | 02/25/09     | 234                     | 299                       | (66)                 |
| 14               | US BANCORP DEL           | P - Purchase                 | 08/05/08         | 01/22/09     | 197                     | 433                       | (236)                |
| 501              | US BANCORP DEL           | P - Purchase                 | 08/18/08         | 01/22/09     | 7,060                   | 15,368                    | (8,308)              |
| 207              | US BANCORP DEL           | P - Purchase                 | 07/23/08         | 01/20/09     | 3,578                   | 6,244                     | (2,666)              |
| 90               | US BANCORP DEL           | P - Purchase                 | 07/28/08         | 01/20/09     | 1,556                   | 2,572                     | (1,016)              |
| 175              | US BANCORP DEL           | P - Purchase                 | 07/30/08         | 01/20/09     | 3,025                   | 5,359                     | (2,334)              |
| 254              | US BANCORP DEL           | P - Purchase                 | 07/30/08         | 01/20/09     | 4,391                   | 7,867                     | (3,477)              |
| 270              | US BANCORP DEL           | P - Purchase                 | 08/04/08         | 01/20/09     | 4,667                   | 8,293                     | (3,626)              |
| 128              | US BANCORP DEL           | P - Purchase                 | 08/05/08         | 01/20/09     | 2,213                   | 3,958                     | (1,746)              |
| 434              | US BANCORP DEL           | P - Purchase                 | 08/18/08         | 02/18/09     | 4,549                   | 13,313                    | (8,764)              |
| 245              | US BANCORP DEL           | P - Purchase                 | 09/02/08         | 02/18/09     | 2,568                   | 7,835                     | (5,267)              |
| 32               | US BANCORP DEL           | P - Purchase                 | 09/03/08         | 02/18/09     | 335                     | 1,040                     | (705)                |
| 24               | US BANCORP DEL           | P - Purchase                 | 08/18/08         | 02/17/09     | 265                     | 736                       | (471)                |
| 5                | US BANCORP DEL           | P - Purchase                 | 09/03/08         | 02/25/09     | 66                      | 163                       | (97)                 |
| 20               | US BANCORP DEL           | P - Purchase                 | 09/03/08         | 03/27/09     | 310                     | 650                       | (340)                |
| 21               | US BANCORP DEL           | P - Purchase                 | 09/03/08         | 06/01/09     | 391                     | 683                       | (291)                |
| 20               | US BANCORP DEL           | P - Purchase                 | 09/03/08         | 07/01/09     | 362                     | 650                       | (288)                |
| 21               | US BANCORP DEL           | P - Purchase                 | 09/03/08         | 08/04/09     | 452                     | 683                       | (231)                |
| 271              | US BANCORP DEL           | P - Purchase                 | 12/03/09         | 12/03/09     | 6,371                   | 6,928                     | (557)                |
| 19               | VISA INC                 | P - Purchase                 | 04/30/08         | 02/25/09     | 1,073                   | 1,582                     | (509)                |
| 23               | VISA INC                 | P - Purchase                 | 04/30/08         | 04/30/09     | 1,485                   | 1,915                     | (430)                |
| 101              | VISA INC                 | P - Purchase                 | 06/26/08         | 06/22/09     | 6,289                   | 7,984                     | (1,695)              |
| 96               | VISA INC                 | P - Purchase                 | 06/27/08         | 06/22/09     | 5,977                   | 7,753                     | (1,776)              |
| 10               | VISA INC                 | P - Purchase                 | 07/30/08         | 07/01/09     | 628                     | 778                       | (150)                |

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**SCHEDULE D**

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| Qty of<br>Shares | Description                | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|----------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 45               | VISA INC                   | P - Purchase                 | 08/04/08         | 08/04/09     | 3,094                   | 3,266                     | (172)                |
| 37               | VISA INC                   | P - Purchase                 | 09/02/08         | 08/04/09     | 2,544                   | 2,766                     | (222)                |
| 150              | VISA INC                   | P - Purchase                 | 08/04/08         | 07/31/09     | 9,848                   | 10,886                    | (1,037)              |
| 9                | WAL MART STORES INC        | P - Purchase                 | 10/03/08         | 02/25/09     | 449                     | 540                       | (91)                 |
| 7                | WAL MART STORES INC        | P - Purchase                 | 10/16/08         | 06/01/09     | 345                     | 376                       | (31)                 |
| 4                | WAL MART STORES INC        | P - Purchase                 | 10/16/08         | 08/04/09     | 199                     | 215                       | (16)                 |
| 221              | WAL MART STORES INC        | P - Purchase                 | 10/17/08         | 09/09/09     | 11,255                  | 11,964                    | (709)                |
| 145              | WAL MART STORES INC        | P - Purchase                 | 11/05/08         | 09/09/09     | 7,385                   | 7,947                     | (563)                |
| 150              | WAL MART STORES INC        | P - Purchase                 | 02/19/09         | 09/09/09     | 7,639                   | 7,509                     | 130                  |
| 6                | WAL MART STORES INC        | P - Purchase                 | 03/27/09         | 09/09/09     | 306                     | 314                       | (9)                  |
| 437              | WAL MART STORES INC        | P - Purchase                 | 10/16/08         | 09/08/09     | 22,467                  | 23,467                    | (999)                |
| 48               | WAL MART STORES INC        | P - Purchase                 | 10/17/08         | 09/08/09     | 2,468                   | 2,599                     | (131)                |
| 320              | WALMART STORES INC         | P - Purchase                 | 10/16/08         | 05/11/09     | 16,249                  | 17,184                    | (935)                |
| 244              | WALMART STORES INC         | P - Purchase                 | 10/03/08         | 05/05/09     | 12,318                  | 14,651                    | (2,333)              |
| 326              | WALMART STORES INC         | P - Purchase                 | 10/03/08         | 05/05/09     | 16,418                  | 19,575                    | (3,157)              |
| 158              | WALMART STORES INC         | P - Purchase                 | 10/16/08         | 05/05/09     | 7,976                   | 8,485                     | (508)                |
| 20               | WALMART STORES INC         | P - Purchase                 | 10/03/08         | 05/01/09     | 1,009                   | 1,201                     | (191)                |
| 5                | WALMART STORES INC         | P - Purchase                 | 10/16/08         | 07/01/09     | 243                     | 269                       | (25)                 |
| 47               | WALT DISNEY CO             | P - Purchase                 | 12/08/08         | 02/18/09     | 829                     | 1,211                     | (382)                |
| 354              | WALT DISNEY CO             | P - Purchase                 | 12/09/08         | 02/18/09     | 6,244                   | 8,381                     | (2,138)              |
| 273              | WALT DISNEY CO             | P - Purchase                 | 12/08/08         | 02/05/09     | 5,076                   | 7,033                     | (1,957)              |
| 22               | WELLS FARGO & CO           | P - Purchase                 | 05/04/09         | 11/23/09     | 615                     | 510                       | 106                  |
| 4                | WELLS FARGO & CO           | P - Purchase                 | 12/30/08         | 11/23/09     | 101                     | 88                        | 13                   |
| 21               | WELLS FARGO & CO           | P - Purchase                 | 05/04/09         | 12/28/09     | 559                     | 486                       | 73                   |
| 84               | WELLS FARGO & CO           | P - Purchase                 | 05/04/09         | 10/27/09     | 2,370                   | 1,946                     | 425                  |
| 5                | WELLS FARGO & CO           | P - Purchase                 | 12/30/08         | 12/28/09     | 127                     | 109                       | 18                   |
| 258              | WELLS FARGO & CO NEW       | P - Purchase                 | 07/21/08         | 01/21/09     | 3,863                   | 7,133                     | (3,270)              |
| 310              | WELLS FARGO & CO NEW       | P - Purchase                 | 08/04/08         | 01/21/09     | 4,642                   | 9,423                     | (4,781)              |
| 218              | WELLS FARGO & CO NEW       | P - Purchase                 | 09/02/08         | 01/21/09     | 3,264                   | 6,736                     | (3,471)              |
| 767              | WELLS FARGO & CO NEW       | P - Purchase                 | 07/21/08         | 01/20/09     | 12,471                  | 21,322                    | (8,851)              |
| 708              | WELLS FARGO & CO NEW       | P - Purchase                 | 07/21/08         | 01/20/09     | 11,512                  | 19,575                    | (8,063)              |
| 310              | WELLS FARGO & CO NEW       | P - Purchase                 | 11/06/08         | 02/20/09     | 3,048                   | 8,978                     | (5,930)              |
| 506              | WELLS FARGO & CO NEW       | P - Purchase                 | 11/06/08         | 02/20/09     | 4,975                   | 14,397                    | (9,422)              |
| 221              | WELLS FARGO & CO NEW       | P - Purchase                 | 12/03/08         | 02/20/09     | 2,173                   | 5,883                     | (3,710)              |
| 158              | WELLS FARGO & CO NEW       | P - Purchase                 | 12/03/08         | 02/20/09     | 1,553                   | 4,051                     | (2,498)              |
| 370              | WELLS FARGO & CO NEW       | P - Purchase                 | 11/06/08         | 02/19/09     | 4,588                   | 10,527                    | (5,939)              |
| 82               | WELLS FARGO & CO NEW       | P - Purchase                 | 09/02/08         | 02/17/09     | 1,192                   | 2,534                     | (1,341)              |
| 245              | WELLS FARGO & CO NEW       | P - Purchase                 | 10/03/08         | 02/17/09     | 3,563                   | 8,755                     | (5,192)              |
| 1016             | WELLS FARGO & CO NEW       | P - Purchase                 | 11/06/08         | 02/17/09     | 14,775                  | 28,908                    | (14,133)             |
| 22               | WELLS FARGO & CO NEW       | P - Purchase                 | 05/04/09         | 06/01/09     | 538                     | 510                       | 29                   |
| 5                | WELLS FARGO & CO NEW       | P - Purchase                 | 12/30/08         | 06/01/09     | 107                     | 109                       | (2)                  |
| 20               | WELLS FARGO & CO NEW       | P - Purchase                 | 05/04/09         | 07/01/09     | 488                     | 463                       | 25                   |
| 5                | WELLS FARGO & CO NEW       | P - Purchase                 | 12/30/08         | 07/01/09     | 112                     | 109                       | 2                    |
| 20               | WELLS FARGO & CO NEW       | P - Purchase                 | 05/04/09         | 08/04/09     | 528                     | 463                       | 65                   |
| 4                | WELLS FARGO & CO PREFERRED | P - Purchase                 | 12/30/08         | 08/04/09     | 97                      | 88                        | 9                    |
| 4                | XTO ENERGY INC             | P - Purchase                 | 05/07/09         | 06/01/09     | 172                     | 172                       | 0                    |
| 3                | XTO ENERGY INC             | P - Purchase                 | 05/07/09         | 08/04/09     | 127                     | 129                       | (1)                  |
| 375              | XTO ENERGY INC             | P - Purchase                 | 05/07/09         | 11/09/09     | 16,682                  | 16,104                    | 578                  |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
**2009 FORM 990-PF**  
**TIN#: 76-680130**

**SCHEDULE D**

**SHORT TERM GAIN/(LOSS)**

| Qty of<br>Shares | Description                       | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|-----------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 9                | YAHOO INC                         | P - Purchase                 | 09/28/09         | 11/23/09     | 139                     | 156                       | (18)                 |
| 8                | YAHOO INC                         | P - Purchase                 | 09/28/09         | 12/28/09     | 135                     | 139                       | (4)                  |
|                  | FROM RMA GOVERNMENT PORTFOLIO     | P - Purchase                 |                  |              | 17                      |                           | 17                   |
| 265              | YUM! BRANDS INC                   | P - Purchase                 | 11/05/08         | 11/02/09     | 8,766                   | 7,635                     | 1,131                |
| 9                | YUM! BRANDS INC                   | P - Purchase                 | 03/27/09         | 11/02/09     | 298                     | 260                       | 38                   |
| 159              | ABB LTD SPON ADR                  | P - Purchase                 | 12/18/08         | 02/18/09     | 1,936                   | 2,338                     | (402)                |
| 158              | ABB LTD SPON ADR                  | P - Purchase                 | 12/29/08         | 02/18/09     | 1,924                   | 2,312                     | (389)                |
| 3                | ABBOTT LABS                       | P - Purchase                 | 01/23/09         | 05/01/09     | 126                     | 158                       | (33)                 |
| 4                | ABBOTT LABS                       | P - Purchase                 | 01/23/09         | 08/04/09     | 178                     | 211                       | (34)                 |
| 3                | ABBOTT LABS                       | P - Purchase                 | 01/23/09         | 11/23/09     | 159                     | 158                       | 0                    |
| 6                | ABBOTT LABS                       | P - Purchase                 | 01/23/09         | 10/27/09     | 307                     | 317                       | (9)                  |
| 2                | ABBOTT LABS                       | P - Purchase                 | 01/23/09         | 10/01/09     | 99                      | 106                       | (6)                  |
| 69               | AMAZON COM                        | P - Purchase                 | 01/08/09         | 02/01/09     | 4,052                   | 3,915                     | 137                  |
| 1                | AMAZON COM                        | P - Purchase                 | 07/10/09         | 11/23/09     | 132                     | 78                        | 54                   |
| 1                | AMAZON.COM                        | P - Purchase                 | 07/10/09         | 10/27/09     | 121                     | 78                        | 43                   |
| 3                | AMER EXPRESS CO                   | P - Purchase                 | 05/06/09         | 08/04/09     | 86                      | 80                        | 6                    |
| 2                | AMER EXPRESS CO                   | P - Purchase                 | 05/06/09         | 11/23/09     | 83                      | 53                        | 29                   |
| 1                | AMER EXPRESS CO                   | P - Purchase                 | 05/06/09         | 10/01/09     | 33                      | 27                        | 6                    |
| 1                | AMER EXPRESS CO                   | P - Purchase                 | 05/06/09         | 10/27/09     | 36                      | 27                        | 9                    |
| 2                | AMER TOWER CORP                   | P - Purchase                 | 09/09/09         | 11/23/09     | 81                      | 68                        | 13                   |
| 2                | AMER TOWER CORP                   | P - Purchase                 | 09/09/09         | 10/01/09     | 71                      | 68                        | 3                    |
| 1                | APPLE INC                         | P - Purchase                 | 04/25/08         | 02/25/09     | 93                      | 169                       | (76)                 |
| 2                | APPLE INC                         | P - Purchase                 | 04/25/08         | 03/27/09     | 213                     | 337                       | (124)                |
| 1                | BAIDU INC ADS RPSNTG CL A ORD SHS | P - Purchase                 | 09/17/09         | 10/01/09     | 386                     | 401                       | (15)                 |
| 220              | BANCO SANTANDER BRASIL            | P - Purchase                 | 10/15/09         | 11/04/09     | 2,732                   | 2,935                     | (203)                |
| 144              | BANCO SANTANDER BRASIL            | P - Purchase                 | 10/15/09         | 10/29/09     | 1,790                   | 1,921                     | (131)                |
| 60               | BANCO SANTANDER BRASIL            | P - Purchase                 | 10/15/09         | 10/28/09     | 733                     | 800                       | (67)                 |
| 1                | BANCO SANTANDER BRASIL            | P - Purchase                 | 10/15/09         | 10/27/09     | 13                      | 13                        | (0)                  |
| 2                | BANK OF NEW YORK MELLON           | P - Purchase                 | 04/14/09         | 05/01/09     | 51                      | 63                        | (11)                 |
| 4                | BANK OF NEW YORK MELLON           | P - Purchase                 | 04/14/09         | 08/04/09     | 113                     | 125                       | (12)                 |
| 138              | BANK OF NEW YORK MELLON           | P - Purchase                 | 04/14/09         | 11/16/09     | 3,809                   | 4,315                     | (506)                |
| 108              | BANK OF NEW YORK MELLON           | P - Purchase                 | 04/21/09         | 11/16/09     | 2,981                   | 2,968                     | 12                   |
| 2                | BANK OF NEW YORK MELLON           | P - Purchase                 | 04/14/09         | 10/01/09     | 57                      | 63                        | (6)                  |
| 1                | BANK OF NEW YORK MELLON           | P - Purchase                 | 04/14/09         | 10/27/09     | 28                      | 31                        | (3)                  |
| 2                | BHP BILLITON PLC                  | P - Purchase                 | 03/12/09         | 03/27/09     | 81                      | 71                        | 9                    |
| 2                | BHP BILLITON PLC                  | P - Purchase                 | 03/12/09         | 05/01/09     | 84                      | 71                        | 12                   |
| 5                | BHP BILLITON PLC                  | P - Purchase                 | 03/12/09         | 08/04/09     | 272                     | 179                       | 94                   |
| 2                | BHP BILLITON PLC                  | P - Purchase                 | 03/12/09         | 11/23/09     | 123                     | 71                        | 52                   |
| 4                | BHP BILLITON PLC                  | P - Purchase                 | 03/12/09         | 10/01/09     | 214                     | 143                       | 71                   |
| 41               | COSTCO WHOLESALE CORP             | P - Purchase                 | 02/25/09         | 10/01/09     | 2,286                   | 1,751                     | 535                  |
| 3                | COSTCO WHOLESALE CORP             | P - Purchase                 | 03/27/09         | 10/01/09     | 167                     | 142                       | 25                   |
| 25               | COSTCO WHOLESALE CORP             | P - Purchase                 | 10/03/08         | 09/30/09     | 1,400                   | 1,579                     | (179)                |
| 25               | COSTCO WHOLESALE CORP             | P - Purchase                 | 11/05/08         | 09/30/09     | 1,400                   | 1,365                     | 35                   |
| 6                | COSTCO WHOLESALE CORP             | P - Purchase                 | 02/25/09         | 09/30/09     | 336                     | 256                       | 80                   |
| 25               | CVS CAREMARK CORP                 | P - Purchase                 | 10/03/08         | 09/24/09     | 883                     | 807                       | 76                   |
| 52               | CVS CAREMARK CORP                 | P - Purchase                 | 11/06/08         | 09/28/09     | 1,834                   | 1,572                     | 261                  |
| 20               | CVS CAREMARK CORP                 | P - Purchase                 | 10/03/08         | 09/28/09     | 705                     | 646                       | 60                   |
| 2                | CVS CAREMARK CORP                 | P - Purchase                 | 11/06/08         | 10/01/09     | 71                      | 60                        | 10                   |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
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**SCHEDULE D**

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| Qty of<br>Shares | Description             | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|-------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 86               | CVS CAREMARK CORP       | P - Purchase                 | 11/06/08         | 10/02/09     | 3,039                   | 2,600                     | 439                  |
| 295              | CVS CAREMARK CORP       | P - Purchase                 | 11/06/08         | 10/06/09     | 10,202                  | 8,919                     | 1,283                |
| 63               | DEERE AND CO            | P - Purchase                 | 12/09/08         | 02/25/09     | 1,738                   | 2,434                     | (696)                |
| 62               | DEERE AND CO            | P - Purchase                 | 12/10/08         | 02/25/09     | 1,710                   | 2,316                     | (606)                |
| 34               | DEVON ENERGY CORP NEW   | P - Purchase                 | 10/22/08         | 02/24/09     | 1,578                   | 2,410                     | (832)                |
| 1                | DIRECTV GROUP INC       | P - Purchase                 | 06/30/09         | 08/04/09     | 26                      | 25                        | 1                    |
| 2                | DIRECTV GROUP INC       | P - Purchase                 | 06/30/09         | 10/01/09     | 55                      | 50                        | 6                    |
| 4                | DOW CHEMICAL            | P - Purchase                 | 06/09/09         | 08/04/09     | 91                      | 70                        | 21                   |
| 5                | DOW CHEMICAL            | P - Purchase                 | 06/09/09         | 11/23/09     | 140                     | 88                        | 52                   |
| 13               | DOW CHEMICAL            | P - Purchase                 | 06/09/09         | 10/27/09     | 325                     | 228                       | 97                   |
| 5                | DOW CHEMICAL            | P - Purchase                 | 06/09/09         | 10/01/09     | 127                     | 88                        | 40                   |
| 1                | EOG RESOURCES INC       | P - Purchase                 | 05/07/09         | 08/04/09     | 77                      | 76                        | 1                    |
| 1                | EOG RESOURCES INC       | P - Purchase                 | 05/07/09         | 10/01/09     | 83                      | 76                        | 7                    |
| 30               | GENENTECH INC           | P - Purchase                 | 06/16/08         | 03/26/09     | 2,850                   | 2,238                     | 612                  |
| 35               | GENENTECH INC           | P - Purchase                 | 07/02/08         | 03/26/09     | 3,325                   | 2,730                     | 595                  |
| 40               | GENENTECH INC           | P - Purchase                 | 08/04/08         | 03/26/09     | 3,800                   | 3,824                     | (24)                 |
| 35               | GENENTECH INC           | P - Purchase                 | 09/02/08         | 03/26/09     | 3,325                   | 3,432                     | (107)                |
| 35               | GENENTECH INC           | P - Purchase                 | 10/03/08         | 03/26/09     | 3,325                   | 3,075                     | 250                  |
| 110              | GENENTECH INC           | P - Purchase                 | 11/05/08         | 03/26/09     | 10,450                  | 9,183                     | 1,267                |
| 1                | GENZYME CORP GEN DIV    | P - Purchase                 | 01/29/09         | 03/27/09     | 59                      | 70                        | (11)                 |
| 1                | GENZYME CORP GEN DIV    | P - Purchase                 | 01/29/09         | 05/01/09     | 53                      | 70                        | (16)                 |
| 31               | GENZYME CORP GEN DIV    | P - Purchase                 | 01/29/09         | 08/03/09     | 1,549                   | 2,161                     | (612)                |
| 31               | GENZYME CORP GEN DIV    | P - Purchase                 | 01/30/09         | 08/03/09     | 1,549                   | 2,143                     | (594)                |
| 2                | GILEAD SCIENCES INC     | P - Purchase                 | 12/22/08         | 05/01/09     | 91                      | 100                       | (9)                  |
| 3                | GILEAD SCIENCES INC     | P - Purchase                 | 12/22/08         | 08/04/09     | 143                     | 150                       | (7)                  |
| 2                | GILEAD SCIENCES INC     | P - Purchase                 | 12/22/08         | 11/23/09     | 94                      | 100                       | (6)                  |
| 3                | GILEAD SCIENCES INC     | P - Purchase                 | 12/22/08         | 10/27/09     | 129                     | 150                       | (21)                 |
| 3                | GILEAD SCIENCES INC     | P - Purchase                 | 12/22/08         | 10/01/09     | 138                     | 150                       | (12)                 |
| 23               | GOLDMAN SACHS GROUP INC | P - Purchase                 | 04/24/08         | 01/20/09     | 1,498                   | 4,339                     | (2,841)              |
| 15               | GOLDMAN SACHS GROUP INC | P - Purchase                 | 06/16/08         | 01/20/09     | 977                     | 2,754                     | (1,777)              |
| 4                | GOLDMAN SACHS GROUP INC | P - Purchase                 | 07/02/08         | 01/20/09     | 261                     | 726                       | (465)                |
| 1                | GOLDMAN SACHS GROUP INC | P - Purchase                 | 07/02/08         | 02/25/09     | 93                      | 181                       | (89)                 |
| 10               | GOLDMAN SACHS GROUP INC | P - Purchase                 | 07/02/08         | 04/13/09     | 1,285                   | 1,815                     | (530)                |
| 15               | GOLDMAN SACHS GROUP INC | P - Purchase                 | 08/04/08         | 04/13/09     | 1,927                   | 2,664                     | (737)                |
| 4                | GOLDMAN SACHS GROUP INC | P - Purchase                 | 09/02/08         | 04/13/09     | 514                     | 653                       | (139)                |
| 1                | GOLDMAN SACHS GROUP INC | P - Purchase                 | 09/02/08         | 05/01/09     | 128                     | 163                       | (36)                 |
| 10               | GOLDMAN SACHS GROUP INC | P - Purchase                 | 09/02/08         | 06/01/09     | 1,440                   | 1,633                     | (193)                |
| 21               | GOLDMAN SACHS GROUP INC | P - Purchase                 | 09/19/08         | 06/01/09     | 3,023                   | 2,783                     | 240                  |
| 3                | GOLDMAN SACHS GROUP INC | P - Purchase                 | 09/19/08         | 08/04/09     | 494                     | 398                       | 96                   |
| 5                | GOLDMAN SACHS GROUP INC | P - Purchase                 | 03/25/09         | 12/03/09     | 834                     | 553                       | 281                  |
| 1                | GOOGLE, INC             | P - Purchase                 | 10/30/08         | 08/04/09     | 451                     | 362                       | 89                   |
| 30               | HESS CORP               | P - Purchase                 | 05/20/08         | 02/24/09     | 1,569                   | 4,005                     | (2,436)              |
| 12               | HESS CORP               | P - Purchase                 | 05/21/08         | 02/24/09     | 628                     | 1,594                     | (966)                |
| 15               | HESS CORP               | P - Purchase                 | 06/16/08         | 02/24/09     | 784                     | 1,934                     | (1,149)              |
| 10               | HESS CORP               | P - Purchase                 | 07/02/08         | 02/24/09     | 523                     | 1,224                     | (701)                |
| 15               | HESS CORP               | P - Purchase                 | 08/04/08         | 02/24/09     | 784                     | 1,395                     | (610)                |
| 15               | HESS CORP               | P - Purchase                 | 09/02/08         | 02/24/09     | 784                     | 1,482                     | (697)                |
| 15               | HESS CORP               | P - Purchase                 | 10/03/08         | 02/24/09     | 784                     | 1,102                     | (318)                |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
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| Qty of<br>Shares | Description           | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|-----------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 10               | HESS CORP             | P - Purchase                 | 11/05/08         | 02/24/09     | 523                     | 596                       | (73)                 |
| 46               | HESS CORP             | P - Purchase                 | 03/19/08         | 02/18/09     | 2,380                   | 4,283                     | (1,904)              |
| 50               | HESS CORP             | P - Purchase                 | 05/20/08         | 02/18/09     | 2,586                   | 6,676                     | (4,089)              |
| 1                | HSBC HOLDINGS PLC     | P - Purchase                 | 08/27/09         | 11/23/09     | 62                      | 55                        | 7                    |
| 2                | HSBC HOLDINGS PLC     | P - Purchase                 | 08/27/09         | 10/01/09     | 113                     | 109                       | 4                    |
| 5                | INTEL CORP            | P - Purchase                 | 07/16/09         | 08/04/09     | 96                      | 92                        | 4                    |
| 165              | INTEL CORP            | P - Purchase                 | 07/16/09         | 10/29/09     | 3,169                   | 3,029                     | 140                  |
| 270              | INTEL CORP            | P - Purchase                 | 07/17/09         | 10/29/09     | 5,186                   | 5,011                     | 174                  |
| 128              | INTEL CORP            | P - Purchase                 | 07/17/09         | 10/29/09     | 2,458                   | 2,353                     | 106                  |
| 264              | INTEL CORP            | P - Purchase                 | 07/20/09         | 10/29/09     | 5,070                   | 4,922                     | 148                  |
| 1                | INTEL CORP            | P - Purchase                 | 10/27/09         | 10/29/09     | 19                      | 20                        | (1)                  |
| 9                | INTEL CORP            | P - Purchase                 | 07/16/09         | 10/01/09     | 175                     | 165                       | 9                    |
| 230              | INTEL CORP            | P - Purchase                 | 07/16/09         | 10/16/09     | 4,665                   | 4,222                     | 443                  |
| 1                | INTL BUSINESS MACH    | P - Purchase                 | 01/30/09         | 03/27/09     | 93                      | 93                        | -                    |
| 1                | INTL BUSINESS MACH    | P - Purchase                 | 01/30/09         | 05/01/09     | 104                     | 93                        | 11                   |
| 4                | INTL BUSINESS MACH    | P - Purchase                 | 01/30/09         | 08/04/09     | 477                     | 371                       | 106                  |
| 2                | INTL BUSINESS MACH    | P - Purchase                 | 01/30/09         | 11/23/09     | 255                     | 186                       | 70                   |
| 2                | INTL BUSINESS MACH    | P - Purchase                 | 01/30/09         | 10/01/09     | 238                     | 186                       | 52                   |
| 1                | INTL BUSINESS MACH    | P - Purchase                 | 01/30/09         | 10/27/09     | 121                     | 93                        | 28                   |
| 135              | JOHNSON & JOHNSON COM | P - Purchase                 | 11/06/08         | 04/27/09     | 6,869                   | 7,891                     | (1,022)              |
| 166              | JOHNSON & JOHNSON COM | P - Purchase                 | 11/06/08         | 05/01/09     | 8,398                   | 9,703                     | (1,305)              |
| 3                | JOHNSON & JOHNSON COM | P - Purchase                 | 11/07/08         | 05/01/09     | 152                     | 178                       | (27)                 |
| 7                | JOHNSON & JOHNSON COM | P - Purchase                 | 02/25/09         | 05/01/09     | 354                     | 382                       | (28)                 |
| 7                | JOHNSON & JOHNSON COM | P - Purchase                 | 03/27/09         | 05/01/09     | 354                     | 369                       | (15)                 |
| 34               | JOHNSON & JOHNSON COM | P - Purchase                 | 11/06/08         | 05/01/09     | 1,722                   | 1,987                     | (266)                |
| 6                | JPMORGAN CHASE & CO   | P - Purchase                 | 03/13/09         | 03/27/09     | 166                     | 141                       | 25                   |
| 97               | JPMORGAN CHASE & CO   | P - Purchase                 | 03/13/09         | 05/11/09     | 3,645                   | 2,277                     | 1,368                |
| 8                | JPMORGAN CHASE & CO   | P - Purchase                 | 03/13/09         | 05/01/09     | 265                     | 188                       | 77                   |
| 5                | JPMORGAN CHASE & CO   | P - Purchase                 | 03/13/09         | 08/04/09     | 200                     | 117                       | 83                   |
| 6                | JPMORGAN CHASE & CO   | P - Purchase                 | 03/19/09         | 11/23/09     | 259                     | 151                       | 108                  |
| 47               | JPMORGAN CHASE & CO   | P - Purchase                 | 03/13/09         | 11/10/09     | 2,057                   | 1,103                     | 954                  |
| 143              | JPMORGAN CHASE & CO   | P - Purchase                 | 03/19/09         | 11/10/09     | 6,260                   | 3,597                     | 2,663                |
| 15               | JPMORGAN CHASE & CO   | P - Purchase                 | 03/19/09         | 12/03/09     | 634                     | 377                       | 256                  |
| 215              | JPMORGAN CHASE & CO   | P - Purchase                 | 03/23/09         | 12/03/09     | 9,080                   | 5,939                     | 3,141                |
| 10               | JPMORGAN CHASE & CO   | P - Purchase                 | 03/13/09         | 10/01/09     | 428                     | 235                       | 193                  |
| 5                | JPMORGAN CHASE & CO   | P - Purchase                 | 03/13/09         | 10/27/09     | 221                     | 117                       | 103                  |
| 1                | JUNIPER NETWORKS INC  | P - Purchase                 | 07/01/09         | 08/04/09     | 26                      | 24                        | 2                    |
| 26               | JUNIPER NETWORKS INC  | P - Purchase                 | 07/01/09         | 11/11/09     | 657                     | 636                       | 21                   |
| 171              | JUNIPER NETWORKS INC  | P - Purchase                 | 07/01/09         | 11/11/09     | 4,355                   | 4,183                     | 172                  |
| 98               | JUNIPER NETWORKS INC  | P - Purchase                 | 07/07/09         | 11/11/09     | 2,475                   | 2,346                     | 129                  |
| 98               | JUNIPER NETWORKS INC  | P - Purchase                 | 07/08/09         | 11/11/09     | 2,475                   | 2,218                     | 257                  |
| 6                | JUNIPER NETWORKS INC  | P - Purchase                 | 10/27/09         | 11/11/09     | 152                     | 154                       | (2)                  |
| 4                | JUNIPER NETWORKS INC  | P - Purchase                 | 07/01/09         | 10/01/09     | 107                     | 98                        | 9                    |
| 22               | LOCKHEED MARTIN CORP  | P - Purchase                 | 09/02/08         | 08/25/09     | 1,628                   | 2,571                     | (943)                |
| 72               | LOCKHEED MARTIN CORP  | P - Purchase                 | 09/19/08         | 08/25/09     | 5,328                   | 7,985                     | (2,657)              |
| 45               | LOCKHEED MARTIN CORP  | P - Purchase                 | 10/03/08         | 08/25/09     | 3,330                   | 4,736                     | (1,406)              |
| 335              | LOCKHEED MARTIN CORP  | P - Purchase                 | 11/05/08         | 08/25/09     | 2,590                   | 2,977                     | (387)                |
| 8                | LOCKHEED MARTIN CORP  | P - Purchase                 | 09/02/08         | 08/06/09     | 600                     | 935                       | (335)                |

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| Qty of<br>Shares | Description                   | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|-------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 8                | LOWES COMPANIES INC           | P - Purchase                 | 06/16/08         | 05/01/09     | 172                     | 193                       | (21)                 |
| 45               | LOWES COMPANIES INC           | P - Purchase                 | 09/02/08         | 08/18/09     | 898                     | 1,179                     | (281)                |
| 148              | LOWES COMPANIES INC           | P - Purchase                 | 10/03/08         | 08/18/09     | 2,952                   | 3,200                     | (248)                |
| 123              | LOWES COMPANIES INC           | P - Purchase                 | 10/03/08         | 09/17/09     | 2,666                   | 2,659                     | 6                    |
| 132              | LOWES COMPANIES INC           | P - Purchase                 | 10/03/08         | 09/15/09     | 2,803                   | 2,854                     | (51)                 |
| 355              | LOWES COMPANIES INC           | P - Purchase                 | 11/06/08         | 10/01/09     | 7,278                   | 7,057                     | 220                  |
| 151              | LOWES COMPANIES INC           | P - Purchase                 | 10/03/08         | 10/01/09     | 3,096                   | 3,265                     | (169)                |
| 1                | LOWES COMPANIES INC           | P - Purchase                 | 10/03/08         | 10/01/09     | 21                      | 22                        | (1)                  |
| 1                | MASTERCARD, INC               | P - Purchase                 | 08/04/08         | 08/04/09     | 201                     | 230                       | (29)                 |
| 2                | MERCK & CO INC                | P - Purchase                 | 09/09/09         | 11/23/09     | 73                      | 63                        | 10                   |
| 2                | MERK & CO** NAME CHANGE 11/09 | P - Purchase                 | 09/09/09         | 10/01/09     | 62                      | 63                        | (1)                  |
| 30               | MONSANTO CO NEW               | P - Purchase                 | 08/04/08         | 07/21/09     | 2,429                   | 3,176                     | (747)                |
| 17               | MONSANTO CO NEW               | P - Purchase                 | 09/02/08         | 07/21/09     | 1,377                   | 1,844                     | (467)                |
| 8                | MONSANTO CO NEW               | P - Purchase                 | 10/03/08         | 08/04/09     | 671                     | 678                       | (8)                  |
| 18               | MONSANTO CO NEW               | P - Purchase                 | 09/02/08         | 07/31/09     | 1,525                   | 1,952                     | (427)                |
| 16               | MONSANTO CO NEW               | P - Purchase                 | 10/03/08         | 07/31/09     | 1,356                   | 1,356                     | (1)                  |
| 1                | MONSANTO CO NEW               | P - Purchase                 | 10/03/08         | 10/01/09     | 76                      | 85                        | (9)                  |
| 29               | MONSANTO CO NEW               | P - Purchase                 | 11/05/08         | 10/06/09     | 2,175                   | 2,569                     | (394)                |
| 39               | MONSANTO CO NEW               | P - Purchase                 | 10/09/08         | 10/06/09     | 2,925                   | 3,120                     | (195)                |
| 46               | MONSANTO CO NEW               | P - Purchase                 | 01/28/09         | 10/07/09     | 3,419                   | 3,667                     | (247)                |
| 8                | MONSANTO CO NEW               | P - Purchase                 | 01/28/09         | 10/09/09     | 597                     | 638                       | (41)                 |
| 16               | MONSANTO CO NEW               | P - Purchase                 | 11/05/08         | 10/07/09     | 1,189                   | 1,418                     | (228)                |
| 7                | NIKE INC                      | P - Purchase                 | 07/10/08         | 02/25/09     | 301                     | 389                       | (87)                 |
| 3                | NIKE INC                      | P - Purchase                 | 07/10/08         | 05/01/09     | 158                     | 167                       | (9)                  |
| 1                | NORDSTROM INC                 | P - Purchase                 | 11/16/09         | 11/23/09     | 34                      | 35                        | (1)                  |
| 1                | NRG ENERGY                    | P - Purchase                 | 07/13/09         | 08/04/09     | 28                      | 23                        | 5                    |
| 1                | NRG ENERGY                    | P - Purchase                 | 07/13/09         | 11/23/09     | 24                      | 23                        | 1                    |
| 15               | NRG ENERGY                    | P - Purchase                 | 07/13/09         | 12/28/09     | 368                     | 344                       | 23                   |
| 4                | NRG ENERGY                    | P - Purchase                 | 10/27/09         | 12/28/09     | 98                      | 103                       | (5)                  |
| 37               | NRG ENERGY                    | P - Purchase                 | 07/13/09         | 12/24/09     | 911                     | 850                       | 61                   |
| 144              | NRG ENERGY                    | P - Purchase                 | 07/13/09         | 12/23/09     | 3,530                   | 3,306                     | 224                  |
| 2                | NRG ENERGY                    | P - Purchase                 | 07/13/09         | 10/01/09     | 55                      | 46                        | 9                    |
| 170              | ORACLE CORP                   | P - Purchase                 | 10/30/08         | 02/02/09     | 2,850                   | 3,142                     | (292)                |
| 88               | ORACLE CORP                   | P - Purchase                 | 10/30/08         | 03/05/09     | 1,309                   | 1,627                     | (318)                |
| 138              | ORACLE CORP                   | P - Purchase                 | 10/31/08         | 03/05/09     | 2,053                   | 2,537                     | (484)                |
| 30               | ORACLE CORP                   | P - Purchase                 | 11/05/08         | 03/05/09     | 446                     | 542                       | (95)                 |
| 5                | ORACLE CORP                   | P - Purchase                 | 10/31/02         | 03/05/09     | 74                      | 87                        | (12)                 |
| 1                | ORACLE CORP                   | P - Purchase                 | 10/30/08         | 02/25/09     | 17                      | 18                        | (2)                  |
| 3                | PETROLEO BRASILEIRO SA        | P - Purchase                 | 10/14/08         | 02/25/09     | 83                      | 97                        | (14)                 |
| 22               | PETROLEO BRASILEIRO SA        | P - Purchase                 | 10/14/08         | 03/27/09     | 715                     | 714                       | 1                    |
| 3                | PETROLEO BRASILEIRO SA        | P - Purchase                 | 10/14/08         | 05/01/09     | 101                     | 97                        | 4                    |
| 11               | PETROLEO BRASILEIRO SA        | P - Purchase                 | 10/14/08         | 08/04/09     | 471                     | 357                       | 114                  |
| 6                | PETROLEO BRASILEIRO SA        | P - Purchase                 | 10/14/08         | 10/01/09     | 274                     | 195                       | 80                   |
| 1                | POTASH CORP SASK INC          | P - Purchase                 | 02/10/09         | 02/25/09     | 82                      | 88                        | (6)                  |
| 1                | POTASH CORP SASK INC          | P - Purchase                 | 02/10/09         | 03/27/09     | 90                      | 88                        | 2                    |
| 1                | POTASH CORP SASK INC          | P - Purchase                 | 02/10/09         | 05/01/09     | 87                      | 88                        | (1)                  |
| 5                | POTASH CORP SASK INC          | P - Purchase                 | 02/10/09         | 08/01/09     | 477                     | 439                       | 38                   |
| 52               | POTASH CORP SASK INC          | P - Purchase                 | 03/09/09         | 08/03/09     | 4,960                   | 3,583                     | 1,378                |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
**2009 FORM 990-PF**  
**TIN#: 76-680130**

**SCHEDULE D**

**SHORT TERM GAIN/(LOSS)**

| Qty of<br>Shares | Description               | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|---------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 44               | POTASH CORP SASK INC      | P - Purchase                 | 02/10/09         | 07/31/09     | 4,091                   | 3,859                     | 232                  |
| 4                | POTASH CORP SASK INC      | P - Purchase                 | 03/09/09         | 10/27/09     | 390                     | 276                       | 114                  |
| 1                | PPG INDUSTRIES            | P - Purchase                 | 08/27/09         | 11/23/09     | 60                      | 55                        | 5                    |
| 3                | PPG INDUSTRIES            | P - Purchase                 | 08/27/09         | 10/27/09     | 177                     | 165                       | 12                   |
| 72               | ROCHE HLDG LTD            | P - Purchase                 | 03/12/09         | 04/23/09     | 2,020                   | 2,190                     | (170)                |
| 125              | ROCHE HLDG LTD            | P - Purchase                 | 03/12/09         | 04/23/09     | 3,507                   | 3,793                     | (286)                |
| 197              | ROCHE HLDG LTD            | P - Purchase                 | 03/20/09         | 04/23/09     | 5,527                   | 6,381                     | (854)                |
| 2                | ROCHE HLDG LTD            | P - Purchase                 | 03/12/09         | 03/27/09     | 66                      | 61                        | 5                    |
| 14               | SCHERING PLOUGH CORP      | P - Purchase                 | 12/02/08         | 02/25/09     | 249                     | 223                       | 27                   |
| 79               | SCHERING PLOUGH CORP      | P - Purchase                 | 12/03/08         | 04/23/09     | 1,709                   | 1,256                     | 453                  |
| 136              | SCHERING PLOUGH CORP      | P - Purchase                 | 12/03/08         | 04/23/09     | 2,942                   | 2,143                     | 799                  |
| 302              | SCHERING PLOUGH CORP      | P - Purchase                 | 12/09/09         | 04/23/09     | 6,582                   | 4,831                     | 1,751                |
| 8                | SCHERING PLOUGH CORP      | P - Purchase                 | 12/09/09         | 04/23/09     | 173                     | 128                       | 45                   |
| 15               | SCHERING PLOUGH CORP      | P - Purchase                 | 12/10/08         | 04/23/09     | 327                     | 235                       | 92                   |
| 169              | SCHERING PLOUGH CORP      | P - Purchase                 | 12/03/08         | 04/22/09     | 3,657                   | 2,687                     | 970                  |
| 116              | SCHERING PLOUGH CORP      | P - Purchase                 | 12/02/08         | 04/21/09     | 2,567                   | 1,846                     | 722                  |
| 32               | SCHERING PLOUGH CORP      | P - Purchase                 | 12/03/08         | 04/21/09     | 708                     | 509                       | 199                  |
| 15               | SCHERING PLOUGH CORP      | P - Purchase                 | 12/02/08         | 03/27/09     | 363                     | 239                       | 125                  |
| 9                | SCHLUMBERGER LTD          | P - Purchase                 | 10/03/08         | 02/17/09     | 353                     | 666                       | (313)                |
| 30               | SCHLUMBERGER LTD          | P - Purchase                 | 10/09/08         | 02/17/09     | 1,177                   | 1,817                     | (640)                |
| 82               | SCHLUMBERGER LTD          | P - Purchase                 | 10/09/08         | 02/17/09     | 3,173                   | 4,965                     | (1,792)              |
| 57               | SCHLUMBERGER LTD          | P - Purchase                 | 10/13/08         | 02/17/09     | 2,206                   | 3,697                     | (1,491)              |
| 30               | SCHLUMBERGER LTD          | P - Purchase                 | 11/05/08         | 02/17/09     | 1,161                   | 1,517                     | (356)                |
| 1                | STARWOOD HOTELS & RESORTS | P - Purchase                 | 10/20/08         | 02/25/09     | 12                      | 21                        | (9)                  |
| 3                | STARWOOD HOTELS & RESORTS | P - Purchase                 | 10/20/08         | 03/27/09     | 42                      | 62                        | (20)                 |
| 2                | STARWOOD HOTELS & RESORTS | P - Purchase                 | 10/20/08         | 05/01/09     | 42                      | 42                        | 0                    |
| 3                | STARWOOD HOTELS & RESORTS | P - Purchase                 | 10/20/08         | 08/04/09     | 80                      | 62                        | 18                   |
| 2                | STARWOOD HOTELS & RESORTS | P - Purchase                 | 10/20/08         | 10/01/09     | 64                      | 42                        | 23                   |
| 2                | TAIWAN SEMICONDUCTOR MFG  | P - Purchase                 | 04/17/09         | 05/01/09     | 21                      | 19                        | 2                    |
| 0 404            | TAIWAN SEMICONDUCTOR MFG  | P - Purchase                 | 04/17/09         | 08/14/09     | 4                       | 3                         | 1                    |
| 11               | TAIWAN SEMICONDUCTOR MFG  | P - Purchase                 | 04/17/09         | 08/04/09     | 115                     | 106                       | 9                    |
| 158              | TAIWAN SEMICONDUCTOR MFG  | P - Purchase                 | 04/17/09         | 10/28/09     | 1,522                   | 1,510                     | 13                   |
| 392              | TAIWAN SEMICONDUCTOR MFG  | P - Purchase                 | 05/05/09         | 10/28/09     | 3,776                   | 4,321                     | (544)                |
| 8                | TAIWAN SEMICONDUCTOR MFG  | P - Purchase                 | 04/17/09         | 10/01/09     | 87                      | 76                        | 10                   |
| 316              | TAIWAN SEMICONDUCTOR MFG  | P - Purchase                 | 04/17/09         | 10/27/09     | 3,123                   | 3,019                     | 104                  |
| 1                | TARGET CORP               | P - Purchase                 | 08/26/08         | 02/24/09     | 28                      | 50                        | (22)                 |
| 80               | TARGET CORP               | P - Purchase                 | 08/27/08         | 02/24/09     | 2,276                   | 4,165                     | (1,889)              |
| 18               | TARGET CORP               | P - Purchase                 | 09/02/08         | 02/24/09     | 512                     | 936                       | (424)                |
| 15               | TARGET CORP               | P - Purchase                 | 10/03/08         | 02/24/09     | 427                     | 814                       | (387)                |
| 15               | TARGET CORP               | P - Purchase                 | 10/16/08         | 02/24/09     | 427                     | 660                       | (234)                |
| 5                | TARGET CORP               | P - Purchase                 | 08/21/08         | 02/02/09     | 142                     | 189                       | (47)                 |
| 106              | TARGET CORP               | P - Purchase                 | 08/26/08         | 02/02/09     | 3,188                   | 5,341                     | (2,153)              |
| 264              | TARGET CORP               | P - Purchase                 | 10/16/08         | 03/03/09     | 6,848                   | 9,973                     | (3,125)              |
| 35               | TARGET CORP               | P - Purchase                 | 11/05/08         | 03/03/09     | 908                     | 1,372                     | (464)                |
| 1                | TARGET CORP               | P - Purchase                 | 10/16/08         | 02/25/09     | 28                      | 38                        | (10)                 |
| 1                | UNITED STATES STEEL CORP  | P - Purchase                 | 04/17/09         | 05/01/09     | 27                      | 29                        | (3)                  |
| 94               | UNITED STATES STEEL CORP  | P - Purchase                 | 04/17/09         | 06/12/09     | 3,747                   | 2,756                     | 991                  |
| 84               | UNITED STATES STEEL CORP  | P - Purchase                 | 05/01/09         | 06/12/09     | 3,349                   | 2,285                     | 1,064                |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
**2009 FORM 990-PF**  
**TIN#: 76-680130**

**SCHEDULE D**

**SHORT TERM GAIN/(LOSS)**

| Qty of<br>Shares | Description            | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 22               | UNITEDHEALTH GROUP INC | P - Purchase                 | 02/02/09         | 03/05/09     | 359                     | 641                       | (283)                |
| 75               | UNITEDHEALTH GROUP INC | P - Purchase                 | 02/04/09         | 03/05/09     | 1,223                   | 2,210                     | (986)                |
| 88               | UNITEDHEALTH GROUP INC | P - Purchase                 | 02/06/09         | 03/05/09     | 1,435                   | 2,543                     | (1,107)              |
| 37               | UNITEDHEALTH GROUP INC | P - Purchase                 | 02/18/09         | 03/05/09     | 604                     | 1,042                     | (439)                |
| 109              | UNITEDHEALTH GROUP INC | P - Purchase                 | 02/18/09         | 03/05/09     | 1,902                   | 3,070                     | (1,168)              |
| 153              | UNITEDHEALTH GROUP INC | P - Purchase                 | 02/19/09         | 03/05/09     | 2,670                   | 4,386                     | (1,716)              |
| 70               | UNITEDHEALTH GROUP INC | P - Purchase                 | 01/28/09         | 03/04/09     | 1,260                   | 2,096                     | (836)                |
| 55               | UNITEDHEALTH GROUP INC | P - Purchase                 | 02/02/09         | 03/04/09     | 990                     | 1,603                     | (613)                |
| 4                | UNITEDHEALTH GROUP INC | P - Purchase                 | 01/28/09         | 02/25/09     | 94                      | 120                       | (26)                 |
| 19               | US BANCORP DEL         | P - Purchase                 | 08/05/08         | 01/22/09     | 268                     | 588                       | (320)                |
| 130              | US BANCORP DEL         | P - Purchase                 | 08/18/08         | 01/22/09     | 1,832                   | 3,988                     | (2,156)              |
| 10               | US BANCORP DEL         | P - Purchase                 | 07/21/08         | 01/20/09     | 173                     | 275                       | (102)                |
| 66               | US BANCORP DEL         | P - Purchase                 | 07/23/08         | 01/20/09     | 1,141                   | 1,991                     | (850)                |
| 20               | US BANCORP DEL         | P - Purchase                 | 07/28/08         | 01/20/09     | 346                     | 572                       | (226)                |
| 74               | US BANCORP DEL         | P - Purchase                 | 07/30/08         | 01/20/09     | 1,279                   | 2,292                     | (1,013)              |
| 57               | US BANCORP DEL         | P - Purchase                 | 07/30/08         | 01/20/09     | 985                     | 1,745                     | (760)                |
| 80               | US BANCORP DEL         | P - Purchase                 | 08/04/08         | 01/20/09     | 1,383                   | 2,457                     | (1,074)              |
| 20               | US BANCORP DEL         | P - Purchase                 | 08/05/08         | 01/20/09     | 346                     | 618                       | (273)                |
| 142              | US BANCORP DEL         | P - Purchase                 | 08/18/08         | 02/18/09     | 1,488                   | 4,356                     | (2,867)              |
| 64               | US BANCORP DEL         | P - Purchase                 | 09/02/08         | 02/18/09     | 671                     | 2,047                     | (1,376)              |
| 7                | US BANCORP DEL         | P - Purchase                 | 08/18/08         | 02/17/09     | 77                      | 215                       | (137)                |
| 2                | US BANCORP DEL         | P - Purchase                 | 09/03/08         | 02/25/09     | 26                      | 64                        | (38)                 |
| 4                | US BANCORP DEL         | P - Purchase                 | 09/02/08         | 03/27/09     | 62                      | 128                       | (66)                 |
| 2                | US BANCORP DEL         | P - Purchase                 | 09/03/08         | 03/27/09     | 31                      | 65                        | (34)                 |
| 17               | US BANCORP DEL         | P - Purchase                 | 09/03/08         | 08/04/09     | 366                     | 553                       | (187)                |
| 79               | US BANCORP DEL         | P - Purchase                 | 12/03/08         | 12/03/09     | 1,857                   | 2,020                     | (162)                |
| 7                | VISA INC               | P - Purchase                 | 04/30/08         | 02/25/09     | 395                     | 583                       | (188)                |
| 5                | VISA INC               | P - Purchase                 | 04/30/08         | 04/30/09     | 323                     | 416                       | (93)                 |
| 31               | VISA INC               | P - Purchase                 | 06/26/08         | 06/22/09     | 1,930                   | 2,450                     | (520)                |
| 28               | VISA INC               | P - Purchase                 | 06/27/08         | 06/22/09     | 1,743                   | 2,261                     | (518)                |
| 8                | VISA INC               | P - Purchase                 | 08/04/08         | 08/04/09     | 550                     | 581                       | (31)                 |
| 16               | VISA INC               | P - Purchase                 | 09/02/08         | 08/04/09     | 1,100                   | 1,196                     | (96)                 |
| 47               | VISA INC               | P - Purchase                 | 08/04/08         | 07/31/09     | 3,086                   | 3,411                     | (325)                |
| 3                | WAL MART STORES INC    | P - Purchase                 | 10/03/08         | 02/25/09     | 150                     | 180                       | (30)                 |
| 5                | WAL MART STORES INC    | P - Purchase                 | 10/16/08         | 08/04/09     | 249                     | 269                       | (20)                 |
| 67               | WAL MART STORES INC    | P - Purchase                 | 10/17/08         | 09/09/09     | 3,412                   | 3,627                     | (215)                |
| 40               | WAL MART STORES INC    | P - Purchase                 | 11/05/08         | 09/09/09     | 2,037                   | 2,189                     | (152)                |
| 43               | WAL MART STORES INC    | P - Purchase                 | 02/19/09         | 09/09/09     | 2,190                   | 2,153                     | 37                   |
| 2                | WAL MART STORES INC    | P - Purchase                 | 03/27/09         | 09/09/09     | 102                     | 105                       | (3)                  |
| 130              | WAL MART STORES INC    | P - Purchase                 | 10/16/08         | 09/08/09     | 6,684                   | 6,981                     | (297)                |
| 11               | WAL MART STORES INC    | P - Purchase                 | 10/17/08         | 09/08/09     | 566                     | 595                       | (30)                 |
| 93               | WALMART STORES INC     | P - Purchase                 | 10/16/08         | 05/11/09     | 4,722                   | 4,994                     | (272)                |
| 95               | WALMART STORES INC     | P - Purchase                 | 10/03/08         | 05/05/09     | 4,784                   | 5,704                     | (920)                |
| 75               | WALMART STORES INC     | P - Purchase                 | 10/03/08         | 05/05/09     | 3,786                   | 4,503                     | (717)                |
| 42               | WALMART STORES INC     | P - Purchase                 | 10/16/08         | 05/05/09     | 2,120                   | 2,255                     | (135)                |
| 4                | WALMART STORES INC     | P - Purchase                 | 10/03/08         | 05/01/09     | 202                     | 240                       | (38)                 |
| 13               | WALT DISNEY CO         | P - Purchase                 | 12/08/08         | 02/18/09     | 229                     | 335                       | (106)                |
| 103              | WALT DISNEY CO         | P - Purchase                 | 12/09/08         | 02/18/09     | 1,817                   | 2,439                     | (622)                |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
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**TIN#: 76-680130**

**SCHEDULE D**

**SHORT TERM GAIN/(LOSS)**

| Qty of<br>Shares                    | Description                   | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss)    |
|-------------------------------------|-------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|-------------------------|
| 80                                  | WALT DISNEY CO                | P - Purchase                 | 12/08/08         | 02/05/09     | 1,488                   | 2,061                     | (573)                   |
| 6                                   | WELLS FARGO & CO              | P - Purchase                 | 05/04/09         | 11/23/09     | 168                     | 139                       | 29                      |
| 1                                   | WELLS FARGO & CO              | P - Purchase                 | 12/30/08         | 11/23/09     | 25                      | 22                        | 3                       |
| 133                                 | WELLS FARGO & CO NEW          | P - Purchase                 | 07/21/08         | 01/21/09     | 1,992                   | 3,677                     | (1,686)                 |
| 90                                  | WELLS FARGO & CO NEW          | P - Purchase                 | 08/04/08         | 01/21/09     | 1,348                   | 2,736                     | (1,388)                 |
| 5                                   | WELLS FARGO & CO NEW          | P - Purchase                 | 09/02/08         | 01/21/09     | 75                      | 154                       | (80)                    |
| 282                                 | WELLS FARGO & CO NEW          | P - Purchase                 | 07/21/08         | 01/20/09     | 4,585                   | 7,840                     | (3,254)                 |
| 148                                 | WELLS FARGO & CO NEW          | P - Purchase                 | 07/21/08         | 01/20/09     | 2,406                   | 4,092                     | (1,686)                 |
| 206                                 | WELLS FARGO & CO NEW          | P - Purchase                 | 11/06/08         | 02/20/09     | 2,025                   | 5,861                     | (3,836)                 |
| 80                                  | WELLS FARGO & CO NEW          | P - Purchase                 | 11/06/08         | 02/20/09     | 786                     | 2,317                     | (1,530)                 |
| 61                                  | WELLS FARGO & CO NEW          | P - Purchase                 | 12/03/08         | 02/20/09     | 600                     | 1,623                     | (1,023)                 |
| 108                                 | WELLS FARGO & CO NEW          | P - Purchase                 | 11/06/08         | 02/19/09     | 1,339                   | 3,073                     | (1,734)                 |
| 85                                  | WELLS FARGO & CO NEW          | P - Purchase                 | 09/02/08         | 02/17/09     | 1,236                   | 2,626                     | (1,390)                 |
| 70                                  | WELLS FARGO & CO NEW          | P - Purchase                 | 10/03/08         | 02/17/09     | 1,018                   | 2,502                     | (1,484)                 |
| 234                                 | WELLS FARGO & CO NEW          | P - Purchase                 | 11/06/08         | 02/17/09     | 3,403                   | 6,658                     | (3,255)                 |
| 17                                  | WELLS FARGO & CO NEW          | P - Purchase                 | 05/04/09         | 08/04/09     | 449                     | 394                       | 55                      |
| 3                                   | WELLS FARGO & CO PREFERRED    | P - Purchase                 | 12/30/08         | 08/04/09     | 73                      | 66                        | 7                       |
| 25                                  | WELLS FARGO & CO PREFERRED    | P - Purchase                 | 05/04/09         | 10/27/09     | 705                     | 579                       | 126                     |
| 2                                   | XTO ENERGY INC                | P - Purchase                 | 05/07/09         | 08/04/09     | 85                      | 86                        | (1)                     |
| 109                                 | XTO ENERGY INC                | P - Purchase                 | 05/07/09         | 11/09/09     | 4,849                   | 4,681                     | 168                     |
| 3                                   | YAHOO INC                     | P - Purchase                 | 09/28/09         | 11/23/09     | 46                      | 52                        | (6)                     |
|                                     | FROM RMA GOVERNMENT PORTFOLIO | P - Purchase                 |                  |              | 5                       |                           | 5                       |
| 65                                  | YUM! BRANDS INC               | P - Purchase                 | 11/05/08         | 11/02/09     | 2,150                   | 1,861                     | 289                     |
| 2                                   | YUM! BRANDS INC               | P - Purchase                 | 03/27/09         | 11/02/09     | 66                      | 58                        | 8                       |
|                                     | FROM SELECT TREASURY INST FD  | P - Purchase                 |                  |              | 19                      |                           | 19                      |
|                                     | FROM SELECT TREASURY INST FD  | P - Purchase                 |                  |              | 5                       |                           | 5                       |
| <b>TOTAL SHORT TERM GAIN/(LOSS)</b> |                               |                              |                  |              | <b><u>2,220,298</u></b> | <b><u>2,524,784</u></b>   | <b><u>(304,486)</u></b> |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
**2009 FORM 990-PF**  
**TIN#: 76-680130**

**SCHEDULE D**

| Qty of<br>Shares | Long term gain/(loss)<br>Description | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|--------------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 2400             | AMERICAN EAGLE OUTFITTERS            | P - Purchase                 | 10/19/07         | 10/08/09     | 43,155                  | 55,407                    | (12,252)             |
| 2750             | ANNALY CAPITAL MANAGEMENT INC        | P - Purchase                 | 05/05/84         | 08/28/03     | 47,940                  | 37,581                    | 10,359               |
| 2300             | ANNALY CAPITAL MANAGEMENT INC        | P - Purchase                 | 03/08/07         | 12/15/09     | 42,164                  | 31,431                    | 10,733               |
| 1900             | ARCHER, DANIELS, MIDLAND             | P - Purchase                 | 07/15/08         | 08/24/09     | 55,920                  | 56,177                    | (257)                |
| 800              | ARCHER, DANIELS, MIDLAND             | P - Purchase                 | 07/15/08         | 09/16/09     | 23,544                  | 23,653                    | (109)                |
| 500              | ARCHER, DANIELS, MIDLAND             | P - Purchase                 | 08/05/08         | 09/16/09     | 14,715                  | 12,984                    | 1,731                |
| 200              | ARKANSAS BEST CORP                   | P - Purchase                 | 03/29/07         | 09/11/09     | 6,776                   | 7,022                     | (246)                |
| 1169             | ARKANSAS BEST CORP                   | P - Purchase                 | 10/31/07         | 09/11/09     | 39,608                  | 31,568                    | 8,040                |
| 1531             | ARKANSAS BEST CORP                   | P - Purchase                 | 11/01/07         | 09/11/09     | 51,874                  | 41,342                    | 10,532               |
| 1700             | BEST BUY CO INC                      | P - Purchase                 | 08/01/07         | 04/22/09     | 68,426                  | 74,930                    | (6,504)              |
| 1800             | BEST BUY CO INC                      | P - Purchase                 | 08/01/07         | 12/14/09     | 80,516                  | 79,338                    | 1,178                |
| 1700             | CARLISLE COS INC                     | P - Purchase                 | 05/16/08         | 07/23/09     | 50,900                  | 54,088                    | (3,188)              |
| 1500             | CARLISLE COS INC                     | P - Purchase                 | 05/16/08         | 08/03/09     | 48,272                  | 47,725                    | 547                  |
| 200              | CARLISLE COS INC                     | P - Purchase                 | 06/27/08         | 08/03/09     | 6,436                   | 5,773                     | 663                  |
| 1600             | CATERPILLAR INC                      | P - Purchase                 | 01/11/07         | 07/28/09     | 67,089                  | 96,761                    | (29,672)             |
| 200              | CATERPILLAR INC                      | P - Purchase                 | 01/11/07         | 08/04/09     | 9,491                   | 12,095                    | (2,604)              |
| 3400             | CONS EDISON CO                       | P - Purchase                 | 07/05/07         | 07/27/09     | 133,220                 | 154,246                   | (21,026)             |
| 3400             | CONS EDISON CO                       | P - Purchase                 | 02/28/08         | 08/05/09     | 134,410                 | 140,714                   | (6,304)              |
| 1200             | ENSCO INTL INC                       | P - Purchase                 | 01/17/08         | 07/27/09     | 48,817                  | 59,781                    | (10,964)             |
| 500              | ENSCO INTL INC                       | P - Purchase                 | 01/23/08         | 07/27/09     | 20,340                  | 23,635                    | (3,294)              |
| 800              | ENSCO INTL INC                       | P - Purchase                 | 01/23/08         | 10/16/09     | 38,143                  | 37,815                    | 328                  |
| 200              | ENSCO INTL INC                       | P - Purchase                 | 10/10/08         | 10/16/09     | 9,536                   | 6,892                     | 2,644                |
| 2300             | INGERSOLL-RAND PLC                   | P - Purchase                 | 08/14/09         | 10/23/09     | 84,943                  | 83,897                    | 1,046                |
| 3400             | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 06/27/06         | 08/20/09     | 51,285                  | 71,063                    | (19,778)             |
| 2400             | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 04/23/07         | 08/20/09     | 36,201                  | 49,517                    | (13,316)             |
| 500              | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 02/28/06         | 08/18/09     | 7,256                   | 11,505                    | (4,248)              |
| 694              | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 02/28/06         | 08/18/09     | 10,072                  | 15,962                    | (5,890)              |
| 4106             | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 03/02/06         | 08/18/09     | 59,589                  | 94,443                    | (34,854)             |
| 3500             | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 06/27/06         | 08/18/09     | 50,795                  | 73,153                    | (22,358)             |
| 2400             | PENNEY J C CO INC(HLDG CO)           | P - Purchase                 | 10/19/07         | 08/07/09     | 82,566                  | 135,281                   | (52,714)             |
| 1000             | PENNEY J C CO INC(HLDG CO)           | P - Purchase                 | 11/05/07         | 08/07/09     | 34,403                  | 51,367                    | (16,965)             |
| 2500             | PENNEY J C CO INC(HLDG CO)           | P - Purchase                 | 10/18/07         | 08/03/09     | 77,956                  | 147,668                   | (69,712)             |
| 400              | PENNEY J C CO INC(HLDG CO)           | P - Purchase                 | 10/19/07         | 08/03/09     | 12,473                  | 22,547                    | (10,074)             |
| 1500             | PPG INDUSTRIES, INC                  | P - Purchase                 | 01/09/08         | 09/15/09     | 87,270                  | 96,177                    | (8,907)              |
| 1500             | PPG INDUSTRIES, INC                  | P - Purchase                 | 12/06/07         | 07/30/09     | 81,270                  | 103,407                   | (22,137)             |
| 200              | RENNAISSANCERE HOLDINGS              | P - Purchase                 | 10/14/04         | 10/06/09     | 11,220                  | 9,991                     | 1,229                |
| 400              | RENNAISSANCERE HOLDINGS              | P - Purchase                 | 10/14/04         | 09/10/09     | 22,436                  | 19,981                    | 2,455                |
| 800              | RENNAISSANCERE HOLDINGS              | P - Purchase                 | 04/14/05         | 10/06/09     | 44,879                  | 36,613                    | 8,265                |
| 3500             | SARA LEE CORP                        | P - Purchase                 | 05/15/03         | 10/19/09     | 39,671                  | 52,258                    | (12,587)             |
| 3500             | SARA LEE CORP                        | P - Purchase                 | 05/15/03         | 10/19/09     | 39,141                  | 52,258                    | (13,117)             |
| 1600             | STAPLES, INC                         | P - Purchase                 | 11/20/07         | 12/01/09     | 39,202                  | 31,865                    | 7,336                |
| 400              | VULCAN MATERIALS CO                  | P - Purchase                 | 01/04/08         | 01/08/09     | 24,608                  | 28,628                    | (4,020)              |
| 3100             | WYETH                                | P - Purchase                 | 05/24/04         | 04/06/09     | 131,649                 | 110,100                   | 21,548               |
| 800              | WYETH                                | P - Purchase                 | 05/25/04         | 06/19/09     | 35,946                  | 28,413                    | 7,533                |
| 2200             | WYETH                                | P - Purchase                 | 04/07/08         | 06/19/09     | 98,851                  | 94,749                    | 4,102                |
|                  | FROM KEMPNER SECURITIES LP K-1       | P - Purchase                 |                  |              |                         | 60,792                    | (60,792)             |
|                  | FROM KEMPNER SECURITIES LP K-1       | P - Purchase                 |                  |              | 26,078                  | -                         | 26,078               |
|                  | FROM BLACKSTONE MINERALS CO K-1      | P - Purchase                 |                  |              | 66                      | -                         | 66                   |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
**2009 FORM 990-PF**  
**TIN#: 76-680130**

**SCHEDULE D**

| Qty of<br>Shares | Long term gain/(loss)<br>Description | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|--------------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
|                  | FROM BLACKSTONE NATURAL RES K-1      | P - Purchase                 |                  |              | 2                       | -                         | 2                    |
| 700              | AMERICAN EAGLE OUTFITTERS            | P - Purchase                 | 10/19/07         | 10/08/09     | 12,591                  | 16,162                    | (3,571)              |
| 600              | ANNALY CAPITAL MANAGEMENT INC        | P - Purchase                 | 03/08/07         | 12/15/09     | 10,995                  | 8,201                     | 2,795                |
| 750              | ANNALY CAPITAL MANAGEMENT INC        | P - Purchase                 | 03/08/07         | 11/09/09     | 13,071                  | 10,251                    | 2,820                |
| 300              | ARCHER, DANIELS MIDLAND CO           | P - Purchase                 | 07/15/08         | 09/16/09     | 8,825                   | 8,871                     | (46)                 |
| 200              | ARCHER, DANIELS MIDLAND CO           | P - Purchase                 | 07/15/08         | 10/06/09     | 5,882                   | 5,914                     | (33)                 |
| 300              | ARCHER, DANIELS MIDLAND CO           | P - Purchase                 | 07/15/08         | 09/16/09     | 8,825                   | 8,871                     | (46)                 |
| 100              | ARKANSAS BEST CORP                   | P - Purchase                 | 03/29/07         | 09/11/09     | 3,388                   | 3,511                     | (124)                |
| 700              | ARKANSAS BEST CORP                   | P - Purchase                 | 10/31/07         | 09/11/09     | 23,714                  | 18,905                    | 4,809                |
| 500              | BEST BUY CO INC                      | P - Purchase                 | 08/01/07         | 04/22/09     | 20,122                  | 22,040                    | (1,918)              |
| 500              | BEST BUY CO INC                      | P - Purchase                 | 08/01/07         | 12/14/09     | 22,362                  | 22,040                    | 322                  |
| 500              | CARLISLE COS INC                     | P - Purchase                 | 05/16/08         | 07/23/09     | 14,967                  | 15,911                    | (944)                |
| 350              | CARLISLE COS INC                     | P - Purchase                 | 05/16/08         | 08/03/09     | 11,260                  | 11,137                    | 122                  |
| 50               | CARLISLE COS INC                     | P - Purchase                 | 06/27/08         | 08/03/09     | 1,609                   | 1,444                     | 165                  |
| 400              | CATERPILLAR INC                      | P - Purchase                 | 01/11/07         | 07/28/09     | 16,768                  | 24,192                    | (7,423)              |
| 100              | CATERPILLAR INC                      | P - Purchase                 | 01/11/07         | 08/04/09     | 4,742                   | 6,048                     | (1,306)              |
| 1000             | CONS EDISON CO                       | P - Purchase                 | 07/05/07         | 07/27/09     | 39,179                  | 45,370                    | (6,192)              |
| 900              | CONS EDISON CO                       | P - Purchase                 | 02/28/08         | 08/05/09     | 35,575                  | 37,252                    | (1,676)              |
| 300              | ENSCO INTL INC                       | P - Purchase                 | 01/17/08         | 07/27/09     | 12,200                  | 14,947                    | (2,747)              |
| 200              | ENSCO INTL INC                       | P - Purchase                 | 01/17/08         | 10/16/09     | 9,532                   | 9,965                     | (433)                |
| 635              | INGERSOLL-RAND PLC                   | P - Purchase                 | 08/14/06         | 10/23/09     | 23,448                  | 23,224                    | 224                  |
| 1000             | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 06/27/06         | 08/20/09     | 15,081                  | 20,903                    | (5,821)              |
| 600              | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 04/23/07         | 08/20/09     | 9,049                   | 12,383                    | (3,334)              |
| 500              | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 02/28/06         | 08/18/09     | 7,257                   | 11,505                    | (4,248)              |
| 900              | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 03/02/06         | 08/18/09     | 13,062                  | 20,705                    | (7,643)              |
| 1000             | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 06/27/06         | 08/18/09     | 14,513                  | 20,903                    | (6,389)              |
| 700              | PENNEY J C CO INC                    | P - Purchase                 | 10/19/07         | 08/07/09     | 24,051                  | 39,460                    | (15,409)             |
| 300              | PENNEY J C CO INC                    | P - Purchase                 | 11/05/07         | 08/07/09     | 10,308                  | 15,412                    | (5,104)              |
| 700              | PENNEY J C CO INC                    | P - Purchase                 | 10/18/07         | 08/03/09     | 21,824                  | 41,351                    | (19,526)             |
| 100              | PENNEY J C CO INC                    | P - Purchase                 | 10/18/07         | 08/03/09     | 3,118                   | 5,637                     | (2,519)              |
| 400              | PPG INDUSTRIES                       | P - Purchase                 | 12/06/07         | 07/30/09     | 21,668                  | 27,579                    | (5,911)              |
| 400              | PPG INDUSTRIES                       | P - Purchase                 | 01/09/08         | 09/15/09     | 23,268                  | 25,650                    | (2,382)              |
| 200              | RENAISSANCERE HOLDINGS               | P - Purchase                 | 10/14/04         | 09/10/09     | 11,217                  | 10,001                    | 1,216                |
| 100              | RENAISSANCERE HOLDINGS               | P - Purchase                 | 04/14/05         | 09/10/09     | 5,609                   | 4,577                     | 1,031                |
| 800              | SARA LEE CORP                        | P - Purchase                 | 05/15/03         | 10/19/09     | 8,943                   | 11,946                    | (3,004)              |
| 800              | SARA LEE CORP                        | P - Purchase                 | 05/15/03         | 10/19/09     | 9,068                   | 11,946                    | (2,879)              |
| 425              | STAPLES INC                          | P - Purchase                 | 11/20/07         | 12/01/09     | 10,392                  | 8,465                     | 1,927                |
| 200              | VULCAN MATERIALS CO                  | P - Purchase                 | 01/04/08         | 01/08/09     | 12,283                  | 14,317                    | (2,033)              |
| 800              | WYETH                                | P - Purchase                 | 05/24/04         | 04/06/09     | 33,975                  | 28,415                    | 5,559                |
| 300              | WYETH                                | P - Purchase                 | 05/24/04         | 06/19/09     | 13,478                  | 10,656                    | 2,822                |
| 500              | WYETH                                | P - Purchase                 | 04/07/08         | 06/19/09     | 22,464                  | 21,538                    | 926                  |
| 55               | AMERICAN EAGLE OUTFITTERS            | P - Purchase                 | 10/19/07         | 10/08/09     | 984                     | 1,272                     | (288)                |
| 60               | ANNALY CAPITAL MANAGEMENT INC        | P - Purchase                 | 05/05/84         | 08/28/03     | 1,041                   | 822                       | 219                  |
| 50               | ANNALY CAPITAL MANAGEMENT INC        | P - Purchase                 | 03/08/07         | 12/15/09     | 911                     | 685                       | 227                  |
| 60               | ARCHER DANIELS MIDLAND               | P - Purchase                 | 03/08/07         | 12/15/09     | 1,762                   | 1,778                     | (17)                 |
| 15               | ARCHER DANIELS MIDLAND               | P - Purchase                 | 08/05/08         | 10/07/09     | 440                     | 392                       | 49                   |
| 65               | ARKANSAS BEST CORP                   | P - Purchase                 | 10/31/07         | 09/11/09     | 2,197                   | 1,760                     | 437                  |
| 40               | BEST BUY CO INC                      | P - Purchase                 | 08/01/07         | 04/22/09     | 1,605                   | 1,766                     | (161)                |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
**2009 FORM 990-PF**  
**TIN#: 76-680130**

**SCHEDULE D**

| Qty of<br>Shares | Long term gain/(loss)<br>Description | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|--------------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 40               | BEST BUY CO INC                      | P - Purchase                 | 08/01/07         | 12/14/09     | 1,784                   | 1,766                     | 18                   |
| 40               | CARLISLE COS INC                     | P - Purchase                 | 05/16/08         | 07/23/09     | 1,193                   | 1,276                     | (83)                 |
| 30               | CARLISLE COS INC                     | P - Purchase                 | 05/16/08         | 08/04/09     | 962                     | 957                       | 5                    |
| 10               | CARLISLE COS INC                     | P - Purchase                 | 06/27/08         | 08/04/09     | 321                     | 289                       | 31                   |
| 40               | CATERPILLAR INC                      | P - Purchase                 | 01/11/07         | 07/28/09     | 1,672                   | 2,423                     | (751)                |
| 75               | CONS EDISON CO                       | P - Purchase                 | 07/05/07         | 07/27/09     | 2,934                   | 3,408                     | (474)                |
| 80               | CONS EDISON CO                       | P - Purchase                 | 02/28/08         | 08/05/09     | 3,157                   | 3,316                     | (159)                |
| 30               | ENSCO INTL INC                       | P - Purchase                 | 01/17/08         | 07/27/09     | 1,217                   | 1,498                     | (280)                |
| 20               | ENSCO INTL INC                       | P - Purchase                 | 01/23/08         | 07/27/09     | 812                     | 951                       | (139)                |
| 35               | ENSCO INTL INC                       | P - Purchase                 | 10/10/08         | 10/16/09     | 1,664                   | 1,208                     | 456                  |
| 50               | INGERSOLL-RAND PLC                   | P - Purchase                 | 08/14/06         | 10/23/09     | 1,841                   | 1,834                     | 8                    |
| 75               | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 06/27/06         | 08/20/09     | 1,128                   | 1,570                     | (442)                |
| 50               | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 04/23/07         | 08/20/09     | 752                     | 1,037                     | (285)                |
| 90               | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 02/28/06         | 08/18/09     | 1,302                   | 2,075                     | (773)                |
| 95               | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 06/27/06         | 08/18/09     | 1,374                   | 1,988                     | (614)                |
| 50               | PENNEY J C CO INC                    | P - Purchase                 | 10/19/07         | 08/07/09     | 1,713                   | 2,823                     | (1,109)              |
| 25               | PENNEY J C CO INC                    | P - Purchase                 | 11/05/07         | 08/07/09     | 857                     | 1,287                     | (430)                |
| 55               | PENNEY J C CO INC                    | P - Purchase                 | 10/18/07         | 08/03/09     | 1,711                   | 3,254                     | (1,543)              |
| 10               | PENNEY J C CO INC                    | P - Purchase                 | 10/19/07         | 08/03/09     | 311                     | 565                       | (254)                |
| 35               | PPG INDUSTRIES INC                   | P - Purchase                 | 12/06/07         | 07/30/09     | 1,891                   | 2,423                     | (531)                |
| 35               | PPG INDUSTRIES INC                   | P - Purchase                 | 01/09/08         | 09/15/09     | 2,031                   | 2,249                     | (218)                |
| 10               | RENAISSANCERE HOLDINGS LTD           | P - Purchase                 | 10/14/04         | 10/06/09     | 559                     | 501                       | 58                   |
| 20               | RENAISSANCERE HOLDINGS LTD           | P - Purchase                 | 04/14/05         | 10/06/09     | 1,119                   | 917                       | 202                  |
| 80               | SARA LEE CORP                        | P - Purchase                 | 05/15/03         | 10/19/09     | 907                     | 1,197                     | (290)                |
| 80               | SARA LEE CORP                        | P - Purchase                 | 05/15/03         | 10/19/09     | 890                     | 1,197                     | (307)                |
| 35               | STAPLES INC                          | P - Purchase                 | 11/20/07         | 12/01/09     | 851                     | 698                       | 153                  |
| 5                | VULCAN MATERIALS CO                  | P - Purchase                 | 01/04/08         | 01/08/09     | 306                     | 359                       | (53)                 |
| 65               | WYETH                                | P - Purchase                 | 05/24/04         | 04/06/09     | 2,756                   | 2,312                     | 444                  |
| 5                | WYETH                                | P - Purchase                 | 05/24/04         | 06/19/09     | 224                     | 178                       | 46                   |
| 60               | WYETH                                | P - Purchase                 | 04/07/08         | 06/19/09     | 2,691                   | 2,589                     | 102                  |
| 25               | AMERICAN EAGLE OUTFITTERS            | P - Purchase                 | 10/19/07         | 10/08/09     | 444                     | 580                       | (135)                |
| 30               | ANNALY CAPITAL MANAGEMENT INC        | P - Purchase                 | 05/05/84         | 08/28/03     | 518                     | 409                       | 109                  |
| 30               | ANNALY CAPITAL MANAGEMENT INC        | P - Purchase                 | 03/08/07         | 12/15/09     | 545                     | 409                       | 136                  |
| 30               | ARCHER DANIELS MIDLAND               | P - Purchase                 | 07/15/08         | 10/07/09     | 879                     | 891                       | (12)                 |
| 10               | ARCHER DANIELS MIDLAND               | P - Purchase                 | 08/05/08         | 10/07/09     | 293                     | 262                       | 31                   |
| 35               | ARKANSAS BEST CORP                   | P - Purchase                 | 10/31/07         | 09/11/09     | 1,181                   | 950                       | 231                  |
| 20               | BEST BUY CO INC                      | P - Purchase                 | 08/01/07         | 04/22/09     | 800                     | 884                       | (84)                 |
| 20               | BEST BUY CO INC                      | P - Purchase                 | 08/01/07         | 12/14/09     | 889                     | 884                       | 5                    |
| 20               | CARLISLE COS INC                     | P - Purchase                 | 05/16/08         | 07/23/09     | 594                     | 639                       | (46)                 |
| 15               | CARLISLE COS INC                     | P - Purchase                 | 05/16/08         | 08/04/09     | 479                     | 479                       | (1)                  |
| 5                | CARLISLE COS INC                     | P - Purchase                 | 06/27/08         | 08/04/09     | 160                     | 145                       | 15                   |
| 20               | CATERPILLAR INC                      | P - Purchase                 | 01/11/07         | 07/28/09     | 835                     | 1,215                     | (380)                |
| 40               | CONS EDISON CO                       | P - Purchase                 | 07/05/07         | 07/27/09     | 1,562                   | 1,820                     | (258)                |
| 40               | CONS EDISON CO                       | P - Purchase                 | 02/28/08         | 08/05/09     | 1,576                   | 1,661                     | (85)                 |
| 10               | ENSCO INTL INC                       | P - Purchase                 | 01/17/08         | 07/27/09     | 404                     | 500                       | (96)                 |
| 10               | ENSCO INTL INC                       | P - Purchase                 | 01/23/08         | 07/27/09     | 404                     | 476                       | (72)                 |
| 5                | ENSCO INTL INC                       | P - Purchase                 | 01/23/08         | 10/16/09     | 237                     | 238                       | (1)                  |
| 10               | ENSCO INTL INC                       | P - Purchase                 | 10/10/08         | 10/16/09     | 473                     | 347                       | 127                  |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
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**SCHEDULE D**

| Qty of<br>Shares | Long term gain/(loss)<br>Description | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|--------------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 25               | INGERSOLL-RAND PLC                   | P - Purchase                 | 08/14/06         | 10/23/09     | 919                     | 919                       | (0)                  |
| 5                | INGERSOLL-RAND PLC                   | P - Purchase                 | 06/26/08         | 10/23/09     | 184                     | 188                       | (4)                  |
| 30               | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 06/27/06         | 08/20/09     | 450                     | 629                       | (179)                |
| 35               | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 04/23/07         | 08/20/09     | 525                     | 727                       | (202)                |
| 50               | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 02/28/06         | 08/18/09     | 722                     | 1,155                     | (434)                |
| 50               | NISSAN MTR LTD SPONS ADR JAPAN       | P - Purchase                 | 06/27/06         | 08/18/09     | 722                     | 1,048                     | (327)                |
| 30               | PENNEY J C CO INC                    | P - Purchase                 | 10/19/07         | 08/07/09     | 1,028                   | 1,696                     | (668)                |
| 10               | PENNEY J C CO INC                    | P - Purchase                 | 11/05/07         | 08/07/09     | 343                     | 515                       | (173)                |
| 30               | PENNEY J C CO INC                    | P - Purchase                 | 10/17/07         | 08/03/09     | 930                     | 1,777                     | (847)                |
| 20               | PPG INDUSTRIES, INC                  | P - Purchase                 | 12/06/07         | 08/03/09     | 1,078                   | 1,384                     | (305)                |
| 20               | PPG INDUSTRIES, INC                  | P - Purchase                 | 01/09/08         | 09/15/09     | 1,158                   | 1,288                     | (129)                |
| 15               | RENAISSANCERE HOLDINGS LTD           | P - Purchase                 | 04/14/05         | 10/06/09     | 836                     | 688                       | 148                  |
| 40               | SARA LEE CORP                        | P - Purchase                 | 05/15/03         | 10/19/09     | 442                     | 599                       | (157)                |
| 40               | SARA LEE CORP                        | P - Purchase                 | 05/15/03         | 10/19/09     | 453                     | 599                       | (146)                |
| 20               | STAPLES, INC                         | P - Purchase                 | 11/20/07         | 12/01/09     | 484                     | 400                       | 84                   |
| 5                | VULCAN MATERIALS CO                  | P - Purchase                 | 01/04/08         | 01/08/09     | 306                     | 360                       | (54)                 |
| 30               | WYETH                                | P - Purchase                 | 05/24/04         | 04/06/09     | 1,271                   | 1,069                     | 202                  |
| 35               | WYETH                                | P - Purchase                 | 04/07/08         | 06/19/09     | 1,567                   | 1,512                     | 56                   |
|                  | FROM KEMPNER SECURITIES LP K-1       | P - Purchase                 |                  |              | -                       | 169                       | (169)                |
|                  | FROM KEMPNER SECURITIES LP K-1       | P - Purchase                 |                  |              | 73                      | -                         | 73                   |
| 42000            | UNITED STATES TSY BOND 5.375%        | P - Purchase                 | 12/05/01         | 08/31/09     | 49,039                  | 42,341                    | 6,698                |
| 21000            | UNITED STATES TSY BOND 6 00%         | P - Purchase                 | 12/07/05         | 08/31/09     | 25,690                  | 21,361                    | 4,329                |
| 22000            | UNITED STATES TSY BOND 6 00%         | P - Purchase                 | 12/07/01         | 10/02/09     | 27,651                  | 22,378                    | 5,273                |
| 33000            | UNITED STATES TSY BOND 7.500%        | P - Purchase                 | 05/11/04         | 08/31/09     | 42,236                  | 40,261                    | 1,975                |
| 34000            | UNITED STATES TSY BOND 7 500%        | P - Purchase                 | 05/11/04         | 10/02/09     | 44,186                  | 41,481                    | 2,705                |
| 37000            | UNITED STATES TSY BOND 7 875%        | P - Purchase                 | 09/28/94         | 08/31/09     | 50,771                  | 36,825                    | 13,946               |
| 37000            | UNITED STATES TSY BOND 7 875%        | P - Purchase                 | 09/28/94         | 10/02/09     | 52,158                  | 36,825                    | 15,333               |
| 16000            | UNITED STATES TSY NOTE 4 5%          | P - Purchase                 | 06/23/06         | 08/31/09     | 17,490                  | 15,190                    | 2,300                |
| 17000            | UNITED STATES TSY NOTE 4.5%          | P - Purchase                 | 06/23/06         | 10/02/09     | 18,888                  | 16,139                    | 2,749                |
| 16000            | UNITED STATES TSY NOTE 4 75%         | P - Purchase                 | 06/23/06         | 08/31/09     | 16,965                  | 15,754                    | 1,211                |
| 17000            | UNITED STATES TSY NOTE 4 75%         | P - Purchase                 | 06/23/06         | 10/02/09     | 18,006                  | 16,739                    | 1,267                |
| 41000            | UNITED STATES TSY NOTE 5 00%         | P - Purchase                 | 12/07/01         | 08/31/09     | 43,515                  | 40,629                    | 2,886                |
| 41000            | UNITED STATES TSY NOTE 5 00%         | P - Purchase                 | 12/07/01         | 10/02/09     | 43,425                  | 40,629                    | 2,796                |
| 41000            | UNITED STATES TSY NOTE 5.00%         | P - Purchase                 | 11/09/05         | 08/31/09     | 44,168                  | 41,955                    | 2,213                |
| 41000            | UNITED STATES TSY NOTE 5 00%         | P - Purchase                 | 11/09/05         | 10/02/09     | 44,181                  | 41,955                    | 2,226                |
| 42000            | UNITED STATES TSY BOND 5.375%        | P - Purchase                 | 12/05/01         | 10/02/09     | 50,641                  | 42,341                    | 8,299                |
| 300              | BANK OF AMERICA                      | P - Purchase                 | 04/05/99         | 03/23/09     | 2,191                   | 10,500                    | (8,308)              |
| 200              | BANK OF AMERICA                      | P - Purchase                 | 02/20/04         | 03/23/09     | 1,461                   | 8,142                     | (6,681)              |
| 200              | CHEVRON CORP                         | P - Purchase                 | 08/30/01         | 01/21/09     | 13,932                  | 9,170                     | 4,762                |
| 300              | CONOCO PHILLIPS                      | P - Purchase                 | 06/25/04         | 08/20/09     | 12,948                  | 11,619                    | 1,329                |
| 200              | EMERSON ELECTRIC CO                  | P - Purchase                 | 10/30/01         | 01/21/09     | 6,572                   | 5,006                     | 1,566                |
| 100              | EMERSON ELECTRIC CO                  | P - Purchase                 | 11/27/00         | 01/21/09     | 3,286                   | 3,734                     | (448)                |
| 200              | EMERSON ELECTRIC CO                  | P - Purchase                 | 10/30/01         | 02/19/09     | 5,892                   | 5,006                     | 887                  |
| 300              | EMERSON ELECTRIC CO                  | P - Purchase                 | 10/30/01         | 03/24/09     | 8,534                   | 7,508                     | 1,026                |
| 700              | EMERSON ELECTRIC CO                  | P - Purchase                 | 10/30/01         | 04/21/09     | 22,559                  | 17,520                    | 5,039                |
| 175              | ENTERGY CORP                         | P - Purchase                 | 08/21/08         | 11/20/09     | 13,553                  | 17,770                    | (4,217)              |
| 400              | EXELON CORP                          | P - Purchase                 | 08/21/08         | 11/20/09     | 18,637                  | 29,883                    | (11,246)             |
| 100              | EXELON CORP                          | P - Purchase                 | 08/21/08         | 11/02/09     | 4,666                   | 7,471                     | (2,805)              |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
**2009 FORM 990-PF**  
**TIN#: 76-680130**

**SCHEDULE D**

| Qty of<br>Shares | Long term gain/(loss)<br>Description | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|--------------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 200              | EXXON MOBIL CORP                     | P - Purchase                 | 08/30/01         | 02/19/09     | 14,458                  | 8,203                     | 6,255                |
| 300              | EXXON MOBIL CORP                     | P - Purchase                 | 08/30/01         | 03/24/09     | 20,856                  | 12,305                    | 8,551                |
| 500              | GENL ELECTRIC CO                     | P - Purchase                 | 08/30/01         | 02/19/09     | 5,005                   | 20,333                    | (15,327)             |
| 500              | GENL ELECTRIC CO                     | P - Purchase                 | 08/31/01         | 02/19/09     | 5,005                   | 20,399                    | (15,394)             |
| 575              | GENL ELECTRIC CO                     | P - Purchase                 | 08/31/01         | 06/23/09     | 6,519                   | 23,459                    | (16,940)             |
| 1500             | INTEL CORP                           | P - Purchase                 | 09/28/00         | 05/20/09     | 23,374                  | 66,379                    | (43,004)             |
| 425              | INTEL CORP                           | P - Purchase                 | 09/28/00         | 06/23/09     | 6,665                   | 18,807                    | (12,142)             |
| 550              | INTEL CORP                           | P - Purchase                 | 09/28/00         | 10/20/09     | 11,064                  | 24,339                    | (13,275)             |
| 300              | LAUDER ESTEE COS CL A                | P - Purchase                 | 11/02/05         | 08/20/09     | 10,598                  | 9,944                     | 654                  |
| 700              | MCDERMOTT INTL INC                   | P - Purchase                 | 02/01/08         | 05/20/09     | 13,868                  | 33,896                    | (20,028)             |
| 300              | MERK & CO                            | P - Purchase                 | 08/30/01         | 10/20/09     | 10,122                  | 19,038                    | (8,916)              |
| 100              | MICROSOFT CORP                       | P - Purchase                 | 12/29/03         | 02/19/09     | 1,785                   | 2,751                     | (965)                |
| 625              | PRUDENTIAL FINANCIAL INC             | P - Purchase                 | 08/09/07         | 07/24/09     | 26,285                  | 54,609                    | (28,324)             |
| 1000             | SYSCO CORP                           | P - Purchase                 | 03/24/06         | 09/16/09     | 25,332                  | 32,509                    | (7,177)              |
| 174              | TRANSOCEAN LTD                       | P - Purchase                 | 06/26/07         | 12/18/09     | 14,321                  | 18,262                    | (3,941)              |
| 298              | TRANSOCEAN LTD                       | P - Purchase                 | 08/09/07         | 12/18/09     | 24,527                  | 30,113                    | (5,587)              |
| 1100             | WALGREEN CO                          | P - Purchase                 | 08/30/01         | 07/24/09     | 32,813                  | 39,198                    | (6,385)              |
| 400              | EMERSON ELECTRIC CO                  | P - Purchase                 | 03/23/99         | 03/26/09     | 11,605                  | 11,050                    | 555                  |
| 200              | EXELON CORP                          | P - Purchase                 | 08/21/08         | 11/17/09     | 9,362                   | 14,945                    | (5,583)              |
| 50               | EXXON MOBIL CORP                     | P - Purchase                 | 09/22/00         | 01/27/09     | 3,935                   | 2,159                     | 1,776                |
| 100              | EXXON MOBIL CORP                     | P - Purchase                 | 09/22/00         | 02/24/09     | 7,205                   | 4,319                     | 2,887                |
| 100              | EXXON MOBIL CORP                     | P - Purchase                 | 09/22/00         | 05/19/09     | 7,071                   | 4,319                     | 2,752                |
| 150              | GENL ELECTRIC CO                     | P - Purchase                 | 03/23/99         | 05/20/09     | 2,076                   | 5,453                     | (3,377)              |
| 175              | GENL ELECTRIC CO                     | P - Purchase                 | 03/23/99         | 06/23/09     | 1,984                   | 6,362                     | (4,378)              |
| 125              | HSBC HOLDINGS INC                    | P - Purchase                 | 09/22/04         | 07/31/09     | 6,290                   | 9,959                     | (3,669)              |
| 150              | INTEL CORP                           | P - Purchase                 | 03/23/99         | 06/23/09     | 2,345                   | 4,366                     | (2,021)              |
| 150              | MERK & CO                            | P - Purchase                 | 03/23/99         | 10/20/09     | 5,059                   | 12,170                    | (7,112)              |
| 200              | PHILIP MORRIS INTNL                  | P - Purchase                 | 03/25/09         | 09/17/09     | 9,525                   | 4,320                     | 5,204                |
| 200              | TARGET CORP                          | P - Purchase                 | 06/02/00         | 01/27/09     | 6,658                   | 6,544                     | 114                  |
| 200              | TEXAS INSTRUMENTS                    | P - Purchase                 | 09/07/07         | 02/24/09     | 3,040                   | 6,961                     | (3,921)              |
| 139              | TRANSOCEAN LTD                       | P - Purchase                 | 09/07/07         | 12/17/09     | 11,552                  | 14,751                    | (3,199)              |
| 100              | WALGREEN CO                          | P - Purchase                 | 03/22/99         | 05/21/09     | 2,945                   | 2,973                     | (28)                 |
| 275              | WALGREEN CO                          | P - Purchase                 | 03/22/99         | 08/26/09     | 9,025                   | 8,176                     | 849                  |
| 10000            | UNITED STATES TSY BOND 5 375%        | P - Purchase                 | 12/05/01         | 08/31/09     | 11,653                  | 10,081                    | 1,571                |
| 11000            | UNITED STATES TSY BOND 5 375%        | P - Purchase                 | 12/05/01         | 10/02/09     | 13,234                  | 11,089                    | 2,144                |
| 10000            | UNITED STATES TSY BOND 6.0%          | P - Purchase                 | 12/07/01         | 08/31/09     | 12,221                  | 10,172                    | 2,049                |
| 11000            | UNITED STATES TSY BOND 6.0%          | P - Purchase                 | 12/07/01         | 10/02/09     | 13,808                  | 11,189                    | 2,619                |
| 11000            | UNITED STATES TSY BOND 7 5%          | P - Purchase                 | 05/11/04         | 08/31/09     | 14,052                  | 13,422                    | 630                  |
| 12000            | UNITED STATES TSY BOND 7.5%          | P - Purchase                 | 05/11/04         | 10/02/09     | 15,565                  | 14,642                    | 923                  |
| 10000            | UNITED STATES TSY BOND 7 875%        | P - Purchase                 | 02/19/92         | 08/31/09     | 13,703                  | 9,938                     | 3,765                |
| 11000            | UNITED STATES TSY BOND 7.875%        | P - Purchase                 | 02/19/92         | 10/02/09     | 15,475                  | 10,931                    | 4,544                |
| 5000             | UNITED STATES TSY NOTE 4.5%          | P - Purchase                 | 06/23/06         | 08/31/09     | 5,442                   | 4,747                     | 694                  |
| 5000             | UNITED STATES TSY NOTE 4.5%          | P - Purchase                 | 06/23/06         | 10/02/09     | 5,528                   | 4,747                     | 780                  |
| 5000             | UNITED STATES TSY NOTE 4 75%         | P - Purchase                 | 06/23/06         | 08/31/09     | 5,278                   | 4,926                     | 352                  |
| 5000             | UNITED STATES TSY NOTE 4 75%         | P - Purchase                 | 06/23/06         | 10/02/09     | 5,273                   | 4,926                     | 347                  |
| 11000            | UNITED STATES TSY NOTE 5 00%         | P - Purchase                 | 12/07/01         | 08/31/08     | 11,649                  | 10,900                    | 749                  |
| 11000            | UNITED STATES TSY NOTE 5.00%         | P - Purchase                 | 12/07/01         | 10/02/09     | 11,628                  | 10,900                    | 728                  |
| 14000            | UNITED STATES TSY NOTE 5.00%         | P - Purchase                 | 11/09/05         | 08/31/09     | 15,063                  | 14,335                    | 728                  |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
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**SCHEDULE D**

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|------------------|--------------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 14000            | UNITED STATES TSY NOTE 5.00%         | P - Purchase                 | 11/09/05         | 10/02/09     | 15,059                  | 14,335                    | 723                  |
| 48               | AMCOR LTD NEW AU ADR                 | P - Purchase                 | 07/19/05         | 05/01/09     | 675                     | 999                       | (324)                |
| 5                | AMCOR LTD NEW AU ADR                 | P - Purchase                 | 07/19/05         | 08/26/09     | 91                      | 104                       | (13)                 |
| 485              | BANCO SANTANDER S A SPON             | P - Purchase                 | 07/19/05         | 07/15/09     | 6,004                   | 5,850                     | 154                  |
| 60               | BANCO SANTANDER S.A SPON             | P - Purchase                 | 07/19/05         | 08/26/09     | 919                     | 724                       | 195                  |
| 10               | BAYER A G SPON ADR                   | P - Purchase                 | 09/16/05         | 05/01/09     | 495                     | 371                       | 124                  |
| 5                | BAYER A G SPON ADR                   | P - Purchase                 | 09/16/05         | 08/26/09     | 314                     | 186                       | 128                  |
| 8                | BG GROUP PLC SPON ADR                | P - Purchase                 | 07/19/05         | 05/01/09     | 648                     | 322                       | 326                  |
| 11               | BG GROUP PLC SPON ADR                | P - Purchase                 | 07/19/05         | 10/27/09     | 1,028                   | 443                       | 585                  |
| 33               | BNP PARIBAS SA ADR                   | P - Purchase                 | 07/19/05         | 05/01/09     | 874                     | 1,190                     | (316)                |
| 160              | BNP PARIBAS SA ADR                   | P - Purchase                 | 07/19/05         | 08/21/09     | 6,517                   | 5,770                     | 747                  |
| 15               | BNP PARIBAS SA ADR                   | P - Purchase                 | 07/19/05         | 09/24/09     | 629                     | 541                       | 88                   |
| 102              | BNP PARIBAS SA ADR                   | P - Purchase                 | 07/19/05         | 09/28/09     | 4,214                   | 3,679                     | 536                  |
| 4                | BNP PARIBAS SA ADR                   | P - Purchase                 | 09/08/05         | 09/28/09     | 165                     | 151                       | 14                   |
| 5                | BNP PARIBAS SA ADR                   | P - Purchase                 | 12/13/05         | 09/28/09     | 207                     | 203                       | 4                    |
| 4                | BNP PARIBAS SA ADR                   | P - Purchase                 | 01/30/06         | 09/28/09     | 165                     | 176                       | (11)                 |
| 34               | BP PCL SPON ADR                      | P - Purchase                 | 07/19/05         | 02/25/09     | 1,367                   | 2,221                     | (854)                |
| 10               | BP PCL SPON ADR                      | P - Purchase                 | 07/19/05         | 08/26/09     | 515                     | 653                       | (138)                |
| 25               | BP PCL SPON ADR                      | P - Purchase                 | 07/19/05         | 10/27/09     | 1,463                   | 1,633                     | (170)                |
| 58               | CANON INC ADR JAPAN SPON             | P - Purchase                 | 07/19/05         | 05/01/09     | 1,764                   | 2,103                     | (339)                |
| 12               | CANON INC ADR JAPAN SPON             | P - Purchase                 | 07/19/05         | 10/27/09     | 459                     | 435                       | 24                   |
| 31               | DEUTSCHE TELEKOM AG DE               | P - Purchase                 | 10/16/06         | 05/01/09     | 341                     | 499                       | (158)                |
| 95               | DEUTSCHE TELEKOM AG DE               | P - Purchase                 | 10/16/06         | 08/26/09     | 1,267                   | 1,530                     | (263)                |
| 31               | DEUTSCHE TELEKOM AG DE               | P - Purchase                 | 10/16/06         | 10/27/09     | 436                     | 499                       | (63)                 |
| 288              | FOSTERS GROUP LTD                    | P - Purchase                 | 07/19/05         | 02/25/09     | 1,011                   | 1,187                     | (176)                |
| 85               | FOSTERS GROUP LTD                    | P - Purchase                 | 07/19/05         | 08/26/09     | 384                     | 350                       | 34                   |
| 46               | FOSTERS GROUP LTD                    | P - Purchase                 | 07/19/05         | 10/27/09     | 230                     | 190                       | 40                   |
| 38               | GLAXO SMITHKLINE PLC                 | P - Purchase                 | 11/11/96         | 02/25/09     | 1,185                   | 1,789                     | (604)                |
| 45               | GLAXO SMITHKLINE PLC                 | P - Purchase                 | 07/19/05         | 08/26/09     | 1,749                   | 2,119                     | (370)                |
| 24               | GLAXO SMITHKLINE PLC                 | P - Purchase                 | 07/19/05         | 10/27/09     | 992                     | 1,130                     | (138)                |
| 166              | HONG KONG ELEC HLDGS LTD             | P - Purchase                 | 07/19/05         | 02/25/09     | 1,023                   | 767                       | 256                  |
| 30               | HONG KONG ELEC HLDGS LTD             | P - Purchase                 | 07/19/05         | 08/26/09     | 167                     | 139                       | 28                   |
| 62               | HONG KONG ELEC HLDGS LTD             | P - Purchase                 | 07/19/05         | 10/27/09     | 329                     | 286                       | 43                   |
| 33               | IBERDROLA SA SPON ADR                | P - Purchase                 | 09/15/08         | 10/27/09     | 1,222                   | 1,360                     | (138)                |
| 50               | ING GROEP N V NL SPON ADR            | P - Purchase                 | 07/19/05         | 08/26/09     | 743                     | 1,495                     | (752)                |
| 1                | KAO CORP REPSTG                      | P - Purchase                 | 07/26/05         | 08/26/09     | 246                     | 230                       | 16                   |
| 4                | KAO CORP REPSTG                      | P - Purchase                 | 07/19/05         | 08/26/09     | 985                     | 970                       | 14                   |
| 1054             | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 07/19/05         | 03/23/09     | 3,629                   | 35,931                    | (32,302)             |
| 65               | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 11/15/06         | 03/23/09     | 224                     | 8,568                     | (8,344)              |
| 55               | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 07/09/07         | 03/23/09     | 189                     | 6,662                     | (6,473)              |
| 66               | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 11/28/05         | 03/23/09     | 227                     | 6,534                     | (6,307)              |
| 53               | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 06/20/06         | 03/23/09     | 182                     | 6,128                     | (5,946)              |
| 46               | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 09/21/06         | 03/23/09     | 158                     | 6,080                     | (5,922)              |
| 48               | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 01/24/06         | 03/29/09     | 165                     | 5,435                     | (5,270)              |
| 40               | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 11/09/05         | 02/23/09     | 138                     | 4,043                     | (3,905)              |
| 27               | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 12/22/05         | 03/23/09     | 93                      | 3,095                     | (3,002)              |
| 23               | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 01/26/06         | 03/23/09     | 79                      | 2,664                     | (2,585)              |
| 16               | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 12/21/05         | 03/23/09     | 55                      | 1,816                     | (1,761)              |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
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**SCHEDULE D**

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|------------------|--------------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 0 23             | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 07/09/07         | 01/22/09     | 1                       | 28                        | (27)                 |
| 10               | NATIONAL GRID PLC NEW SPON ADR       | P - Purchase                 | 07/19/05         | 08/26/09     | 487                     | 515                       | (28)                 |
| 154              | NATL AUSTRALIA BANK LTD              | P - Purchase                 | 07/19/05         | 02/25/09     | 1,719                   | 3,616                     | (1,897)              |
| 20               | NATL AUSTRALIA BANK LTD              | P - Purchase                 | 07/19/05         | 05/01/09     | 303                     | 470                       | (166)                |
| 265              | NATL AUSTRALIA BANK LTD              | P - Purchase                 | 07/19/05         | 11/09/09     | 7,231                   | 6,223                     | 1,008                |
| 215              | NATL AUSTRALIA BANK LTD              | P - Purchase                 | 07/19/08         | 12/01/09     | 5,593                   | 5,049                     | 544                  |
| 210              | NATL AUSTRALIA BANK LTD              | P - Purchase                 | 07/19/05         | 10/16/09     | 6,132                   | 4,931                     | 1,201                |
| 21               | NATL AUSTRALIA BANK LTD              | P - Purchase                 | 07/19/05         | 10/27/09     | 586                     | 493                       | 93                   |
| 40               | NIPPON TELEG & TEL CORP              | P - Purchase                 | 07/19/05         | 02/13/09     | 908                     | 877                       | 31                   |
| 200              | NIPPON TELEG & TEL CORP              | P - Purchase                 | 07/19/05         | 02/09/09     | 4,580                   | 4,385                     | 195                  |
| 6                | NIPPON TELEG & TEL CORP              | P - Purchase                 | 07/19/05         | 05/01/09     | 113                     | 132                       | (19)                 |
| 85               | NIPPON TELEG & TEL CORP              | P - Purchase                 | 07/19/05         | 08/26/09     | 1,843                   | 1,864                     | (21)                 |
| 270              | NIPPON TELEG & TEL CORP              | P - Purchase                 | 07/19/05         | 11/12/09     | 5,602                   | 5,920                     | (318)                |
| 11               | NIPPON TELEG & TEL CORP              | P - Purchase                 | 07/19/05         | 10/27/09     | 224                     | 241                       | (17)                 |
| 37               | NOVARTIS AG SPON ADR                 | P - Purchase                 | 04/25/07         | 02/25/09     | 1,395                   | 2,154                     | (759)                |
| 40               | NOVARTIS AG SPON ADR                 | P - Purchase                 | 04/25/07         | 08/26/09     | 1,835                   | 2,328                     | (494)                |
| 12               | NOVARTIS AG SPON ADR                 | P - Purchase                 | 04/25/07         | 10/27/09     | 628                     | 699                       | (71)                 |
| 38               | REED ELSEVIER NV NEW                 | P - Purchase                 | 07/19/05         | 02/25/09     | 845                     | 1,200                     | (355)                |
| 30               | REED ELSEVIER NV NEW                 | P - Purchase                 | 07/19/05         | 08/26/09     | 642                     | 947                       | (305)                |
| 15               | REED ELSEVIER NV NEW                 | P - Purchase                 | 07/19/05         | 10/27/09     | 359                     | 474                       | (114)                |
| 10               | ROYAL DUTCH SHELL PLC                | P - Purchase                 | 07/19/05         | 10/27/09     | 635                     | 621                       | 14                   |
| 75               | RWE AG ADR                           | P - Purchase                 | 07/19/05         | 02/02/09     | 5,769                   | 4,829                     | 940                  |
| 15               | RWE AG ADR                           | P - Purchase                 | 07/19/05         | 05/01/09     | 1,078                   | 966                       | 112                  |
| 10               | RWE AG ADR                           | P - Purchase                 | 07/19/05         | 08/26/09     | 916                     | 644                       | 272                  |
| 13               | RWE AG ADR                           | P - Purchase                 | 07/19/05         | 10/27/09     | 1,176                   | 837                       | 338                  |
| 15               | SASOL LTD SPON ADR                   | P - Purchase                 | 07/19/05         | 08/26/09     | 572                     | 452                       | 120                  |
| 14               | SASOL LTD SPON ADR                   | P - Purchase                 | 07/19/05         | 10/27/09     | 558                     | 422                       | 136                  |
| 50               | SINGAPORE TELECOM LTD                | P - Purchase                 | 06/10/08         | 08/26/09     | 1,105                   | 1,331                     | (226)                |
| 68               | SOCIETE GENERALE FRANCE              | P - Purchase                 | 07/19/05         | 02/25/09     | 416                     | 1,459                     | (1,043)              |
| 125              | SOCIETE GENERALE FRANCE              | P - Purchase                 | 07/19/05         | 05/01/09     | 1,281                   | 2,681                     | (1,400)              |
| 91               | STORA ENSO OYJ REPSTG                | P - Purchase                 | 07/19/05         | 02/25/09     | 398                     | 1,188                     | (790)                |
| 40               | STORA ENSO OYJ REPSTG                | P - Purchase                 | 07/19/05         | 08/26/09     | 270                     | 522                       | (252)                |
| 160              | TAIWAN SEMICONDUCTOR MFG             | P - Purchase                 | 12/14/07         | 05/01/09     | 1,701                   | 1,545                     | 156                  |
| 25               | TAIWAN SEMICONDUCTOR MFG             | P - Purchase                 | 12/14/07         | 08/26/09     | 263                     | 241                       | 21                   |
| 0 169            | TAIWAN SEMICONDUCTOR MFG             | P - Purchase                 | 12/14/07         | 08/14/09     | 2                       | 2                         | 0                    |
| 50               | TAIWAN SEMICONDUCTOR MFG             | P - Purchase                 | 12/14/07         | 10/27/09     | 497                     | 482                       | 14                   |
| 45               | TAKEEDA PHARMACEUTICALS              | P - Purchase                 | 06/05/08         | 08/26/09     | 891                     | 1,283                     | (392)                |
| 53               | TELECOM CORP NEW ZEALAND             | P - Purchase                 | 07/19/05         | 05/01/09     | 434                     | 1,253                     | (819)                |
| 25               | TELECOM CORP NEW ZEALAND             | P - Purchase                 | 07/19/05         | 08/26/09     | 234                     | 591                       | (357)                |
| 107              | TELEFONICA S A SPON ADR              | P - Purchase                 | 07/19/05         | 02/25/09     | 5,709                   | 5,315                     | 394                  |
| 50               | TELEFONICA S A SPON ADR              | P - Purchase                 | 07/19/05         | 04/22/09     | 2,930                   | 2,484                     | 446                  |
| 15               | TELEFONICA S A SPON ADR              | P - Purchase                 | 07/19/05         | 05/01/09     | 856                     | 745                       | 111                  |
| 25               | TELEFONICA S A SPON ADR              | P - Purchase                 | 07/19/05         | 08/26/09     | 1,886                   | 1,242                     | 644                  |
| 75               | TELEFONICA S A SPON ADR              | P - Purchase                 | 07/19/05         | 10/15/09     | 6,427                   | 3,725                     | 2,701                |
| 85               | TELSTRA CORP LTD                     | P - Purchase                 | 07/19/05         | 02/25/09     | 1,021                   | 1,621                     | (600)                |
| 95               | TELSTRA CORP LTD                     | P - Purchase                 | 07/19/05         | 08/26/09     | 1,325                   | 1,812                     | (487)                |
| 30               | TELSTRA CORP LTD                     | P - Purchase                 | 07/19/05         | 10/27/09     | 443                     | 572                       | (129)                |
| 19               | TOKIO MARINE HOLDINGS                | P - Purchase                 | 07/19/05         | 05/01/09     | 504                     | 496                       | 8                    |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
**2009 FORM 990-PF**  
**TIN#: 76-680130**

**SCHEDULE D**

| Qty of<br>Shares | Long term gain/(loss)<br>Description | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|--------------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
|                  |                                      |                              |                  |              |                         |                           |                      |
| 55               | TOKIO MARINE HOLDINGS                | P - Purchase                 | 07/19/05         | 08/26/09     | 1,608                   | 1,435                     | 173                  |
| 115              | TOTAL S A FRANCE SPON                | P - Purchase                 | 07/19/05         | 02/04/09     | 6,046                   | 7,063                     | (1,016)              |
| 25               | TOTAL S A FRANCE SPON                | P - Purchase                 | 07/19/05         | 08/26/09     | 1,425                   | 1,535                     | (110)                |
| 11               | TOTAL S A FRANCE SPON                | P - Purchase                 | 07/19/05         | 10/27/09     | 696                     | 676                       | 21                   |
| 21               | TOYOTA MOTOR CORP NEW JAPAN          | P - Purchase                 | 07/19/05         | 05/05/09     | 1,719                   | 1,565                     | 154                  |
| 35               | TOYOTA MOTOR CORP NEW JAPAN          | P - Purchase                 | 07/19/05         | 05/04/09     | 2,840                   | 2,608                     | 232                  |
| 18               | TOYOTA MOTOR CORP NEW JAPAN          | P - Purchase                 | 07/19/05         | 05/01/09     | 1,444                   | 1,341                     | 103                  |
| 80               | TOYOTA MOTOR CORP NEW JAPAN          | P - Purchase                 | 07/19/05         | 08/26/09     | 6,931                   | 5,962                     | 970                  |
| 67               | UNILEVER PLC AMER SHS                | P - Purchase                 | 07/19/05         | 02/25/09     | 1,315                   | 1,475                     | (160)                |
| 75               | UNILEVER PLC AMER SHS                | P - Purchase                 | 07/19/05         | 08/26/09     | 2,036                   | 1,651                     | 385                  |
| 10               | UNILEVER PLC AMER SHS                | P - Purchase                 | 07/19/05         | 11/12/09     | 304                     | 220                       | 84                   |
| 202              | UNILEVER PLC AMER SHS                | P - Purchase                 | 07/19/05         | 10/27/09     | 6,058                   | 4,445                     | 1,613                |
| 41               | UNTD OVERSEAS BK LTD                 | P - Purchase                 | 10/04/06         | 05/01/09     | 638                     | 870                       | (232)                |
| 3                | UNTD OVERSEAS BK LTD                 | P - Purchase                 | 10/04/06         | 08/26/09     | 70                      | 63                        | 7                    |
| 10               | UNTD OVERSEAS BK LTD                 | P - Purchase                 | 10/09/06         | 08/26/09     | 232                     | 211                       | 20                   |
| 7                | UNTD OVERSEAS BK LTD                 | P - Purchase                 | 02/26/08         | 08/26/09     | 162                     | 189                       | (27)                 |
| 86               | UPM KYMMENE CORP                     | P - Purchase                 | 07/19/05         | 05/01/09     | 767                     | 1,657                     | (890)                |
| 10               | AMCOR LTD NEW                        | P - Purchase                 | 07/19/05         | 02/25/09     | 113                     | 208                       | (95)                 |
| 2                | AMCOR LTD NEW AU ADR                 | P - Purchase                 | 07/19/05         | 05/01/09     | 28                      | 42                        | (14)                 |
| 140              | BANCO SANTANDER S.A SPON             | P - Purchase                 | 07/19/05         | 07/15/09     | 1,733                   | 1,689                     | 44                   |
| 20               | BANCO SANTANDER S A SPON             | P - Purchase                 | 07/19/05         | 08/26/09     | 306                     | 241                       | 65                   |
| 5                | BAYER A G SPON ADR                   | P - Purchase                 | 09/16/05         | 05/01/09     | 248                     | 186                       | 62                   |
| 2                | BG GROUP PLC SPON ADR                | P - Purchase                 | 07/19/05         | 05/01/09     | 162                     | 81                        | 81                   |
| 5                | BNP PARIBAS SA ADR                   | P - Purchase                 | 07/19/05         | 05/01/09     | 132                     | 182                       | (50)                 |
| 45               | BNP PARIBAS SA ADR                   | P - Purchase                 | 07/26/05         | 08/21/09     | 1,833                   | 1,639                     | 194                  |
| 1                | BNP PARIBAS SA ADR                   | P - Purchase                 | 12/03/05         | 09/28/09     | 41                      | 41                        | 1                    |
| 3                | BNP PARIBAS SA ADR                   | P - Purchase                 | 09/08/05         | 09/28/09     | 124                     | 113                       | 11                   |
| 2                | BNP PARIBAS SA ADR                   | P - Purchase                 | 01/30/06         | 09/28/09     | 83                      | 88                        | (5)                  |
| 34               | BNP PARIBAS SA ADR                   | P - Purchase                 | 07/26/05         | 09/28/09     | 1,405                   | 1,238                     | 166                  |
| 13               | BP PCL SPON ADR                      | P - Purchase                 | 07/19/05         | 02/25/09     | 523                     | 849                       | (327)                |
| 10               | BP PCL SPON ADR                      | P - Purchase                 | 07/19/05         | 10/27/09     | 585                     | 653                       | (68)                 |
| 6                | CANON INC ADR JAPAN                  | P - Purchase                 | 07/19/05         | 02/25/09     | 153                     | 217                       | (64)                 |
| 11               | CANON INC ADR JAPAN SPON             | P - Purchase                 | 07/19/05         | 05/01/09     | 335                     | 399                       | (64)                 |
| 7                | CANON INC ADR JAPAN SPON             | P - Purchase                 | 07/19/05         | 10/27/09     | 268                     | 254                       | 14                   |
| 10               | DEUTSCHE TELEKOM AG DE               | P - Purchase                 | 10/16/06         | 05/01/09     | 110                     | 161                       | (51)                 |
| 30               | DEUTSCHE TELEKOM AG DE               | P - Purchase                 | 10/16/06         | 08/26/09     | 400                     | 483                       | (83)                 |
| 11               | DEUTSCHE TELEKOM AG DE               | P - Purchase                 | 10/16/06         | 10/27/09     | 155                     | 177                       | (23)                 |
| 67               | FOSTERS GROUP LTD                    | P - Purchase                 | 07/19/05         | 02/25/09     | 235                     | 276                       | (41)                 |
| 35               | FOSTERS GROUP LTD                    | P - Purchase                 | 07/19/05         | 08/26/09     | 158                     | 144                       | 14                   |
| 11               | GLAXO SMITHKLINE PLC                 | P - Purchase                 | 11/11/96         | 02/25/09     | 343                     | 518                       | (175)                |
| 15               | GLAXO SMITHKLINE PLC                 | P - Purchase                 | 07/19/05         | 08/26/09     | 583                     | 706                       | (124)                |
| 8                | GLAXO SMITHKLINE PLC                 | P - Purchase                 | 07/19/05         | 10/27/09     | 331                     | 377                       | (46)                 |
| 36               | HONG KONG ELEC HLDGS LTD             | P - Purchase                 | 07/19/05         | 02/25/09     | 222                     | 166                       | 55                   |
| 25               | HONG KONG ELEC HLDGS LTD             | P - Purchase                 | 07/19/05         | 08/26/09     | 139                     | 116                       | 24                   |
| 10               | IBERDROLA SA SPON ADR                | P - Purchase                 | 09/15/08         | 10/27/09     | 370                     | 412                       | (42)                 |
| 15               | ING GROEP N V NL SPON                | P - Purchase                 | 07/19/05         | 08/26/09     | 223                     | 448                       | (225)                |
| 1                | KAO CORP REPSTG 10 SHS COM           | P - Purchase                 | 04/03/06         | 10/27/09     | 228                     | 267                       | (38)                 |
| 2                | KAO CORP REPSTG 10 SHS COM           | P - Purchase                 | 07/26/05         | 10/27/09     | 457                     | 460                       | (3)                  |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
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**SCHEDULE D**

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|------------------|--------------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
|                  |                                      |                              |                  |              |                         |                           |                      |
| 0 655            | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 07/09/07         | 01/22/09     | 2                       | 62                        | (60)                 |
| 11               | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 11/09/05         | 02/23/09     | 38                      | 1,138                     | (1,100)              |
| 19               | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 11/28/05         | 03/23/09     | 65                      | 1,933                     | (1,867)              |
| 2                | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 12/21/05         | 03/23/09     | 7                       | 259                       | (253)                |
| 9                | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 12/22/05         | 03/23/09     | 31                      | 1,032                     | (1,001)              |
| 13               | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 01/24/06         | 03/29/09     | 45                      | 1,553                     | (1,508)              |
| 6                | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 01/26/06         | 03/23/09     | 21                      | 799                       | (778)                |
| 16               | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 06/20/06         | 03/23/09     | 55                      | 1,903                     | (1,848)              |
| 13               | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 09/21/06         | 03/23/09     | 45                      | 1,824                     | (1,779)              |
| 17               | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 11/15/06         | 03/23/09     | 59                      | 2,346                     | (2,287)              |
| 21               | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 07/09/07         | 03/23/09     | 72                      | 1,996                     | (1,924)              |
| 298              | LLOYDS BANKING GROUP PLC             | P - Purchase                 | 07/19/05         | 03/23/09     | 1,026                   | 10,159                    | (9,133)              |
| 5                | NATIONAL GRID PLC                    | P - Purchase                 | 07/19/05         | 08/26/09     | 243                     | 257                       | (14)                 |
| 38               | NATL AUSTRALIA BANK LTD              | P - Purchase                 | 07/19/05         | 02/25/09     | 424                     | 892                       | (468)                |
| 11               | NATL AUSTRALIA BANK LTD              | P - Purchase                 | 07/19/05         | 05/01/09     | 167                     | 258                       | (91)                 |
| 75               | NATL AUSTRALIA BANK LTD              | P - Purchase                 | 07/19/05         | 11/09/09     | 2,047                   | 1,761                     | 285                  |
| 65               | NATL AUSTRALIA BANK LTD              | P - Purchase                 | 07/19/05         | 12/01/09     | 1,691                   | 1,526                     | 165                  |
| 60               | NATL AUSTRALIA BANK LTD              | P - Purchase                 | 07/19/05         | 10/16/09     | 1,752                   | 1,409                     | 343                  |
| 8                | NATL AUSTRALIA BANK LTD              | P - Purchase                 | 07/19/05         | 10/27/09     | 223                     | 188                       | 35                   |
| 10               | NIPPON TELEG & TEL CORP              | P - Purchase                 | 07/19/05         | 02/13/09     | 227                     | 219                       | 8                    |
| 60               | NIPPON TELEG & TEL CORP              | P - Purchase                 | 07/19/05         | 02/09/09     | 1,374                   | 1,316                     | 58                   |
| 2                | NIPPON TELEG & TEL CORP              | P - Purchase                 | 07/19/05         | 05/01/09     | 38                      | 44                        | (6)                  |
| 25               | NIPPON TELEG & TEL CORP              | P - Purchase                 | 07/19/05         | 08/26/09     | 542                     | 548                       | (6)                  |
| 80               | NIPPON TELEG & TEL CORP              | P - Purchase                 | 07/15/05         | 10/30/09     | 1,660                   | 1,754                     | (94)                 |
| 11               | NOVARTIS AG SPON ADR                 | P - Purchase                 | 04/25/07         | 02/25/09     | 415                     | 640                       | (226)                |
| 15               | NOVARTIS AG SPON ADR                 | P - Purchase                 | 04/25/07         | 08/26/09     | 688                     | 873                       | (185)                |
| 12               | REED ELSEVIER NV NEW                 | P - Purchase                 | 07/19/05         | 02/25/09     | 267                     | 379                       | (112)                |
| 10               | REED ELSEVIER NV NEW                 | P - Purchase                 | 07/19/05         | 08/26/09     | 214                     | 316                       | (102)                |
| 20               | RWE AG ADR                           | P - Purchase                 | 07/19/05         | 02/02/09     | 1,538                   | 1,288                     | 251                  |
| 6                | RWE AG ADR                           | P - Purchase                 | 07/19/05         | 05/01/09     | 431                     | 386                       | 45                   |
| 5                | RWE AG ADR                           | P - Purchase                 | 07/19/05         | 08/26/09     | 458                     | 322                       | 136                  |
| 5                | SASOL LTD SPON ADR                   | P - Purchase                 | 07/19/05         | 08/26/09     | 191                     | 151                       | 40                   |
| 15               | SINGAPORE TELECOM LTD                | P - Purchase                 | 06/10/08         | 08/26/09     | 331                     | 399                       | (68)                 |
| 33               | SOCIETE GENERALE FRANCE              | P - Purchase                 | 07/19/05         | 02/25/09     | 202                     | 708                       | (506)                |
| 38               | SOCIETE GENERALE FRANCE              | P - Purchase                 | 07/19/05         | 05/01/09     | 389                     | 815                       | (426)                |
| 32               | TAIWAN SEMICONDUCTOR MFG             | P - Purchase                 | 12/14/07         | 05/01/09     | 340                     | 307                       | 33                   |
| 10               | TAIWAN SEMICONDUCTOR MFG             | P - Purchase                 | 12/14/07         | 08/26/09     | 105                     | 95                        | 10                   |
| 0 536            | TAIWAN SEMICONDUCTOR MFG             | P - Purchase                 | 12/14/07         | 08/26/09     | 6                       | 5                         | 1                    |
| 12               | TAIWAN SEMICONDUCTOR MFG             | P - Purchase                 | 12/14/07         | 10/27/09     | 119                     | 114                       | 5                    |
| 15               | TAKEDA PHARMACEUTICALS               | P - Purchase                 | 06/05/08         | 08/26/09     | 297                     | 428                       | (131)                |
| 16               | TELECOM CORP NEW ZEALAND             | P - Purchase                 | 07/19/05         | 05/01/09     | 131                     | 240                       | (109)                |
| 5                | TELECOM CORP NEW ZEALAND             | P - Purchase                 | 06/15/06         | 08/26/09     | 47                      | 75                        | (28)                 |
| 31               | TELEFONICA S A SPON ADR              | P - Purchase                 | 07/19/05         | 02/25/09     | 1,654                   | 1,540                     | 114                  |
| 15               | TELEFONICA S A SPON ADR              | P - Purchase                 | 07/19/05         | 04/22/09     | 879                     | 745                       | 134                  |
| 4                | TELEFONICA S A SPON ADR              | P - Purchase                 | 07/19/05         | 05/01/09     | 228                     | 199                       | 30                   |
| 5                | TELEFONICA S A SPON ADR              | P - Purchase                 | 07/19/05         | 08/26/09     | 377                     | 248                       | 129                  |
| 25               | TELEFONICA S A SPON ADR              | P - Purchase                 | 07/19/05         | 10/15/09     | 2,142                   | 1,242                     | 900                  |
| 20               | TELSTRA CORP LTD                     | P - Purchase                 | 07/19/05         | 02/25/09     | 240                     | 381                       | (141)                |

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|------------------|--------------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 19               | TELSTRA CORP LTD                     | P - Purchase                 | 07/19/05         | 05/01/09     | 233                     | 362                       | (129)                |
| 10               | TELSTRA CORP LTD                     | P - Purchase                 | 07/19/05         | 08/26/09     | 139                     | 191                       | (51)                 |
| 14               | TOKIO MARINE HOLDINGS                | P - Purchase                 | 07/19/05         | 02/25/09     | 301                     | 365                       | (64)                 |
| 3                | TOKIO MARINE HOLDINGS                | P - Purchase                 | 07/19/05         | 05/01/09     | 80                      | 78                        | 1                    |
| 15               | TOKIO MARINE HOLDINGS                | P - Purchase                 | 07/19/05         | 08/26/09     | 439                     | 391                       | 47                   |
| 35               | TOTAL S A FRANCE SPON                | P - Purchase                 | 07/19/05         | 02/04/09     | 1,840                   | 2,150                     | (309)                |
| 5                | TOTAL S A FRANCE SPON                | P - Purchase                 | 07/19/05         | 08/26/09     | 285                     | 307                       | (22)                 |
| 5                | TOTAL S A FRANCE SPON                | P - Purchase                 | 07/19/05         | 10/27/09     | 316                     | 307                       | 9                    |
| 6                | TOYOTA MOTOR CORP NEW JAPAN          | P - Purchase                 | 07/19/05         | 05/05/09     | 491                     | 447                       | 44                   |
| 10               | TOYOTA MOTOR CORP NEW JAPAN          | P - Purchase                 | 07/19/05         | 05/04/09     | 812                     | 745                       | 66                   |
| 7                | TOYOTA MOTOR CORP NEW JAPAN          | P - Purchase                 | 07/19/05         | 05/01/09     | 562                     | 522                       | 40                   |
| 25               | TOYOTA MOTOR CORP NEW JAPAN          | P - Purchase                 | 07/19/05         | 08/26/09     | 2,166                   | 1,863                     | 303                  |
| 20               | UNILEVER PLC AMER SHS                | P - Purchase                 | 07/19/05         | 02/25/09     | 392                     | 441                       | (49)                 |
| 20               | UNILEVER PLC AMER SHS                | P - Purchase                 | 07/19/05         | 08/26/09     | 543                     | 441                       | 102                  |
| 5                | UNILEVER PLC AMER ST                 | P - Purchase                 | 05/31/00         | 10/30/09     | 152                     | 110                       | 42                   |
| 61               | UNILEVER PLC AMER ST                 | P - Purchase                 | 07/19/05         | 10/27/09     | 1,829                   | 1,346                     | 484                  |
| 7                | UNTD OVERSEAS BK LTD                 | P - Purchase                 | 10/04/06         | 05/01/09     | 109                     | 149                       | (40)                 |
| 4                | UNTD OVERSEAS BK LTD                 | P - Purchase                 | 10/09/06         | 05/01/09     | 62                      | 85                        | (22)                 |
| 5                | UNTD OVERSEAS BK LTD                 | P - Purchase                 | 10/09/06         | 08/26/09     | 116                     | 106                       | 10                   |
| 20               | UPM KYMMENE CORP                     | P - Purchase                 | 07/19/05         | 05/01/09     | 178                     | 385                       | (207)                |
| 53               | APPLE INC                            | P - Purchase                 | 04/25/08         | 06/12/09     | 7,231                   | 8,941                     | (1,709)              |
| 6                | APPLE INC                            | P - Purchase                 | 04/25/08         | 06/01/09     | 808                     | 1,012                     | (204)                |
| 36               | APPLE INC                            | P - Purchase                 | 04/25/08         | 07/20/09     | 5,534                   | 6,073                     | (539)                |
| 86               | APPLE INC                            | P - Purchase                 | 04/29/08         | 07/20/09     | 13,219                  | 14,689                    | (1,469)              |
| 65               | APPLE INC                            | P - Purchase                 | 05/02/08         | 07/20/09     | 9,991                   | 11,711                    | (1,719)              |
| 45               | APPLE INC                            | P - Purchase                 | 06/16/08         | 07/20/09     | 6,917                   | 7,949                     | (1,032)              |
| 96               | APPLE INC                            | P - Purchase                 | 06/17/08         | 07/20/09     | 14,756                  | 17,231                    | (2,475)              |
| 44               | APPLE INC                            | P - Purchase                 | 06/18/08         | 07/20/09     | 6,763                   | 7,895                     | (1,132)              |
| 5                | APPLE INC                            | P - Purchase                 | 04/25/08         | 07/01/09     | 710                     | 843                       | (133)                |
| 4                | APPLE INC                            | P - Purchase                 | 06/18/08         | 08/04/09     | 659                     | 718                       | (58)                 |
| 4                | APPLE INC                            | P - Purchase                 | 06/18/08         | 11/23/09     | 816                     | 718                       | 98                   |
| 7                | APPLE INC                            | P - Purchase                 | 07/24/08         | 12/28/09     | 1,477                   | 1,129                     | 349                  |
| 22               | APPLE INC                            | P - Purchase                 | 06/18/08         | 12/16/09     | 4,307                   | 3,948                     | 359                  |
| 70               | APPLE INC                            | P - Purchase                 | 07/02/08         | 12/16/09     | 13,703                  | 11,991                    | 1,712                |
| 32               | APPLE INC                            | P - Purchase                 | 07/24/08         | 12/16/09     | 6,264                   | 5,160                     | 1,105                |
| 7                | APPLE INC                            | P - Purchase                 | 06/18/08         | 10/01/09     | 1,295                   | 1,256                     | 39                   |
| 14               | COSTCO WHOLESALE CORP                | P - Purchase                 | 03/26/08         | 05/01/09     | 680                     | 929                       | (249)                |
| 6                | COSTCO WHOLESALE CORP                | P - Purchase                 | 03/26/08         | 06/01/09     | 286                     | 398                       | (113)                |
| 5                | COSTCO WHOLESALE CORP                | P - Purchase                 | 03/26/08         | 07/01/09     | 232                     | 332                       | (100)                |
| 8                | COSTCO WHOLESALE CORP                | P - Purchase                 | 03/26/08         | 08/04/09     | 395                     | 531                       | (136)                |
| 115              | COSTCO WHOLESALE CORP                | P - Purchase                 | 07/23/08         | 09/30/09     | 6,506                   | 7,267                     | (761)                |
| 45               | COSTCO WHOLESALE CORP                | P - Purchase                 | 07/28/08         | 09/30/09     | 2,520                   | 2,751                     | (232)                |
| 70               | COSTCO WHOLESALE CORP                | P - Purchase                 | 07/28/08         | 09/30/09     | 3,960                   | 4,280                     | (320)                |
| 123              | COSTCO WHOLESALE CORP                | P - Purchase                 | 07/30/08         | 09/30/09     | 6,888                   | 7,726                     | (838)                |
| 29               | COSTCO WHOLESALE CORP                | P - Purchase                 | 07/30/08         | 09/30/09     | 1,624                   | 1,819                     | (195)                |
| 65               | COSTCO WHOLESALE CORP                | P - Purchase                 | 08/04/08         | 09/30/09     | 3,640                   | 4,084                     | (444)                |
| 123              | COSTCO WHOLESALE CORP                | P - Purchase                 | 08/06/08         | 09/30/09     | 6,888                   | 8,077                     | (1,189)              |
| 70               | COSTCO WHOLESALE CORP                | P - Purchase                 | 09/02/08         | 09/30/09     | 3,920                   | 4,779                     | (859)                |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
**2009 FORM 990-PF**  
**TIN#: 76-680130**

**SCHEDULE D**

| Qty of<br>Shares | Long term gain/(loss)<br>Description | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|--------------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
|                  |                                      |                              |                  |              |                         |                           |                      |
| 76               | COSTCO WHOLESALE CORP                | P - Purchase                 | 03/26/08         | 09/28/09     | 4,290                   | 5,045                     | (755)                |
| 90               | COSTCO WHOLESALE CORP                | P - Purchase                 | 04/24/08         | 09/28/09     | 5,080                   | 6,324                     | (1,244)              |
| 16               | COSTCO WHOLESALE CORP                | P - Purchase                 | 04/25/08         | 09/28/09     | 903                     | 1,137                     | (234)                |
| 15               | COSTCO WHOLESALE CORP                | P - Purchase                 | 06/16/08         | 09/28/09     | 847                     | 1,057                     | (210)                |
| 20               | COSTCO WHOLESALE CORP                | P - Purchase                 | 07/02/08         | 09/28/09     | 1,129                   | 1,451                     | (322)                |
| 172              | COSTCO WHOLESALE CORP                | P - Purchase                 | 07/23/08         | 09/28/09     | 9,709                   | 10,869                    | (1,160)              |
| 52               | CVS CAREMARK CORP                    | P - Purchase                 | 05/25/07         | 02/25/09     | 1,396                   | 2,014                     | (619)                |
| 96               | CVS CAREMARK CORP                    | P - Purchase                 | 05/25/07         | 03/27/09     | 2,708                   | 3,719                     | (1,011)              |
| 533              | CVS CAREMARK CORP                    | P - Purchase                 | 05/25/07         | 05/05/09     | 16,794                  | 20,648                    | (3,854)              |
| 34               | CVS CAREMARK CORP                    | P - Purchase                 | 05/25/07         | 05/01/09     | 1,079                   | 1,317                     | (238)                |
| 13               | CVS CAREMARK CORP                    | P - Purchase                 | 05/25/07         | 06/01/09     | 382                     | 504                       | (122)                |
| 15               | CVS CAREMARK CORP                    | P - Purchase                 | 05/25/07         | 07/01/09     | 483                     | 581                       | (99)                 |
| 12               | CVS CAREMARK CORP                    | P - Purchase                 | 05/25/07         | 08/04/09     | 407                     | 465                       | (58)                 |
| 16               | CVS CAREMARK CORP                    | P - Purchase                 | 06/16/08         | 09/24/09     | 565                     | 682                       | (117)                |
| 140              | CVS CAREMARK CORP                    | P - Purchase                 | 07/02/08         | 09/24/09     | 4,942                   | 5,427                     | (485)                |
| 140              | CVS CAREMARK CORP                    | P - Purchase                 | 08/04/08         | 09/24/09     | 4,942                   | 5,080                     | (138)                |
| 140              | CVS CAREMARK CORP                    | P - Purchase                 | 09/02/08         | 09/24/09     | 4,942                   | 5,181                     | (239)                |
| 122              | CVS CAREMARK CORP                    | P - Purchase                 | 05/25/07         | 09/23/09     | 4,433                   | 4,726                     | (293)                |
| 166              | CVS CAREMARK CORP                    | P - Purchase                 | 01/23/08         | 09/23/09     | 6,031                   | 6,142                     | (111)                |
| 99               | CVS CAREMARK CORP                    | P - Purchase                 | 06/16/08         | 09/23/09     | 3,597                   | 4,220                     | (623)                |
| 354              | CVS CAREMARK CORP                    | P - Purchase                 | 05/25/07         | 09/18/09     | 12,753                  | 13,714                    | (961)                |
| 32               | GENENTECH INC                        | P - Purchase                 | 05/23/06         | 02/25/09     | 2,812                   | 2,506                     | 305                  |
| 1087             | GENENTECH INC                        | P - Purchase                 | 05/23/06         | 04/24/09     | 103,265                 | 85,142                    | 18,123               |
| 10               | GENL DYNAMICS CORP                   | P - Purchase                 | 05/23/06         | 02/25/09     | 472                     | 632                       | (160)                |
| 19               | GENL DYNAMICS CORP                   | P - Purchase                 | 05/23/06         | 05/01/09     | 984                     | 1,201                     | (217)                |
| 9                | GENL DYNAMICS CORP                   | P - Purchase                 | 05/23/06         | 06/01/09     | 512                     | 569                       | (57)                 |
| 10               | GENL DYNAMICS CORP                   | P - Purchase                 | 05/23/06         | 07/01/09     | 571                     | 632                       | (61)                 |
| 8                | GENL DYNAMICS CORP                   | P - Purchase                 | 05/23/06         | 08/04/09     | 450                     | 506                       | (55)                 |
| 8                | GENL DYNAMICS CORP                   | P - Purchase                 | 05/23/06         | 11/23/09     | 540                     | 506                       | 34                   |
| 8                | GENL DYNAMICS CORP                   | P - Purchase                 | 05/23/06         | 12/28/09     | 547                     | 506                       | 42                   |
| 16               | GENL DYNAMICS CORP                   | P - Purchase                 | 05/23/06         | 10/01/09     | 1,024                   | 1,011                     | 13                   |
| 6                | GILEAD SCIENCES INC                  | P - Purchase                 | 12/22/08         | 12/28/09     | 259                     | 300                       | (41)                 |
| 36               | GOLDMAN SACHS GROUP INC              | P - Purchase                 | 10/03/07         | 01/20/09     | 2,345                   | 8,232                     | (5,887)              |
| 16               | GOLDMAN SACHS GROUP INC              | P - Purchase                 | 11/05/08         | 11/23/09     | 2,746                   | 1,436                     | 1,310                |
| 119              | GOLDMAN SACHS GROUP INC              | P - Purchase                 | 09/19/08         | 11/10/09     | 20,944                  | 15,770                    | 5,174                |
| 120              | GOLDMAN SACHS GROUP INC              | P - Purchase                 | 10/03/08         | 11/10/09     | 21,120                  | 15,995                    | 5,125                |
| 29               | GOLDMAN SACHS GROUP INC              | P - Purchase                 | 11/05/08         | 11/10/09     | 5,104                   | 2,603                     | 2,501                |
| 10               | GOLDMAN SACHS GROUP INC              | P - Purchase                 | 11/05/08         | 12/03/09     | 1,668                   | 898                       | 770                  |
| 134              | GOLDMAN SACHS GROUP INC              | P - Purchase                 | 11/25/08         | 12/03/09     | 22,347                  | 9,443                     | 12,905               |
| 16               | GOLDMAN SACHS GROUP INC              | P - Purchase                 | 09/19/08         | 10/27/09     | 2,862                   | 2,120                     | 741                  |
| 9                | GOLDMAN SACHS GROUP INC              | P - Purchase                 | 09/19/08         | 10/01/09     | 1,649                   | 1,193                     | 456                  |
| 1                | GOOGLE, INC                          | P - Purchase                 | 10/30/08         | 11/23/09     | 582                     | 362                       | 220                  |
| 1                | GOOGLE, INC                          | P - Purchase                 | 10/30/08         | 12/28/09     | 622                     | 362                       | 260                  |
| 182              | LOCKHEED MARTIN CORP                 | P - Purchase                 | 05/23/06         | 03/13/09     | 11,154                  | 13,302                    | (2,148)              |
| 26               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 05/23/06         | 02/25/09     | 1,860                   | 1,900                     | (40)                 |
| 285              | LOCKHEED MARTIN CORP                 | P - Purchase                 | 05/23/06         | 04/08/09     | 20,598                  | 20,831                    | (233)                |
| 11               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 05/23/06         | 03/27/09     | 780                     | 804                       | (24)                 |
| 70               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 05/23/06         | 05/06/09     | 5,578                   | 5,116                     | 462                  |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
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**SCHEDULE D**

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|------------------|--------------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
|                  |                                      |                              |                  |              |                         |                           |                      |
| 12               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 05/23/06         | 05/01/09     | 943                     | 877                       | 66                   |
| 8                | LOCKHEED MARTIN CORP                 | P - Purchase                 | 05/23/06         | 06/01/09     | 660                     | 585                       | 75                   |
| 111              | LOCKHEED MARTIN CORP                 | P - Purchase                 | 09/01/06         | 07/21/09     | 8,410                   | 9,283                     | (873)                |
| 5                | LOCKHEED MARTIN CORP                 | P - Purchase                 | 09/08/06         | 07/21/09     | 379                     | 419                       | (40)                 |
| 154              | LOCKHEED MARTIN CORP                 | P - Purchase                 | 09/08/06         | 07/21/09     | 11,649                  | 12,890                    | (1,241)              |
| 33               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 10/02/07         | 07/21/09     | 2,496                   | 3,625                     | (1,128)              |
| 32               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 06/16/08         | 07/21/09     | 2,421                   | 3,286                     | (865)                |
| 28               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 05/23/06         | 07/17/09     | 2,264                   | 2,047                     | 217                  |
| 25               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 08/10/06         | 07/17/09     | 2,021                   | 2,037                     | (16)                 |
| 62               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 09/01/06         | 07/17/09     | 5,012                   | 5,185                     | (173)                |
| 5                | LOCKHEED MARTIN CORP                 | P - Purchase                 | 05/23/06         | 07/01/09     | 409                     | 365                       | 44                   |
| 51               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 06/16/08         | 08/06/09     | 3,823                   | 5,237                     | (1,414)              |
| 105              | LOCKHEED MARTIN CORP                 | P - Purchase                 | 07/02/08         | 08/06/09     | 7,871                   | 10,553                    | (2,681)              |
| 105              | LOCKHEED MARTIN CORP                 | P - Purchase                 | 8/4/008          | 08/06/09     | 7,871                   | 10,984                    | (3,113)              |
| 2                | LOCKHEED MARTIN CORP                 | P - Purchase                 | 06/16/08         | 08/04/09     | 150                     | 205                       | (55)                 |
| 1102             | LOWES COMPANIES                      | P - Purchase                 | 05/23/06         | 02/24/09     | 16,937                  | 32,970                    | (16,033)             |
| 16               | LOWES COMPANIES                      | P - Purchase                 | 05/23/06         | 02/25/09     | 249                     | 478                       | (229)                |
| 345              | LOWES COMPANIES                      | P - Purchase                 | 05/23/06         | 03/27/09     | 6,414                   | 10,322                    | (3,908)              |
| 15               | LOWES COMPANIES                      | P - Purchase                 | 06/16/08         | 07/01/09     | 294                     | 363                       | (68)                 |
| 4                | LOWES COMPANIES                      | P - Purchase                 | 06/16/08         | 08/18/09     | 80                      | 97                        | (17)                 |
| 150              | LOWES COMPANIES                      | P - Purchase                 | 07/02/08         | 08/18/09     | 2,992                   | 3,059                     | (67)                 |
| 150              | LOWES COMPANIES                      | P - Purchase                 | 08/04/08         | 08/18/09     | 2,992                   | 3,092                     | (100)                |
| 19               | LOWES COMPANIES                      | P - Purchase                 | 06/16/08         | 08/04/09     | 429                     | 459                       | (31)                 |
| 8                | MASTERCARD INC                       | P - Purchase                 | 03/13/07         | 05/01/09     | 1,458                   | 824                       | 634                  |
| 65               | MASTERCARD INC                       | P - Purchase                 | 03/12/07         | 06/10/09     | 11,282                  | 6,693                     | 4,589                |
| 90               | MASTERCARD INC                       | P - Purchase                 | 08/14/07         | 06/10/09     | 15,622                  | 11,995                    | 3,626                |
| 3                | MASTERCARD INC                       | P - Purchase                 | 03/13/07         | 06/01/09     | 514                     | 309                       | 205                  |
| 13               | MASTERCARD INC                       | P - Purchase                 | 08/14/07         | 07/06/09     | 2,152                   | 1,733                     | 419                  |
| 47               | MASTERCARD INC                       | P - Purchase                 | 10/02/07         | 07/06/09     | 7,779                   | 7,248                     | 531                  |
| 4                | MASTERCARD INC                       | P - Purchase                 | 07/02/08         | 08/04/09     | 806                     | 1,014                     | (208)                |
| 66               | MASTERCARD INC                       | P - Purchase                 | 10/02/07         | 07/31/09     | 12,857                  | 10,177                    | 2,679                |
| 15               | MASTERCARD INC                       | P - Purchase                 | 03/06/08         | 07/31/09     | 2,922                   | 2,853                     | 69                   |
| 6                | MASTERCARD INC                       | P - Purchase                 | 03/25/08         | 07/31/09     | 1,169                   | 1,376                     | (207)                |
| 40               | MASTERCARD INC                       | P - Purchase                 | 06/16/08         | 07/31/09     | 7,792                   | 11,821                    | (4,029)              |
| 51               | MASTERCARD INC                       | P - Purchase                 | 07/02/08         | 07/31/09     | 9,935                   | 12,927                    | (2,992)              |
| 1                | MASTERCARD INC                       | P - Purchase                 | 08/04/08         | 11/23/09     | 235                     | 230                       | 5                    |
| 5                | MASTERCARD INC                       | P - Purchase                 | 08/04/08         | 12/28/09     | 1,285                   | 1,151                     | 134                  |
| 3                | MASTERCARD INC                       | P - Purchase                 | 08/04/08         | 10/01/09     | 604                     | 691                       | (87)                 |
| 64               | MCDONALDS CORP                       | P - Purchase                 | 05/15/07         | 02/25/09     | 3,522                   | 3,289                     | 233                  |
| 227              | MCDONALDS CORP                       | P - Purchase                 | 05/15/07         | 05/01/09     | 12,117                  | 11,665                    | 452                  |
| 300              | MCDONALDS CORP                       | P - Purchase                 | 05/16/07         | 05/01/09     | 16,014                  | 15,413                    | 601                  |
| 44               | MCDONALDS CORP                       | P - Purchase                 | 05/18/07         | 05/01/09     | 2,349                   | 2,287                     | 62                   |
| 19               | MCDONALDS CORP                       | P - Purchase                 | 05/18/07         | 06/01/09     | 1,102                   | 988                       | 114                  |
| 20               | MCDONALDS CORP                       | P - Purchase                 | 05/18/07         | 07/01/09     | 1,143                   | 1,040                     | 103                  |
| 214              | MCDONALDS CORP                       | P - Purchase                 | 05/22/07         | 08/04/09     | 11,768                  | 11,240                    | 528                  |
| 105              | MCDONALDS CORP                       | P - Purchase                 | 06/26/07         | 08/04/09     | 5,774                   | 5,428                     | 346                  |
| 62               | MCDONALDS CORP                       | P - Purchase                 | 05/18/07         | 07/31/09     | 3,411                   | 3,223                     | 188                  |
| 312              | MCDONALDS CORP                       | P - Purchase                 | 05/21/07         | 07/31/09     | 17,164                  | 16,246                    | 918                  |

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**SCHEDULE D**

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|------------------|--------------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 96               | MCDONALDS CORP                       | P - Purchase                 | 05/22/07         | 07/31/09     | 5,281                   | 5,042                     | 239                  |
| 24               | MCDONALDS CORP                       | P - Purchase                 | 06/26/07         | 09/14/09     | 1,297                   | 1,241                     | 57                   |
| 190              | MCDONALDS CORP                       | P - Purchase                 | 07/02/07         | 09/14/09     | 10,272                  | 9,738                     | 534                  |
| 85               | MCDONALDS CORP                       | P - Purchase                 | 10/04/07         | 09/14/09     | 4,595                   | 4,765                     | (170)                |
| 28               | MCDONALDS CORP                       | P - Purchase                 | 10/05/07         | 09/14/09     | 1,514                   | 1,569                     | (56)                 |
| 80               | MCDONALDS CORP                       | P - Purchase                 | 06/26/07         | 09/11/09     | 4,342                   | 4,136                     | 206                  |
| 11               | MCDONALDS CORP                       | P - Purchase                 | 10/05/08         | 11/23/09     | 704                     | 616                       | 87                   |
| 11               | MCDONALDS CORP                       | P - Purchase                 | 10/05/07         | 12/28/09     | 697                     | 616                       | 80                   |
| 10               | MCDONALDS CORP                       | P - Purchase                 | 10/05/07         | 10/27/09     | 587                     | 560                       | 27                   |
| 9                | MCDONALDS CORP                       | P - Purchase                 | 10/05/07         | 10/01/09     | 512                     | 504                       | 8                    |
| 123              | MONSANTO CO NEW                      | P - Purchase                 | 08/22/06         | 02/24/09     | 9,540                   | 5,782                     | 3,757                |
| 70               | MONSANTO CO NEW                      | P - Purchase                 | 08/24/06         | 02/24/09     | 5,429                   | 3,289                     | 2,140                |
| 8                | MONSANTO CO NEW                      | P - Purchase                 | 08/24/06         | 02/25/09     | 619                     | 376                       | 243                  |
| 34               | MONSANTO CO NEW                      | P - Purchase                 | 08/24/06         | 03/27/09     | 2,915                   | 1,597                     | 1,318                |
| 93               | MONSANTO CO NEW                      | P - Purchase                 | 09/06/06         | 05/19/09     | 8,328                   | 4,442                     | 3,886                |
| 124              | MONSANTO CO NEW                      | P - Purchase                 | 10/13/06         | 05/19/09     | 11,103                  | 5,679                     | 5,424                |
| 11               | MONSANTO CO NEW                      | P - Purchase                 | 08/24/06         | 05/12/09     | 991                     | 517                       | 474                  |
| 151              | MONSANTO CO NEW                      | P - Purchase                 | 09/01/06         | 05/12/09     | 13,601                  | 7,218                     | 6,383                |
| 60               | MONSANTO CO NEW                      | P - Purchase                 | 09/06/06         | 05/12/09     | 5,404                   | 2,866                     | 2,538                |
| 16               | MONSANTO CO NEW                      | P - Purchase                 | 08/24/06         | 05/01/09     | 1,356                   | 752                       | 604                  |
| 4                | MONSANTO CO NEW                      | P - Purchase                 | 10/13/06         | 06/01/09     | 317                     | 183                       | 134                  |
| 90               | MONSANTO CO NEW                      | P - Purchase                 | 07/02/08         | 07/21/09     | 7,287                   | 10,843                    | (3,556)              |
| 173              | MONSANTO CO NEW                      | P - Purchase                 | 10/13/06         | 07/06/09     | 12,679                  | 7,924                     | 4,756                |
| 95               | MONSANTO CO NEW                      | P - Purchase                 | 06/16/08         | 07/06/09     | 6,963                   | 13,019                    | (6,056)              |
| 20               | MONSANTO CO NEW                      | P - Purchase                 | 07/02/08         | 07/06/09     | 1,466                   | 2,410                     | (944)                |
| 5                | MONSANTO CO NEW                      | P - Purchase                 | 10/13/06         | 07/01/09     | 380                     | 229                       | 151                  |
| 14               | MONSANTO CO NEW                      | P - Purchase                 | 10/03/08         | 10/06/09     | 1,050                   | 1,187                     | (137)                |
| 9                | NIKE INC                             | P - Purchase                 | 07/10/08         | 08/04/09     | 515                     | 500                       | 15                   |
| 6                | NIKE INC                             | P - Purchase                 | 07/10/08         | 11/23/09     | 384                     | 333                       | 51                   |
| 6                | NIKE INC                             | P - Purchase                 | 07/10/08         | 12/28/09     | 392                     | 333                       | 59                   |
| 13               | NIKE INC                             | P - Purchase                 | 07/10/08         | 10/01/09     | 833                     | 722                       | 112                  |
| 190              | NORFOLK STHN CORP                    | P - Purchase                 | 02/01/08         | 03/10/09     | 5,261                   | 10,508                    | (5,247)              |
| 14               | NORFOLK STHN CORP                    | P - Purchase                 | 02/01/08         | 02/25/09     | 464                     | 774                       | (310)                |
| 8                | NORFOLK STHN CORP                    | P - Purchase                 | 02/01/08         | 03/27/09     | 278                     | 442                       | (164)                |
| 46               | NORFOLK STHN CORP                    | P - Purchase                 | 02/01/08         | 05/12/09     | 1,664                   | 2,544                     | (880)                |
| 60               | NORFOLK STHN CORP                    | P - Purchase                 | 02/11/08         | 05/12/09     | 2,170                   | 3,290                     | (1,120)              |
| 17               | NORFOLK STHN CORP                    | P - Purchase                 | 02/01/08         | 05/01/09     | 608                     | 940                       | (333)                |
| 6                | NORFOLK STHN CORP                    | P - Purchase                 | 02/11/08         | 06/01/09     | 212                     | 329                       | (117)                |
| 5                | NORFOLK STHN CORP                    | P - Purchase                 | 02/11/08         | 07/01/09     | 191                     | 274                       | (83)                 |
| 10               | NORFOLK STHN CORP                    | P - Purchase                 | 02/11/08         | 08/04/09     | 441                     | 548                       | (107)                |
| 7                | NORFOLK STHN CORP                    | P - Purchase                 | 02/11/08         | 11/23/09     | 363                     | 384                       | (21)                 |
| 6                | NORFOLK STHN CORP                    | P - Purchase                 | 02/11/08         | 12/28/09     | 321                     | 329                       | (8)                  |
| 13               | NORFOLK STHN CORP                    | P - Purchase                 | 02/11/08         | 10/01/09     | 562                     | 713                       | (151)                |
| 11               | PETROLEO BRASILEIRO SA               | P - Purchase                 | 10/14/08         | 11/23/09     | 562                     | 357                       | 205                  |
| 10               | PETROLEO BRASILEIRO SA               | P - Purchase                 | 10/14/08         | 12/28/09     | 478                     | 325                       | 153                  |
| 15               | PRAXAIR INC                          | P - Purchase                 | 11/14/06         | 02/25/09     | 905                     | 937                       | (32)                 |
| 10               | PRAXAIR INC                          | P - Purchase                 | 11/14/06         | 05/01/09     | 747                     | 625                       | 122                  |
| 5                | PRAXAIR INC                          | P - Purchase                 | 11/14/06         | 06/01/09     | 355                     | 312                       | 42                   |

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|------------------|--------------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 5                | PRAXAIR INC                          | P - Purchase                 | 11/14/06         | 07/01/09     | 362                     | 312                       | 50                   |
| 4                | PRAXAIR INC                          | P - Purchase                 | 11/14/06         | 08/04/09     | 313                     | 250                       | 63                   |
| 4                | PRAXAIR INC                          | P - Purchase                 | 11/14/08         | 11/23/09     | 332                     | 250                       | 82                   |
| 4                | PRAXAIR INC                          | P - Purchase                 | 11/14/06         | 12/28/09     | 322                     | 250                       | 72                   |
| 8                | PRAXAIR INC                          | P - Purchase                 | 11/14/06         | 10/01/09     | 646                     | 500                       | 146                  |
| 18               | QUALCOMM INC                         | P - Purchase                 | 11/21/07         | 03/27/09     | 702                     | 745                       | (43)                 |
| 12               | QUALCOMM INC                         | P - Purchase                 | 11/21/07         | 06/01/09     | 514                     | 497                       | 18                   |
| 10               | QUALCOMM INC                         | P - Purchase                 | 11/21/07         | 07/01/09     | 459                     | 414                       | 45                   |
| 5                | QUALCOMM INC                         | P - Purchase                 | 03/26/08         | 07/01/09     | 230                     | 201                       | 28                   |
| 9                | QUALCOMM INC                         | P - Purchase                 | 03/26/08         | 08/04/09     | 415                     | 362                       | 52                   |
| 90               | QUALCOMM INC                         | P - Purchase                 | 03/26/08         | 11/23/09     | 4,091                   | 3,625                     | 466                  |
| 12               | QUALCOMM INC                         | P - Purchase                 | 03/26/08         | 12/28/09     | 554                     | 483                       | 70                   |
| 14               | QUALCOMM INC                         | P - Purchase                 | 03/26/08         | 10/01/09     | 616                     | 564                       | 52                   |
| 4                | STARWOOD HOTELS & RESORTS WW         | P - Purchase                 | 10/20/08         | 11/23/09     | 129                     | 83                        | 45                   |
| 3                | STARWOOD HOTELS & RESORTS WW         | P - Purchase                 | 10/20/08         | 12/28/09     | 111                     | 62                        | 49                   |
| 5                | TRANSOCEAN LTD                       | P - Purchase                 | 12/07/07         | 02/25/09     | 294                     | 667                       | (374)                |
| 6                | TRANSOCEAN LTD                       | P - Purchase                 | 12/07/07         | 03/27/09     | 363                     | 801                       | (438)                |
| 51               | TRANSOCEAN LTD                       | P - Purchase                 | 12/12/07         | 03/27/09     | 3,086                   | 7,097                     | (4,011)              |
| 1                | TRANSOCEAN LTD                       | P - Purchase                 | 12/12/07         | 06/01/09     | 78                      | 139                       | (61)                 |
| 9                | TRANSOCEAN LTD                       | P - Purchase                 | 12/24/07         | 06/01/09     | 700                     | 1,308                     | (608)                |
| 10               | TRANSOCEAN LTD                       | P - Purchase                 | 12/24/07         | 07/01/09     | 756                     | 1,454                     | (697)                |
| 9                | TRANSOCEAN LTD                       | P - Purchase                 | 12/24/07         | 08/04/09     | 724                     | 1,308                     | (585)                |
| 8                | TRANSOCEAN LTD                       | P - Purchase                 | 01/09/08         | 11/23/09     | 680                     | 1,116                     | (436)                |
| 8                | TRANSOCEAN LTD                       | P - Purchase                 | 01/09/08         | 12/28/09     | 677                     | 1,116                     | (439)                |
| 13               | TRANSOCEAN LTD                       | P - Purchase                 | 01/09/08         | 10/01/09     | 1,105                   | 1,814                     | (709)                |
| 5                | TRANSOCEAN LTD                       | P - Purchase                 | 12/24/07         | 10/01/09     | 425                     | 727                       | (302)                |
| 7                | TRANSOCEAN LTD                       | P - Purchase                 | 01/09/08         | 10/27/09     | 615                     | 977                       | (362)                |
| 13               | UNION PACIFIC CORP                   | P - Purchase                 | 05/23/06         | 02/25/09     | 512                     | 602                       | (90)                 |
| 20               | UNION PACIFIC CORP                   | P - Purchase                 | 05/23/06         | 02/25/09     | 769                     | 927                       | (157)                |
| 100              | UNION PACIFIC CORP                   | P - Purchase                 | 05/23/06         | 03/27/09     | 4,280                   | 4,633                     | (353)                |
| 26               | UNION PACIFIC CORP                   | P - Purchase                 | 05/23/06         | 05/01/09     | 1,279                   | 1,205                     | 74                   |
| 12               | UNION PACIFIC CORP                   | P - Purchase                 | 05/23/06         | 06/01/09     | 547                     | 556                       | (9)                  |
| 10               | UNION PACIFIC CORP                   | P - Purchase                 | 05/23/06         | 07/01/09     | 525                     | 463                       | 62                   |
| 14               | UNION PACIFIC CORP                   | P - Purchase                 | 05/23/06         | 08/04/09     | 841                     | 649                       | 192                  |
| 70               | UNION PACIFIC CORP                   | P - Purchase                 | 05/23/06         | 11/23/09     | 4,616                   | 3,243                     | 1,373                |
| 10               | UNION PACIFIC CORP                   | P - Purchase                 | 05/23/06         | 12/28/09     | 655                     | 463                       | 192                  |
| 21               | UNION PACIFIC CORP                   | P - Purchase                 | 05/23/06         | 10/01/09     | 1,238                   | 973                       | 265                  |
| 18               | US BANCORPORATION                    | P - Purchase                 | 09/03/08         | 11/23/09     | 422                     | 585                       | (164)                |
| 13               | US BANCORPORATION                    | P - Purchase                 | 12/03/08         | 12/28/09     | 292                     | 332                       | (40)                 |
| 227              | US BANCORPORATION                    | P - Purchase                 | 09/03/08         | 12/03/09     | 5,336                   | 7,379                     | (2,043)              |
| 260              | US BANCORPORATION                    | P - Purchase                 | 10/03/08         | 12/03/09     | 6,112                   | 9,346                     | (3,234)              |
| 260              | US BANCORPORATION                    | P - Purchase                 | 11/05/08         | 12/03/09     | 6,112                   | 7,977                     | (1,865)              |
| 21               | US BANCORPORATION                    | P - Purchase                 | 09/03/08         | 10/27/09     | 508                     | 683                       | (174)                |
| 199              | VISA INC                             | P - Purchase                 | 04/30/08         | 06/22/09     | 12,390                  | 16,568                    | (4,177)              |
| 25               | VISA INC                             | P - Purchase                 | 06/16/08         | 06/22/09     | 1,557                   | 2,070                     | (513)                |
| 11               | VISA INC                             | P - Purchase                 | 04/30/08         | 06/01/09     | 727                     | 916                       | (189)                |
| 150              | VISA INC                             | P - Purchase                 | 07/30/08         | 07/31/09     | 9,848                   | 11,673                    | (1,825)              |
| 6                | VISA INC                             | P - Purchase                 | 10/03/08         | 11/02/09     | 480                     | 347                       | 133                  |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
**2009 FORM 990-PF**  
**TIN#: 76-680130**

**SCHEDULE D**

| Qty of<br>Shares | Long term gain/(loss)<br>Description | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|--------------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
|                  |                                      |                              |                  |              |                         |                           |                      |
| 8                | VISA INC                             | P - Purchase                 | 10/03/08         | 12/28/09     | 691                     | 462                       | 229                  |
| 161              | VISA INC                             | P - Purchase                 | 10/03/08         | 12/21/09     | 14,014                  | 9,304                     | 4,709                |
| 193              | VISA INC                             | P - Purchase                 | 10/03/08         | 12/16/09     | 16,848                  | 11,153                    | 5,695                |
| 5                | VISA INC                             | P - Purchase                 | 10/03/08         | 10/06/09     | 343                     | 289                       | 54                   |
| 28               | VISA INC                             | P - Purchase                 | 09/02/08         | 10/06/09     | 1,919                   | 2,093                     | (174)                |
| 3                | VISA INC                             | P - Purchase                 | 10/03/08         | 10/27/09     | 222                     | 173                       | 49                   |
| 52               | YUM! BRANDS INC                      | P - Purchase                 | 05/23/06         | 02/25/09     | 1,468                   | 1,357                     | 111                  |
| 36               | YUM! BRANDS INC                      | P - Purchase                 | 05/23/06         | 05/01/09     | 1,202                   | 940                       | 262                  |
| 18               | YUM! BRANDS INC                      | P - Purchase                 | 05/23/06         | 06/01/09     | 608                     | 470                       | 139                  |
| 306              | YUM! BRANDS INC                      | P - Purchase                 | 05/23/06         | 07/17/09     | 10,283                  | 7,987                     | 2,296                |
| 267              | YUM! BRANDS INC                      | P - Purchase                 | 05/23/06         | 07/17/09     | 9,016                   | 6,969                     | 2,047                |
| 15               | YUM! BRANDS INC                      | P - Purchase                 | 05/23/06         | 07/01/09     | 499                     | 392                       | 108                  |
| 12               | YUM! BRANDS INC                      | P - Purchase                 | 05/23/06         | 08/04/09     | 434                     | 313                       | 121                  |
| 534              | YUM! BRANDS INC                      | P - Purchase                 | 05/23/06         | 07/30/09     | 18,863                  | 13,938                    | 4,926                |
| 265              | YUM! BRANDS INC                      | P - Purchase                 | 05/23/06         | 09/16/09     | 8,913                   | 6,917                     | 1,996                |
| 48               | YUM! BRANDS INC                      | P - Purchase                 | 08/04/08         | 11/02/09     | 1,588                   | 1,718                     | (131)                |
| 260              | YUM! BRANDS INC                      | P - Purchase                 | 09/02/08         | 11/02/09     | 8,601                   | 9,702                     | (1,101)              |
| 255              | YUM! BRANDS INC                      | P - Purchase                 | 10/03/08         | 11/02/09     | 8,435                   | 7,936                     | 500                  |
| 45               | YUM! BRANDS INC                      | P - Purchase                 | 07/02/08         | 10/30/09     | 1,490                   | 1,598                     | (108)                |
| 227              | YUM! BRANDS INC                      | P - Purchase                 | 08/04/08         | 10/30/09     | 7,514                   | 8,126                     | (612)                |
| 167              | YUM! BRANDS INC                      | P - Purchase                 | 05/23/06         | 10/28/09     | 5,627                   | 4,359                     | 1,268                |
| 15               | YUM! BRANDS INC                      | P - Purchase                 | 03/06/08         | 10/28/09     | 505                     | 539                       | (34)                 |
| 155              | YUM! BRANDS INC                      | P - Purchase                 | 06/16/08         | 10/28/09     | 5,222                   | 5,878                     | (655)                |
| 215              | YUM! BRANDS INC                      | P - Purchase                 | 07/02/08         | 10/28/09     | 7,244                   | 7,635                     | (391)                |
| 556              | YUM! BRANDS INC                      | P - Purchase                 | 05/23/06         | 10/16/09     | 19,486                  | 14,512                    | 4,974                |
| 2                | APPLE INC                            | P - Purchase                 | 04/25/08         | 05/01/09     | 251                     | 337                       | (86)                 |
| 18               | APPLE INC                            | P - Purchase                 | 04/25/08         | 06/12/09     | 2,456                   | 3,036                     | (581)                |
| 13               | APPLE INC                            | P - Purchase                 | 04/25/08         | 07/20/09     | 1,998                   | 2,193                     | (195)                |
| 25               | APPLE INC                            | P - Purchase                 | 04/29/08         | 07/20/09     | 3,843                   | 4,270                     | (427)                |
| 19               | APPLE INC                            | P - Purchase                 | 05/02/08         | 07/20/09     | 2,921                   | 3,423                     | (503)                |
| 10               | APPLE INC                            | P - Purchase                 | 06/16/08         | 07/20/09     | 1,537                   | 1,767                     | (229)                |
| 31               | APPLE INC                            | P - Purchase                 | 06/17/08         | 07/20/09     | 4,765                   | 5,564                     | (799)                |
| 11               | APPLE INC                            | P - Purchase                 | 06/18/08         | 07/20/09     | 1,691                   | 1,974                     | (283)                |
| 1                | APPLE INC                            | P - Purchase                 | 06/18/08         | 08/04/09     | 165                     | 179                       | (15)                 |
| 1                | APPLE INC                            | P - Purchase                 | 06/18/08         | 11/23/09     | 204                     | 179                       | 25                   |
| 7                | APPLE INC                            | P - Purchase                 | 06/18/08         | 12/16/09     | 1,370                   | 1,256                     | 114                  |
| 20               | APPLE INC                            | P - Purchase                 | 07/02/08         | 12/16/09     | 3,915                   | 3,426                     | 489                  |
| 9                | APPLE INC                            | P - Purchase                 | 07/24/08         | 12/16/09     | 1,762                   | 1,451                     | 311                  |
|                  | APPLE INC                            | P - Purchase                 | 07/18/08         | 10/01/09     | 555                     | 538                       | 17                   |
| 3                | COSTCO WHOLESALE CORP                | P - Purchase                 | 03/26/08         | 05/01/09     | 146                     | 199                       | (53)                 |
| 5                | COSTCO WHOLESALE CORP                | P - Purchase                 | 03/26/08         | 08/04/09     | 247                     | 332                       | (85)                 |
| 47               | COSTCO WHOLESALE CORP                | P - Purchase                 | 07/23/08         | 09/28/09     | 2,653                   | 2,970                     | (317)                |
| 5                | COSTCO WHOLESALE CORP                | P - Purchase                 | 07/02/08         | 09/28/09     | 282                     | 363                       | (80)                 |
| 5                | COSTCO WHOLESALE CORP                | P - Purchase                 | 06/16/08         | 09/28/09     | 282                     | 352                       | (70)                 |
| 11               | COSTCO WHOLESALE CORP                | P - Purchase                 | 04/25/08         | 09/28/09     | 621                     | 782                       | (161)                |
| 20               | COSTCO WHOLESALE CORP                | P - Purchase                 | 04/24/08         | 09/28/09     | 1,129                   | 1,405                     | (276)                |
| 25               | COSTCO WHOLESALE CORP                | P - Purchase                 | 03/26/08         | 09/28/09     | 1,411                   | 1,659                     | (248)                |
| 20               | COSTCO WHOLESALE CORP                | P - Purchase                 | 09/02/08         | 09/30/09     | 1,120                   | 1,365                     | (245)                |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
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**SCHEDULE D**

| Qty of<br>Shares | Long term gain/(loss)<br>Description | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|--------------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 34               | COSTCO WHOLESALE CORP                | P - Purchase                 | 08/06/08         | 09/30/09     | 1,904                   | 2,233                     | (329)                |
| 20               | COSTCO WHOLESALE CORP                | P - Purchase                 | 08/04/08         | 09/30/09     | 1,120                   | 1,257                     | (137)                |
| 36               | COSTCO WHOLESALE CORP                | P - Purchase                 | 07/30/08         | 09/30/09     | 2,016                   | 2,261                     | (245)                |
| 11               | COSTCO WHOLESALE CORP                | P - Purchase                 | 07/30/08         | 09/30/09     | 616                     | 690                       | (74)                 |
| 17               | COSTCO WHOLESALE CORP                | P - Purchase                 | 07/28/08         | 09/30/09     | 952                     | 1,039                     | (87)                 |
| 13               | COSTCO WHOLESALE CORP                | P - Purchase                 | 07/28/08         | 09/30/09     | 736                     | 795                       | (59)                 |
| 37               | COSTCO WHOLESALE CORP                | P - Purchase                 | 07/23/08         | 09/30/09     | 2,093                   | 2,338                     | (245)                |
| 13               | CVS CAREMARK CORP                    | P - Purchase                 | 05/25/07         | 02/25/09     | 349                     | 504                       | (155)                |
| 28               | CVS CAREMARK CORP                    | P - Purchase                 | 05/25/07         | 03/27/09     | 790                     | 1,085                     | (295)                |
| 155              | CVS CAREMARK CORP                    | P - Purchase                 | 05/25/07         | 05/05/09     | 4,884                   | 6,005                     | (1,121)              |
| 8                | CVS CAREMARK CORP                    | P - Purchase                 | 05/25/07         | 05/01/09     | 254                     | 310                       | (56)                 |
| 11               | CVS CAREMARK CORP                    | P - Purchase                 | 05/25/07         | 08/04/09     | 373                     | 426                       | (53)                 |
| 14               | CVS CAREMARK CORP                    | P - Purchase                 | 06/16/08         | 09/24/09     | 494                     | 597                       | (103)                |
| 40               | CVS CAREMARK CORP                    | P - Purchase                 | 07/02/08         | 09/24/09     | 1,412                   | 1,551                     | (139)                |
| 40               | CVS CAREMARK CORP                    | P - Purchase                 | 08/04/08         | 09/24/09     | 1,412                   | 1,451                     | (39)                 |
| 40               | CVS CAREMARK CORP                    | P - Purchase                 | 09/02/08         | 09/24/09     | 1,412                   | 1,480                     | (68)                 |
| 43               | CVS CAREMARK CORP                    | P - Purchase                 | 05/25/07         | 09/23/09     | 1,562                   | 1,666                     | (103)                |
| 49               | CVS CAREMARK CORP                    | P - Purchase                 | 01/23/08         | 09/23/09     | 1,780                   | 1,813                     | (33)                 |
| 21               | CVS CAREMARK CORP                    | P - Purchase                 | 06/16/08         | 09/23/09     | 763                     | 895                       | (132)                |
| 103              | CVS CAREMARK CORP                    | P - Purchase                 | 05/25/07         | 09/18/09     | 3,711                   | 3,990                     | (280)                |
| 322              | GENENTECH INC                        | P - Purchase                 | 05/23/06         | 03/26/09     | 30,590                  | 25,477                    | 5,113                |
| 6                | GENENTECH INC                        | P - Purchase                 | 05/23/06         | 02/25/09     | 527                     | 475                       | 52                   |
| 4                | GENL DYNAMICS CORP                   | P - Purchase                 | 05/23/06         | 02/25/09     | 189                     | 255                       | (66)                 |
| 5                | GENL DYNAMICS CORP                   | P - Purchase                 | 05/23/06         | 05/01/09     | 259                     | 319                       | (60)                 |
| 7                | GENL DYNAMICS CORP                   | P - Purchase                 | 05/23/07         | 08/04/09     | 394                     | 446                       | (52)                 |
| 3                | GENL DYNAMICS CORP                   | P - Purchase                 | 05/23/06         | 11/23/06     | 202                     | 191                       | 11                   |
| 5                | GENL DYNAMICS CORP                   | P - Purchase                 | 05/23/06         | 10/01/09     | 320                     | 319                       | 1                    |
| 12               | GOLDMAN SACHS GROUP INC              | P - Purchase                 | 10/03/07         | 01/20/09     | 782                     | 2,744                     | (1,962)              |
| 5                | GOLDMAN SACHS GROUP INC              | P - Purchase                 | 11/05/08         | 11/23/09     | 858                     | 448                       | 410                  |
| 34               | GOLDMAN SACHS GROUP INC              | P - Purchase                 | 09/19/08         | 11/10/09     | 5,984                   | 4,506                     | 1,478                |
| 35               | GOLDMAN SACHS GROUP INC              | P - Purchase                 | 10/03/08         | 11/10/09     | 6,160                   | 4,665                     | 1,495                |
| 9                | GOLDMAN SACHS GROUP INC              | P - Purchase                 | 11/05/08         | 11/10/09     | 1,584                   | 806                       | 778                  |
| 1                | GOLDMAN SACHS GROUP INC              | P - Purchase                 | 11/05/08         | 12/03/09     | 167                     | 90                        | 77                   |
| 40               | GOLDMAN SACHS GROUP INC              | P - Purchase                 | 11/25/08         | 12/03/09     | 6,671                   | 2,819                     | 3,852                |
| 3                | GOLDMAN SACHS GROUP INC              | P - Purchase                 | 09/19/08         | 10/01/09     | 550                     | 398                       | 152                  |
| 4                | GOLDMAN SACHS GROUP INC              | P - Purchase                 | 09/19/08         | 10/27/09     | 715                     | 530                       | 185                  |
| 1                | GOOGLE INC                           | P - Purchase                 | 10/30/08         | 11/23/09     | 582                     | 362                       | 220                  |
| 53               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 05/23/06         | 03/13/09     | 3,248                   | 3,897                     | (649)                |
| 8                | LOCKHEED MARTIN CORP                 | P - Purchase                 | 05/23/06         | 02/25/09     | 572                     | 588                       | (16)                 |
| 83               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 05/23/06         | 04/08/09     | 5,999                   | 6,103                     | (104)                |
| 3                | LOCKHEED MARTIN CORP                 | P - Purchase                 | 05/23/06         | 03/27/09     | 213                     | 221                       | (8)                  |
| 21               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 05/23/06         | 05/06/09     | 1,673                   | 1,544                     | 129                  |
| 2                | LOCKHEED MARTIN CORP                 | P - Purchase                 | 05/23/06         | 05/01/09     | 157                     | 147                       | 10                   |
| 34               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 09/01/06         | 07/21/09     | 2,576                   | 2,844                     | (268)                |
| 4                | LOCKHEED MARTIN CORP                 | P - Purchase                 | 09/08/06         | 07/21/09     | 303                     | 335                       | (32)                 |
| 46               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 09/08/06         | 07/21/09     | 3,480                   | 3,850                     | (371)                |
| 10               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 10/02/07         | 07/21/09     | 756                     | 1,098                     | (342)                |
| 3                | LOCKHEED MARTIN CORP                 | P - Purchase                 | 06/16/08         | 07/21/09     | 227                     | 308                       | (81)                 |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
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**SCHEDULE D**

| Qty of<br>Shares | Long term gain/(loss)<br>Description | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|--------------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
| 19               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 05/23/06         | 07/17/09     | 1,536                   | 1,397                     | 139                  |
| 5                | LOCKHEED MARTIN CORP                 | P - Purchase                 | 08/10/06         | 07/17/09     | 404                     | 408                       | (3)                  |
| 13               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 09/01/06         | 07/17/09     | 1,051                   | 1,087                     | (36)                 |
| 21               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 06/16/08         | 08/06/09     | 1,574                   | 2,156                     | (582)                |
| 30               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 07/02/08         | 08/06/09     | 2,249                   | 3,015                     | (766)                |
| 30               | LOCKHEED MARTIN CORP                 | P - Purchase                 | 08/04/08         | 08/06/09     | 2,249                   | 3,138                     | (889)                |
| 1                | LOCKHEED MARTIN CORP                 | P - Purchase                 | 06/16/08         | 08/04/09     | 75                      | 103                       | (27)                 |
| 316              | LOWES COMPANIES                      | P - Purchase                 | 05/23/06         | 02/24/09     | 4,857                   | 9,409                     | (4,552)              |
| 5                | LOWES COMPANIES                      | P - Purchase                 | 05/23/06         | 02/25/09     | 78                      | 149                       | (71)                 |
| 109              | LOWES COMPANIES                      | P - Purchase                 | 05/23/06         | 03/27/09     | 2,026                   | 3,246                     | (1,219)              |
| 1                | LOWES COMPANIES                      | P - Purchase                 | 05/23/06         | 05/01/09     | 22                      | 30                        | (8)                  |
| 18               | LOWES COMPANIES                      | P - Purchase                 | 06/16/08         | 08/18/09     | 359                     | 435                       | (76)                 |
| 40               | LOWES COMPANIES                      | P - Purchase                 | 07/02/08         | 08/18/09     | 798                     | 816                       | (18)                 |
| 45               | LOWES COMPANIES                      | P - Purchase                 | 08/04/08         | 08/18/09     | 898                     | 927                       | (30)                 |
| 14               | LOWES COMPANIES                      | P - Purchase                 | 06/16/08         | 08/04/09     | 316                     | 339                       | (23)                 |
| 1                | MASTERCARD INC                       | P - Purchase                 | 03/13/07         | 02/25/09     | 165                     | 103                       | 62                   |
| 1                | MASTERCARD INC                       | P - Purchase                 | 03/13/07         | 05/01/09     | 182                     | 103                       | 79                   |
| 5                | MASTERCARD INC                       | P - Purchase                 | 08/14/07         | 06/11/09     | 866                     | 666                       | 200                  |
| 19               | MASTERCARD INC                       | P - Purchase                 | 03/13/07         | 06/10/09     | 3,298                   | 1,957                     | 1,341                |
| 21               | MASTERCARD INC                       | P - Purchase                 | 08/14/07         | 06/10/09     | 3,645                   | 2,799                     | 846                  |
| 4                | MASTERCARD INC                       | P - Purchase                 | 08/14/07         | 07/06/09     | 662                     | 533                       | 129                  |
| 15               | MASTERCARD INC                       | P - Purchase                 | 10/02/07         | 07/06/09     | 2,483                   | 2,313                     | 170                  |
| 3                | MASTERCARD INC                       | P - Purchase                 | 07/02/08         | 08/04/09     | 604                     | 760                       | (156)                |
| 18               | MASTERCARD INC                       | P - Purchase                 | 10/02/07         | 07/31/09     | 3,506                   | 2,776                     | 731                  |
| 5                | MASTERCARD INC                       | P - Purchase                 | 03/06/08         | 07/31/09     | 974                     | 951                       | 23                   |
| 1                | MASTERCARD INC                       | P - Purchase                 | 03/25/08         | 07/31/09     | 195                     | 229                       | (34)                 |
| 15               | MASTERCARD INC                       | P - Purchase                 | 06/16/08         | 07/31/09     | 2,922                   | 4,433                     | (1,511)              |
| 12               | MASTERCARD INC                       | P - Purchase                 | 07/02/08         | 07/31/09     | 2,338                   | 3,042                     | (704)                |
| 1                | MASTERCARD INC                       | P - Purchase                 | 08/04/08         | 11/23/09     | 235                     | 230                       | 5                    |
| 1                | MASTERCARD INC                       | P - Purchase                 | 08/04/08         | 10/01/09     | 201                     | 230                       | (29)                 |
| 16               | MCDONALDS CORP                       | P - Purchase                 | 05/15/07         | 02/25/09     | 881                     | 822                       | 58                   |
| 73               | MCDONALDS CORP                       | P - Purchase                 | 05/15/07         | 05/01/09     | 3,897                   | 3,751                     | 145                  |
| 87               | MCDONALDS CORP                       | P - Purchase                 | 05/16/07         | 05/01/09     | 4,644                   | 4,470                     | 174                  |
| 3                | MCDONALDS CORP                       | P - Purchase                 | 05/18/07         | 05/01/09     | 160                     | 156                       | 4                    |
| 80               | MCDONALDS CORP                       | P - Purchase                 | 05/22/07         | 08/04/09     | 4,399                   | 4,202                     | 197                  |
| 71               | MCDONALDS CORP                       | P - Purchase                 | 06/26/07         | 08/04/09     | 1,155                   | 1,086                     | 69                   |
| 39               | MCDONALDS CORP                       | P - Purchase                 | 05/18/07         | 07/31/09     | 2,146                   | 2,027                     | 118                  |
| 91               | MCDONALDS CORP                       | P - Purchase                 | 05/21/07         | 07/31/09     | 5,006                   | 4,739                     | 268                  |
| 10               | MCDONALDS CORP                       | P - Purchase                 | 05/22/07         | 07/31/09     | 550                     | 525                       | 25                   |
| 17               | MCDONALDS CORP                       | P - Purchase                 | 06/26/07         | 09/14/09     | 919                     | 879                       | 40                   |
| 55               | MCDONALDS CORP                       | P - Purchase                 | 07/02/07         | 09/14/09     | 2,973                   | 2,819                     | 155                  |
| 23               | MCDONALDS CORP                       | P - Purchase                 | 10/04/07         | 09/14/09     | 1,243                   | 1,289                     | (46)                 |
| 23               | MCDONALDS CORP                       | P - Purchase                 | 06/26/07         | 09/11/09     | 1,248                   | 1,189                     | 59                   |
| 3                | MCDONALDS CORP                       | P - Purchase                 | 10/05/07         | 11/23/08     | 192                     | 168                       | 24                   |
| 1                | MCDONALDS CORP                       | P - Purchase                 | 10/05/07         | 10/01/09     | 57                      | 56                        | 1                    |
| 2                | MCDONALDS CORP                       | P - Purchase                 | 10/04/07         | 10/01/09     | 114                     | 112                       | 2                    |
| 3                | MCDONALDS CORP                       | P - Purchase                 | 10/05/07         | 10/27/09     | 176                     | 168                       | 8                    |
| 34               | MONSANTO CO NEW                      | P - Purchase                 | 08/22/06         | 02/24/09     | 2,637                   | 1,598                     | 1,039                |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
**2009 FORM 990-PF**  
**TIN#: 76-680130**

**SCHEDULE D**

| Qty of<br>Shares | Long term gain/(loss)<br>Description | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|------------------|--------------------------------------|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
|                  |                                      |                              |                  |              |                         |                           |                      |
| 22               | MONSANTO CO NEW                      | P - Purchase                 | 08/24/06         | 02/24/09     | 1,706                   | 1,034                     | 673                  |
| 3                | MONSANTO CO NEW                      | P - Purchase                 | 08/24/06         | 02/25/09     | 232                     | 141                       | 91                   |
| 10               | MONSANTO CO NEW                      | P - Purchase                 | 08/24/06         | 03/27/09     | 857                     | 470                       | 388                  |
| 26               | MONSANTO CO NEW                      | P - Purchase                 | 09/06/06         | 05/19/09     | 2,328                   | 1,242                     | 1,086                |
| 37               | MONSANTO CO NEW                      | P - Purchase                 | 10/13/06         | 05/19/09     | 3,313                   | 1,695                     | 1,618                |
| 2                | MONSANTO CO NEW                      | P - Purchase                 | 08/24/06         | 05/12/09     | 180                     | 94                        | 86                   |
| 44               | MONSANTO CO NEW                      | P - Purchase                 | 09/01/06         | 05/12/09     | 3,963                   | 2,103                     | 1,860                |
| 19               | MONSANTO CO NEW                      | P - Purchase                 | 09/06/06         | 05/12/09     | 1,711                   | 908                       | 804                  |
| 3                | MONSANTO CO NEW                      | P - Purchase                 | 08/24/06         | 05/01/09     | 254                     | 141                       | 113                  |
| 30               | MONSANTO CO NEW                      | P - Purchase                 | 07/02/08         | 07/21/09     | 2,429                   | 3,614                     | (1,185)              |
| 51               | MONSANTO CO NEW                      | P - Purchase                 | 10/13/06         | 07/06/09     | 3,738                   | 2,336                     | 1,402                |
| 35               | MONSANTO CO NEW                      | P - Purchase                 | 06/16/08         | 07/06/09     | 2,565                   | 4,796                     | (2,231)              |
| 5                | MONSANTO CO NEW                      | P - Purchase                 | 10/03/08         | 10/06/09     | 375                     | 424                       | (49)                 |
| 6                | NIKE INC                             | P - Purchase                 | 07/10/08         | 08/04/09     | 343                     | 333                       | 10                   |
| 2                | NIKE INC                             | P - Purchase                 | 07/10/08         | 11/23/09     | 128                     | 111                       | 17                   |
| 4                | NIKE INC                             | P - Purchase                 | 07/10/08         | 10/01/09     | 256                     | 222                       | 34                   |
| 55               | NORFOLK STHN CORP                    | P - Purchase                 | 02/01/08         | 03/10/09     | 1,523                   | 3,042                     | (1,519)              |
| 4                | NORFOLK STHN CORP                    | P - Purchase                 | 02/01/08         | 02/25/09     | 132                     | 221                       | (89)                 |
| 3                | NORFOLK STHN CORP                    | P - Purchase                 | 02/01/08         | 03/27/09     | 104                     | 166                       | (62)                 |
| 19               | NORFOLK STHN CORP                    | P - Purchase                 | 02/01/08         | 05/12/09     | 687                     | 1,051                     | (364)                |
| 12               | NORFOLK STHN CORP                    | P - Purchase                 | 02/11/08         | 05/12/09     | 434                     | 658                       | (224)                |
| 3                | NORFOLK STHN CORP                    | P - Purchase                 | 02/01/08         | 05/01/09     | 107                     | 166                       | (59)                 |
| 6                | NORFOLK STHN CORP                    | P - Purchase                 | 02/11/08         | 08/04/09     | 265                     | 329                       | (64)                 |
| 2                | NORFOLK STHN CORP                    | P - Purchase                 | 02/11/08         | 11/23/09     | 104                     | 110                       | (6)                  |
| 4                | NORFOLK STHN CORP                    | P - Purchase                 | 02/11/08         | 10/01/09     | 173                     | 219                       | (46)                 |
| 3                | PETROLEO BRASILEIRO SA               | P - Purchase                 | 10/14/08         | 11/23/09     | 153                     | 97                        | 56                   |
| 3                | PRAXAIR INC                          | P - Purchase                 | 11/14/06         | 02/25/09     | 181                     | 187                       | (7)                  |
| 3                | PRAXAIR INC                          | P - Purchase                 | 11/14/06         | 05/01/09     | 224                     | 187                       | 37                   |
| 3                | PRAXAIR INC                          | P - Purchase                 | 11/14/06         | 08/04/09     | 235                     | 187                       | 48                   |
| 1                | PRAXAIR INC                          | P - Purchase                 | 11/14/06         | 11/23/09     | 83                      | 62                        | 21                   |
| 3                | PRAXAIR INC                          | P - Purchase                 | 11/14/06         | 10/01/09     | 242                     | 187                       | 55                   |
| 5                | QUALCOMM INC                         | P - Purchase                 | 11/21/07         | 03/27/09     | 195                     | 207                       | (12)                 |
| 6                | QUALCOMM INC                         | P - Purchase                 | 11/21/07         | 05/01/09     | 253                     | 248                       | 5                    |
| 7                | QUALCOMM INC                         | P - Purchase                 | 11/21/07         | 08/04/09     | 323                     | 290                       | 33                   |
| 3                | QUALCOMM INC                         | P - Purchase                 | 03/26/08         | 08/04/09     | 138                     | 121                       | 17                   |
| 27               | QUALCOMM INC                         | P - Purchase                 | 03/26/08         | 11/23/09     | 1,227                   | 1,087                     | 140                  |
| 4                | QUALCOMM INC                         | P - Purchase                 | 03/26/08         | 10/01/09     | 176                     | 161                       | 15                   |
| 1                | STARWOOD HOTELS & RESORTS WW         | P - Purchase                 | 10/20/08         | 11/23/09     | 32                      | 21                        | 11                   |
| 2                | TRANSOCEAN LTD                       | P - Purchase                 | 12/07/07         | 02/25/09     | 117                     | 267                       | (150)                |
| 11               | TRANSOCEAN LTD                       | P - Purchase                 | 12/07/07         | 03/27/09     | 666                     | 1,468                     | (803)                |
| 6                | TRANSOCEAN LTD                       | P - Purchase                 | 12/12/07         | 03/27/09     | 363                     | 835                       | (472)                |
| 8                | TRANSOCEAN LTD                       | P - Purchase                 | 12/12/07         | 08/04/09     | 643                     | 1,113                     | (470)                |
| 3                | TRANSOCEAN LTD                       | P - Purchase                 | 12/24/07         | 11/23/09     | 255                     | 436                       | (181)                |
| 4                | TRANSOCEAN LTD                       | P - Purchase                 | 12/24/07         | 10/01/09     | 340                     | 582                       | (242)                |
| 1                | TRANSOCEAN LTD                       | P - Purchase                 | 12/12/07         | 10/01/09     | 85                      | 139                       | (54)                 |
| 2                | TRANSOCEAN LTD                       | P - Purchase                 | 12/24/07         | 10/27/09     | 176                     | 291                       | (115)                |
| 87               | UNION PACIFIC CORP                   | P - Purchase                 | 05/23/06         | 02/25/09     | 3,347                   | 4,073                     | (726)                |
| 4                | UNION PACIFIC CORP                   | P - Purchase                 | 05/23/06         | 02/25/09     | 158                     | 187                       | (30)                 |

**HARRIS AND ELIZA KEMPNER FUND, INC.**  
**2009 FORM 990-PF**  
**TIN#: 76-680130**

**SCHEDULE D**

| Qty of<br>Shares                 | Long term gain/(loss) |  | P - Purchase<br>D - Donation | Date<br>Acquired | Date<br>Sold | Gross<br>Sales<br>Price | Cost<br>or other<br>Basis | Gain<br>or<br>(Loss) |
|----------------------------------|-----------------------|--|------------------------------|------------------|--------------|-------------------------|---------------------------|----------------------|
|                                  | Description           |  |                              |                  |              |                         |                           |                      |
| 29                               | UNION PACIFIC CORP    |  | P - Purchase                 | 05/23/06         | 03/27/09     | 1,241                   | 1,358                     | (117)                |
| 6                                | UNION PACIFIC CORP    |  | P - Purchase                 | 05/23/06         | 05/01/09     | 295                     | 281                       | 14                   |
| 6                                | UNION PACIFIC CORP    |  | P - Purchase                 | 05/23/06         | 10/01/09     | 354                     | 281                       | 73                   |
| 10                               | UNION PACIFIC CORP    |  | P - Purchase                 | 05/23/06         | 08/04/09     | 601                     | 468                       | 132                  |
| 21                               | UNION PACIFIC CORP    |  | P - Purchase                 | 05/22/06         | 11/23/09     | 1,385                   | 983                       | 402                  |
| 5                                | US BANCORP            |  | P - Purchase                 | 09/03/08         | 11/23/09     | 117                     | 163                       | (45)                 |
| 77                               | US BANCORP            |  | P - Purchase                 | 09/03/08         | 12/03/09     | 1,810                   | 2,503                     | (693)                |
| 75                               | US BANCORP            |  | P - Purchase                 | 10/03/08         | 12/03/09     | 1,763                   | 2,696                     | (933)                |
| 65                               | US BANCORP            |  | P - Purchase                 | 11/05/08         | 12/03/09     | 1,528                   | 1,992                     | (464)                |
| 11                               | US BANCORP            |  | P - Purchase                 | 09/03/08         | 10/01/09     | 238                     | 358                       | (120)                |
| 62                               | VISA INC              |  | P - Purchase                 | 04/30/08         | 06/22/09     | 3,860                   | 5,162                     | (1,301)              |
| 5                                | VISA INC              |  | P - Purchase                 | 06/16/08         | 06/22/09     | 311                     | 414                       | (103)                |
| 43                               | VISA INC              |  | P - Purchase                 | 07/30/08         | 07/31/09     | 2,823                   | 3,346                     | (523)                |
| 2                                | VISA INC              |  | P - Purchase                 | 10/03/08         | 11/23/09     | 160                     | 116                       | 44                   |
| 47                               | VISA INC              |  | P - Purchase                 | 10/03/08         | 12/21/09     | 4,091                   | 2,716                     | 1,375                |
| 56                               | VISA INC              |  | P - Purchase                 | 10/03/08         | 12/16/09     | 4,889                   | 3,236                     | 1,652                |
| 3                                | VISA INC              |  | P - Purchase                 | 09/02/08         | 10/01/09     | 208                     | 224                       | (16)                 |
| 5                                | VISA INC              |  | P - Purchase                 | 10/03/08         | 10/06/09     | 343                     | 289                       | 54                   |
| 1                                | VISA INC              |  | P - Purchase                 | 09/02/08         | 10/06/09     | 69                      | 75                        | (6)                  |
| 1                                | VISA INC              |  | P - Purchase                 | 10/03/08         | 10/27/09     | 74                      | 58                        | 16                   |
| 10                               | YUM! BRANDS INC       |  | P - Purchase                 | 05/23/06         | 02/25/09     | 282                     | 263                       | 19                   |
| 8                                | YUM! BRANDS INC       |  | P - Purchase                 | 05/23/06         | 05/01/09     | 267                     | 211                       | 56                   |
| 78                               | YUM! BRANDS INC       |  | P - Purchase                 | 05/23/06         | 07/17/09     | 2,634                   | 2,055                     | 579                  |
| 98                               | YUM! BRANDS INC       |  | P - Purchase                 | 05/23/06         | 07/17/09     | 3,293                   | 2,581                     | 712                  |
| 4                                | YUM! BRANDS INC       |  | P - Purchase                 | 05/23/06         | 08/04/09     | 145                     | 105                       | 39                   |
| 55                               | YUM! BRANDS INC       |  | P - Purchase                 | 05/23/06         | 07/30/09     | 5,475                   | 4,083                     | 1,393                |
| 77                               | YUM! BRANDS INC       |  | P - Purchase                 | 05/23/06         | 09/16/09     | 2,590                   | 2,028                     | 562                  |
| 27                               | YUM! BRANDS INC       |  | P - Purchase                 | 08/04/08         | 11/02/09     | 893                     | 967                       | (73)                 |
| 75                               | YUM! BRANDS INC       |  | P - Purchase                 | 09/02/08         | 11/02/09     | 2,481                   | 2,799                     | (318)                |
| 75                               | YUM! BRANDS INC       |  | P - Purchase                 | 10/03/08         | 11/02/09     | 2,481                   | 2,334                     | 147                  |
| 26                               | YUM! BRANDS INC       |  | P - Purchase                 | 07/02/08         | 10/30/09     | 861                     | 923                       | (63)                 |
| 53                               | YUM! BRANDS INC       |  | P - Purchase                 | 08/04/08         | 10/30/09     | 1,754                   | 1,897                     | (143)                |
| 41                               | YUM! BRANDS INC       |  | P - Purchase                 | 05/23/06         | 10/28/09     | 1,381                   | 1,080                     | 301                  |
| 75                               | YUM! BRANDS INC       |  | P - Purchase                 | 06/16/08         | 10/28/09     | 2,527                   | 2,844                     | (317)                |
| 44                               | YUM! BRANDS INC       |  | P - Purchase                 | 07/02/08         | 10/28/09     | 1,482                   | 1,562                     | (80)                 |
| 162                              | YUM! BRANDS INC       |  | P - Purchase                 | 05/23/06         | 10/16/09     | 5,678                   | 4,267                     | 1,410                |
| <b>TOTAL LONG TERM GAIN/LOSS</b> |                       |  |                              |                  |              | <b>5,711,180</b>        | <b>6,366,514</b>          | <b>(655,334)</b>     |

**SCHEDULE 3**  
**HARRIS & ELIZA KEMPNER FUND**  
76-0680130  
2009 FORM 990-PF

| SHARES OR<br>PAR VALUE                   | DESCRIPTION                            | BOOK VALUE     | MARKET<br>VALUE |
|------------------------------------------|----------------------------------------|----------------|-----------------|
| <b>PAGE 2, PART II, LINE 7</b>           |                                        |                |                 |
|                                          | GALVESTON HISTORICAL FOUNDATION - PRI  | 60,000         | 60,000          |
|                                          | THE GRAND 1894 OPERA HOUSE - PRI       | 159,959        | 159,959         |
|                                          | GALVESTON ARTS CENTER - PRI            | 83,541         | 83,541          |
|                                          | KEMPNER STUDENT LOANS CHG OFF ATTORNEY | 20,485         | 20,485          |
|                                          | KEMPNER OUTSTANDING STUDENT LOANS      | 194,284        | 194,284         |
| <b>TOTAL OTHER NOTES AND RECEIVABLES</b> |                                        | <b>518,269</b> | <b>518,269</b>  |

**PAGE 2, PART II, LINE 10a**

|                                                                   |                                              |                  |                  |
|-------------------------------------------------------------------|----------------------------------------------|------------------|------------------|
| 530,000                                                           | U S TREASURY TIPS 3.50% MATURES 01/15/11     | 657,611          | 682,815          |
| 411,000                                                           | U S TREASURY TIPS 2 375% MATURES 04/15/11    | 442,042          | 460,834          |
| 155,000                                                           | U S TREASURY TIPS 1.875% MATURES 07/15/13    | 171,727          | 192,137          |
| 403,000                                                           | U S TREASURY TIPS 2.50% MATURES 07/15/16     | 437,568          | 469,759          |
| 895,000                                                           | U S TREASURY TIPS 2.625% MATURES 07/15/17    | 908,419          | 1,026,629        |
| 214,000                                                           | U S TREASURY TIPS 1.375% MATURES 07/15/18    | 205,018          | 214,961          |
| 255,000                                                           | U S TREASURY TIPS 2.375% MATURES 01/15/25    | 286,871          | 308,568          |
| 250,000                                                           | U S TREASURY TIPS 1 7500% MATURES 01/15/28   | 248,498          | 247,365          |
| 408,000                                                           | U S TREASURY TIPS 2.500% MATURES 01/15/29    | 409,773          | 440,611          |
| 156,000                                                           | U S TREASURY TIPS 3.50% MATURES 01/15/11     | 193,374          | 200,979          |
| 84,000                                                            | U S TREASURY TIPS 2 375% MATURES 04/15/11    | 89,937           | 94,186           |
| 60,000                                                            | U S TREASURY TIPS 1 875% MATURES 07/15/13    | 67,116           | 74,376           |
| 157,000                                                           | U S TREASURY TIPS 2.625% MATURES 07/15/17    | 160,740          | 180,091          |
| 229,000                                                           | U S TREASURY TIPS 1 375% MATURES 07/15/18    | 221,171          | 230,029          |
| 29,000                                                            | U S TREASURY TIPS 2 375% MATURES 1/15/25     | 30,627           | 35,091           |
| 75,000                                                            | U S TREASURY BOND 1.7500% MATURES 01/15/28   | 74,565           | 74,210           |
| 152,000                                                           | U S TREASURY BOND 2 500% MATURES 01/15/29    | 152,664          | 164,149          |
| 1,479,162                                                         | UBS SELECT TREASURY INSTITUTIONAL FUND 3 90% | 1,479,162        | 1,479,162        |
| 377,528                                                           | UBS SELECT TREASURY INSTITUTIONAL FUND 3.90% | 377,528          | 377,528          |
| <b>TOTAL INVESTMENTS - U S &amp; STATE GOVERNMENT OBLIGATIONS</b> |                                              | <b>6,614,411</b> | <b>6,953,479</b> |

**PAGE 2, PART II, LINE 10b**

|        |                               |         |         |
|--------|-------------------------------|---------|---------|
| 8,400  | ALCOA INC                     | 161,924 | 135,408 |
| 7,000  | ALLSTATE CORPORATION          | 383,031 | 210,280 |
| 4,800  | AMERICAN EAGLE OUTFITTERS INC | 55,407  | 40,752  |
| 18,300 | ANNALY CAPITAL MANAGEMENT INC | 187,899 | 229,888 |
| 15,800 | ARCHER DANIELS MIDLAND CO.    | 178,604 | 294,314 |
| 16,487 | AT&T INC                      | 377,812 | 462,131 |

**SCHEDULE 3**  
**HARRIS & ELIZA KEMPNER FUND**  
76-0680130  
2009 FORM 990-PF

| SHARES OR<br>PAR VALUE | DESCRIPTION                      | BOOK VALUE | MARKET<br>VALUE |
|------------------------|----------------------------------|------------|-----------------|
| 9,918                  | BANK OF AMERICA CORP             | 348,669    | 149,365         |
| 10,000                 | BARCLAYS PLC ADR                 | 424,984    | 176,000         |
| 6,600                  | BLACK BOX CORP                   | 219,938    | 187,044         |
| 5,500                  | BOEING COMPANY                   | 376,638    | 368,084         |
| 1,900                  | CANON INC ADR JAPAN              | 67,155     | 80,408          |
| 6,900                  | CARLISLE COS INC                 | 124,816    | 161,022         |
| 2,800                  | CATERPILLAR INC                  | 35,934     | 62,689          |
| 1,200                  | CONOCOPHILLIPS                   | 173,441    | 219,601         |
| 10,400                 | DOVER CORP                       | 431,120    | 432,744         |
| 7,000                  | DOW CHEMICAL                     | 260,581    | 193,410         |
| 3,700                  | ENSCO INTL INC                   | 63,799     | 91,862          |
| 16,200                 | GANNETT CO                       | 654,051    | 240,570         |
| 8,400                  | GENWORTH FINANCIAL INC CL A      | 230,042    | 95,340          |
| 3,000                  | GRANITE CONSTRUCTION CO INC      | 85,211     | 100,980         |
| 5,500                  | HOME DEPOT INC                   | 200,730    | 159,115         |
| 9,300                  | INGERSOLL RAND CO CL A           | 249,225    | 250,180         |
| 3,050                  | INTL BUSINESS MACH               | 237,777    | 399,245         |
| 1,100                  | JOHNSON & JOHNSON COM            | 62,719     | 70,851          |
| 1,886                  | LINCOLN NATL CORP IND            | 101,152    | 46,924          |
| 14,800                 | MARSH & MCLENNAN COS IN          | 530,135    | 326,784         |
| 1,500                  | MEDTRONIC INC                    | 55,153     | 65,970          |
| 18,500                 | NIPPON TELEG & TEL CORP SPON ADR | 404,630    | 365,190         |
| 9,200                  | NINTENDO LTD ADR NEW JAPAN ADR   | 287,072    | 272,256         |
| 22,500                 | NOKIA CORP SPONS ADR FINLAND ADR | 388,896    | 289,125         |
| 2,100                  | NORTHROP GRUMMAN CORP            | 84,037     | 117,285         |
| 2,600                  | NOVARTIS AG SPON ADR             | 103,914    | 141,518         |
| 3,400                  | PENNEY J C CO INC (HLDG CO)      | 159,596    | 90,474          |
| 3,100                  | PPG INDUSTRIES INC               | 164,743    | 181,474         |
| 3,100                  | RENAISSANCERE HOLDINGS LTD       | 128,146    | 148,820         |
| 4,800                  | STAPLES INC                      | 83,840     | 118,032         |
| 12,400                 | STHN UNION COS NEW               | 269,743    | 281,480         |
| 28,900                 | TECHNITROL INC                   | 450,580    | 126,582         |
| 2,200                  | TEVA PHARMACEUTICALS IND LTD     | 70,403     | 123,596         |
| 8,855                  | VERIZON COMMUNICATIONS           | 311,104    | 293,366         |
| 3,900                  | WAL MART STORES INC              | 193,281    | 208,455         |
| 8,330                  | XL CAPITAL LTD CL A              | 516,741    | 152,689         |
| 1,800                  | ALCOA INC                        | 38,744     | 29,016          |
| 1,940                  | ALLSTATE CORPORATION             | 106,411    | 58,278          |
| 600                    | AMERICAN EAGLE OUTFITTERS INC    | 13,853     | 10,188          |

**SCHEDULE 3**  
**HARRIS & ELIZA KEMPNER FUND**  
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| SHARES OR<br>PAR VALUE | DESCRIPTION                      | BOOK VALUE | MARKET<br>VALUE |
|------------------------|----------------------------------|------------|-----------------|
| 3,650                  | ANNALY CAPITAL MANAGEMENT INC    | 51,769     | 63,328          |
| 2,400                  | ARCHER DANIELS MIDLAND CO        | 47,089     | 75,144          |
| 4,687                  | AT & T INC                       | 116,028    | 131,377         |
| 2,742                  | BANK OF AMERICA CORP             | 97,945     | 41,295          |
| 2,650                  | BARCLAYS PLC ADR                 | 114,082    | 46,640          |
| 1,800                  | BLACK BOX CORP                   | 60,234     | 51,012          |
| 1,795                  | BOEING COMPANY                   | 98,951     | 97,163          |
| 550                    | CANON INC ADR JAPAN              | 19,442     | 23,276          |
| 1,200                  | CARLISLE COS INC.                | 31,933     | 41,112          |
| 255                    | CATERPILLAR INC                  | 8,332      | 14,532          |
| 1,120                  | CONOCOPHILLIPS                   | 45,787     | 57,198          |
| 2,600                  | DOVER CORP                       | 110,480    | 108,186         |
| 1,900                  | DOW CHEMICAL                     | 69,820     | 52,497          |
| 500                    | ENSCO INTL INC                   | 14,014     | 19,970          |
| 4,310                  | GANNETT CO                       | 174,290    | 64,004          |
| 2,300                  | GENWORTH FINANCIAL INC CL A      | 63,045     | 26,105          |
| 550                    | GRANITE CONSTRUCTION CO INC.     | 17,119     | 18,513          |
| 1,600                  | HOME DEPOT INC •                 | 58,292     | 46,288          |
| 1,915                  | INGERSOLL RAND CO CL A           | 68,232     | 68,442          |
| 800                    | INTL BUSINESS MACH               | 62,452     | 104,720         |
| 300                    | JOHNSON & JOHNSON COM            | 17,107     | 19,323          |
| 538                    | LINCOLN NATL CORP IND            | 28,904     | 13,385          |
| 4,100                  | MARSH & MCLENNAN COS IN          | 147,168    | 90,528          |
| 400                    | MEDTRONIC INC                    | 14,711     | 17,592          |
| 5,100                  | NIPPON TELEG & TEL CORP SPON ADR | 111,603    | 100,674         |
| 2,425                  | NINTENDO LTD ADR NEW JAPAN ADR   | 75,534     | 71,763          |
| 5,750                  | NOKIA CORP SPONS ADR FINLAND ADR | 97,348     | 73,888          |
| 600                    | NORTHROP GRUMMAN CORP            | 24,014     | 33,510          |
| 700                    | NOVARTIS AG SPON ADR             | 27,981     | 38,101          |
| 950                    | PENNEY J C CO INC (HLDG CO)      | 44,080     | 25,280          |
| 665                    | PPG INDUSTRIES INC               | 36,627     | 38,929          |
| 700                    | RENAISSANCERE HOLDINGS LTD       | 32,040     | 37,205          |
| 1,275                  | STAPLES INC                      | 22,599     | 31,352          |
| 3,200                  | STHN UNION COS NEW               | 69,914     | 72,640          |
| 8,000                  | TECHNITROL INC                   | 117,023    | 35,040          |
| 600                    | TEVA PHARMACEUTICALS IND LTD     | 19,203     | 33,708          |
| 2,400                  | VERIZON COMMUNICATIONS           | 90,074     | 79,512          |
| 1,000                  | WAL MART STORES INC              | 49,590     | 53,450          |
| 2,310                  | XL CAPITAL LTD CL A              | 137,650    | 42,342          |

**SCHEDULE 3**  
**HARRIS & ELIZA KEMPNER FUND**  
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| <b>SHARES OR<br/>PAR VALUE</b> | <b>DESCRIPTION</b>               | <b>BOOK VALUE</b> | <b>MARKET<br/>VALUE</b> |
|--------------------------------|----------------------------------|-------------------|-------------------------|
| 255                            | ALCOA INC                        | 4,410             | 4,111                   |
| 155                            | ALLSTATE CORPORATION             | 8,483             | 4,656                   |
| 55                             | AMERICAN EAGLE OUTFITTERS INC    | 1,272             | 934                     |
| 280                            | ANNALY CAPITAL MANAGEMENT INC    | 3,976             | 4,858                   |
| 220                            | ARCHER DANIELS MIDLAND CO        | 4,112             | 6,888                   |
| 292                            | AT & T INC                       | 6,892             | 8,185                   |
| 253                            | BANK OF AMERICA CORP             | 9,801             | 3,810                   |
| 215                            | BARCLAYS PLC ADR                 | 9,273             | 3,784                   |
| 150                            | BLACK BOX CORP                   | 4,973             | 4,251                   |
| 170                            | BOEING COMPANY                   | 9,261             | 9,202                   |
| 35                             | CANON INC ADR JAPAN              | 1,239             | 1,481                   |
| 25                             | CATERPILLAR INC                  | 819               | 1,425                   |
| 70                             | CARLISLE COS INC.                | 2,025             | 2,398                   |
| 105                            | CONOCOPHILLIPS                   | 4,222             | 5,362                   |
| 235                            | DOVER CORP                       | 9,657             | 9,778                   |
| 145                            | DOW CHEMICAL                     | 5,507             | 4,006                   |
| 75                             | ENSCO INTL INC                   | 2,588             | 2,996                   |
| 350                            | GANNETT CO                       | 13,739            | 5,198                   |
| 180                            | GENWORTH FINANCIAL INC CL A      | 4,942             | 2,043                   |
| 85                             | GRANITE CONSTRUCTION CO INC      | 2,293             | 2,861                   |
| 120                            | HOME DEPOT INC                   | 4,377             | 3,472                   |
| 155                            | INGERSOLL RAND CO CL A           | 5,540             | 5,540                   |
| 60                             | INTL BUSINESS MACH               | 4,688             | 7,854                   |
| 25                             | JOHNSON & JOHNSON COM            | 1,428             | 1,610                   |
| 35                             | LINCOLN NATL CORP IND            | 1,929             | 871                     |
| 300                            | MARSH & MCLENNAN COS IN          | 10,638            | 6,624                   |
| 40                             | MEDTRONIC INC                    | 1,476             | 1,759                   |
| 390                            | NIPPON TELEG & TEL CORP SPON ADR | 8,538             | 7,699                   |
| 230                            | NINTENDO LTD ADR NEW JAPAN ADR   | 7,184             | 6,806                   |
| 520                            | NOKIA CORP SPONS ADR FINLAND ADR | 9,557             | 6,682                   |
| 50                             | NORTHROP GRUMMAN CORP            | 2,006             | 2,793                   |
| 65                             | NOVARTIS AG SPON ADR             | 2,603             | 3,538                   |
| 80                             | PENNEY J C CO INC (HLDG CO)      | 3,740             | 2,129                   |
| 70                             | PPG INDUSTRIES INC               | 3,609             | 4,098                   |
| 60                             | RENAISSANCERE HOLDINGS LTD       | 2,750             | 3,189                   |
| 105                            | STAPLES INC                      | 1,819             | 2,582                   |
| 340                            | STHN UNION COS NEW               | 6,981             | 7,718                   |
| 630                            | TECHNITROL INC                   | 8,642             | 2,759                   |
| 50                             | TEVA PHARMACEUTICALS IND LTD     | 1,603             | 2,809                   |

**SCHEDULE 3**  
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| <b>SHARES OR<br/>PAR VALUE</b> | <b>DESCRIPTION</b>               | <b>BOOK VALUE</b> | <b>MARKET<br/>VALUE</b> |
|--------------------------------|----------------------------------|-------------------|-------------------------|
| 180                            | VERIZON COMMUNICATIONS           | 6,081             | 5,963                   |
| 100                            | WAL MART STORES INC              | 4,969             | 5,345                   |
| 180                            | XL CAPITAL LTD CL A              | 10,395            | 3,299                   |
| 120                            | ALCOA INC                        | 2,181             | 1,934                   |
| 80                             | ALLSTATE CORPORATION             | 4,409             | 2,403                   |
| 25                             | AMERICAN EAGLE OUTFITTERS INC    | 580               | 425                     |
| 150                            | ANNALY CAPITAL MANAGEMENT INC    | 2,132             | 2,603                   |
| 115                            | ARCHER DANIELS MIDLAND CO.       | 2,156             | 3,601                   |
| 159                            | AT & T INC                       | 3,794             | 4,457                   |
| 104                            | BANK OF AMERICA CORP             | 3,868             | 1,566                   |
| 110                            | BARCLAYS PLC ADR                 | 4,767             | 1,936                   |
| 80                             | BLACK BOX CORP                   | 2,660             | 2,267                   |
| 90                             | BOEING COMPANY                   | 4,929             | 4,872                   |
| 17                             | CANON INC ADR JAPAN              | 603               | 719                     |
| 40                             | CARLISLE COS INC                 | 1,159             | 1,370                   |
| 15                             | CATERPILLAR INC                  | 493               | 855                     |
| 55                             | CONOCOPHILLIPS                   | 2,204             | 2,809                   |
| 125                            | DOVER CORP                       | 5,105             | 5,201                   |
| 75                             | DOW CHEMICAL                     | 2,843             | 2,072                   |
| 30                             | ENSCO INTL INC                   | 864               | 1,198                   |
| 190                            | GANNETT CO                       | 7,226             | 2,822                   |
| 100                            | GENWORTH FINANCIAL INC CL A      | 2,747             | 1,135                   |
| 45                             | GRANITE CONSTRUCTION CO INC.     | 1,230             | 1,515                   |
| 60                             | HOME DEPOT INC                   | 2,208             | 1,736                   |
| 80                             | INGERSOLL RAND CO CL A           | 2,868             | 2,859                   |
| 45                             | INTL BUSINESS MACH               | 3,536             | 5,891                   |
| 15                             | JOHNSON & JOHNSON COM            | 858               | 966                     |
| 17                             | LINCOLN NATL CORP IND            | 937               | 423                     |
| 155                            | MARSH & MCLENNAN COS IN          | 5,494             | 3,422                   |
| 210                            | NIPPON TELEG & TEL CORP SPON ADR | 4,607             | 4,145                   |
| 20                             | MEDTRONIC INC                    | 741               | 880                     |
| 120                            | NINTENDO LTD ADR NEW JAPAN ADR   | 3,763             | 3,551                   |
| 270                            | NOKIA CORP SPONS ADR FINLAND ADR | 5,087             | 3,470                   |
| 25                             | NORTHROP GRUMMAN CORP            | 1,006             | 1,396                   |
| 35                             | NOVARTIS AG SPON ADR             | 1,404             | 1,905                   |
| 40                             | PENNEY J C CO INC (HLDG CO)      | 1,909             | 1,064                   |
| 35                             | PPG INDUSTRIES INC               | 1,812             | 2,049                   |
| 35                             | RENAISSANCERE HOLDINGS LTD       | 1,605             | 1,860                   |
| 55                             | STAPLES INC                      | 963               | 1,352                   |

**SCHEDULE 3**  
**HARRIS & ELIZA KEMPNER FUND**  
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| <b>SHARES OR<br/>PAR VALUE</b> | <b>DESCRIPTION</b>                 | <b>BOOK VALUE</b> | <b>MARKET<br/>VALUE</b> |
|--------------------------------|------------------------------------|-------------------|-------------------------|
| 155                            | STHN UNION COS NEW                 | 3,306             | 3,519                   |
| 415                            | TECHNITROL INC                     | 5,842             | 1,818                   |
| 20                             | TEVA PHARMACEUTICALS IND LTD       | 642               | 1,124                   |
| 90                             | VERIZON COMMUNICATIONS             | 2,968             | 2,982                   |
| 55                             | WAL MART STORES INC                | 2,740             | 2,940                   |
| 100                            | XL CAPITAL LTD CL A                | 5,696             | 1,833                   |
| 1,800                          | ABBOTT LABS                        | 89,310            | 97,182                  |
| 4,400                          | ALTRIA GROUP INC                   | 49,488            | 86,372                  |
| 475                            | APPLE INC                          | 65,165            | 100,098                 |
| 1,000                          | AUTOMATIC DATA PROCESSING          | 42,842            | 42,820                  |
| 1,225                          | BANK OF AMER CORP                  | 57,782            | 18,449                  |
| 400                            | BECTON DICKINSON & CO              | 28,598            | 31,544                  |
| 900                            | CATERPILLAR INC                    | 64,782            | 51,291                  |
| 1,650                          | CHEVRON CORP                       | 75,652            | 127,034                 |
| 2,000                          | CISCO SYSTEMS INC                  | 64,944            | 47,880                  |
| 4,000                          | COCA COLA CO COM                   | 198,062           | 228,000                 |
| 2,000                          | CONOCOPHILLIPS                     | 85,525            | 102,140                 |
| 150                            | ENTERGY CORP NEW                   | 15,231            | 12,276                  |
| 3,540                          | EXXON MOBIL CO                     | 144,600           | 241,393                 |
| 1,100                          | FLUOR CORP NEW                     | 66,590            | 49,544                  |
| 500                            | FREEPORT-MCMORAN COPPER & GOLD INC | 59,088            | 40,145                  |
| 600                            | GENL DYNAMICS CORP                 | 52,851            | 40,902                  |
| 2,425                          | GENL ELECTRIC CO                   | 86,274            | 36,690                  |
| 1,950                          | HALLIBURTON CO (HOLDING COMPANY)   | 69,164            | 58,676                  |
| 1,345                          | HSBC HOLDINGS PLC NEW GB SPON ADR  | 88,821            | 76,786                  |
| 2,475                          | INTEL CORP                         | 106,587           | 50,490                  |
| 3,000                          | JOHNSON & JOHNSON COM              | 154,803           | 193,230                 |
| 1,325                          | JPMORGAN CHASE & CO                | 51,141            | 55,213                  |
| 700                            | LAUDER ESTEE COS CL A              | 23,203            | 33,852                  |
| 1,050                          | MCDONALDS CORP                     | 29,958            | 65,562                  |
| 1,150                          | MCGRAW HILL COMPANIES INC          | 28,589            | 38,537                  |
| 650                            | MEDTRONIC INC                      | 35,798            | 28,587                  |
| 1,400                          | MERCK & CO                         | 87,516            | 51,156                  |
| 1,400                          | MICROSOFT CORP                     | 38,509            | 42,672                  |
| 900                            | OCCIDENTAL PETROLEUM CORP          | 43,930            | 73,215                  |
| 1,500                          | PEPSICO INC                        | 72,488            | 91,200                  |
| 4,400                          | PHILIP MORRIS INTL INC             | 112,768           | 212,036                 |
| 900                            | PRAXAIR INC                        | 45,218            | 72,279                  |
| 3,850                          | PROCTOR & GAMBLE CO                | 148,964           | 233,426                 |

**SCHEDULE 3**  
**HARRIS & ELIZA KEMPNER FUND**  
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| <b>SHARES OR<br/>PAR VALUE</b> | <b>DESCRIPTION</b>                  | <b>BOOK VALUE</b> | <b>MARKET<br/>VALUE</b> |
|--------------------------------|-------------------------------------|-------------------|-------------------------|
| 250                            | RIO TINTO PLC SPON ADR              | 69,269            | 53,848                  |
| 1,200                          | ROYAL DUTCH SHELL PLC CL A SPON ADR | 74,182            | 72,132                  |
| 1,000                          | TARGET CORP                         | 26,270            | 48,370                  |
| 1,800                          | TEXAS INSTRUMENTS                   | 62,200            | 46,908                  |
| 1,500                          | TOTAL S.A. FRANCE SPON ADR          | 92,236            | 96,060                  |
| 900                            | UNTD TECHNOLOGIES CORP              | 66,258            | 62,469                  |
| 400                            | WAL MART STORES INC                 | 21,082            | 21,380                  |
| 2,000                          | WALGREEN CO                         | 71,269            | 73,440                  |
| 450                            | ABBOTT LABS                         | 20,466            | 24,296                  |
| 1,850                          | ALTRIA GROUP INC                    | 17,526            | 36,316                  |
| 175                            | APPLE INC                           | 23,288            | 36,878                  |
| 350                            | AUTOMATIC DATA PROCESSING           | 14,584            | 14,987                  |
| 300                            | CATERPILAR INC                      | 17,991            | 17,097                  |
| 275                            | CHEVRON CORP                        | 12,697            | 21,172                  |
| 725                            | CISCO SYSTEMS INC                   | 22,932            | 17,357                  |
| 1,300                          | COCA COLA CO COM                    | 84,803            | 74,100                  |
| 300                            | CONOCOPHILLIPS                      | 18,025            | 15,321                  |
| 150                            | ENTERGY CORP NEW                    | 15,234            | 12,276                  |
| 1,150                          | EXXON MOBIL CO                      | 49,667            | 78,419                  |
| 250                            | FLUOR CORP NEW                      | 9,766             | 11,260                  |
| 175                            | FREEPORT-MCMORAN COPPER & GOLD INC  | 16,463            | 14,051                  |
| 200                            | GENL DYNAMICS CORP                  | 18,982            | 13,634                  |
| 800                            | GENL ELECTRIC CO                    | 29,083            | 12,104                  |
| 550                            | HALLIBURTON CO (HOLDING COMPANY)    | 19,973            | 16,550                  |
| 335                            | HSBC HOLDINGS PLC NEW GB SPON ADR   | 19,427            | 19,125                  |
| 525                            | INTEL CORP                          | 16,117            | 10,710                  |
| 750                            | JOHNSON & JOHNSON COM               | 34,030            | 48,308                  |
| 550                            | JPMORGAN CHASE & CO                 | 29,424            | 22,919                  |
| 375                            | LAUDER ESTEE COS CL A               | 12,432            | 18,135                  |
| 450                            | MCDONALDS CORP                      | 20,433            | 28,098                  |
| 250                            | MCGRAW HILL COMPANIES INC           | 6,453             | 8,378                   |
| 300                            | MEDTRONIC INC                       | 15,304            | 13,194                  |
| 400                            | MERCK & CO                          | 32,454            | 14,616                  |
| 275                            | MICROCHIP TECHNOLOGY INC            | 10,503            | 7,989                   |
| 650                            | MICROSOFT CORP                      | 22,921            | 19,812                  |
| 670                            | NEWS CORP INC DELA CL A             | 8,812             | 9,172                   |
| 450                            | PEPSICO INC                         | 17,408            | 27,360                  |
| 1,650                          | PHILIP MORRIS INTL INC              | 35,616            | 79,514                  |
| 350                            | PRAXAIR INC                         | 19,003            | 28,109                  |

**SCHEDULE 3**  
**HARRIS & ELIZA KEMPNER FUND**  
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| SHARES OR<br>PAR VALUE | DESCRIPTION                                | BOOK VALUE | MARKET<br>VALUE |
|------------------------|--------------------------------------------|------------|-----------------|
| 950                    | PROCTOR & GAMBLE CO                        | 45,448     | 57,599          |
| 250                    | QUALCOMM INC                               | 9,609      | 11,565          |
| 75                     | RIO TINTO PLC SPON ADR                     | 20,900     | 16,154          |
| 350                    | ROYAL DUTCH SHELL PLC CL A SPON ADR        | 20,007     | 21,039          |
| 550                    | TARGET CORP                                | 11,452     | 16,930          |
| 650                    | TEXAS INSTRUMENTS                          | 21,740     | 16,939          |
| 300                    | TOTAL S.A FRANCE SPON ADR                  | 17,902     | 19,212          |
| 300                    | UNTD TECHNOLOGIES CORP                     | 21,009     | 20,823          |
| 600                    | WALGREEN CO                                | 17,840     | 22,032          |
| 603                    | AMCOR LTD ADR NEW AU ADR                   | 12,548     | 13,514          |
| 1,673                  | BANCO SANTANDER S.A. SPON ADR              | 20,189     | 27,504          |
| 237                    | BAYER AG SPON ADR                          | 9,640      | 19,106          |
| 305                    | BG GROUP PLC SPON ADR                      | 12,279     | 27,631          |
| 151                    | BNP PARIBAS SA ADR                         | 6,647      | 6,055           |
| 715                    | BP PLC SPON ADR                            | 47,287     | 41,449          |
| 1,048                  | CANON INC ADR JAPAN                        | 37,502     | 44,351          |
| 2,269                  | CARREFOUR SA ADR                           | 17,785     | 21,850          |
| 2,607                  | DEUTSCHE TELEKOM AG DE SPON                | 44,980     | 38,323          |
| 3,828                  | FOSTERS GROUP LTD NEW SPONS ADR SPON ADR   | 15,771     | 18,933          |
| 1,201                  | GLAXO SMITHKLINE PLC ADR                   | 59,474     | 50,742          |
| 2,982                  | HONG KONG ELEC HLDGS LTD SPON ADR          | 13,777     | 16,228          |
| 884                    | IBERDROLA SA SPON ADR                      | 30,707     | 33,839          |
| 1,549                  | ING GROUP N V NL SPON ADR                  | 47,538     | 15,196          |
| 1,560                  | KAO CORP REPSTG 10 SHS COM SPON ADR        | 41,789     | 36,446          |
| 303                    | NATIONAL GRID PLC NEW SPON ADR             | 14,978     | 16,477          |
| 1,070                  | NATL AUSTRALIA BANK LTD SPON               | 25,126     | 26,367          |
| 1,077                  | NIPPON TELEG & TEL CORP SPON ADR           | 23,442     | 21,260          |
| 977                    | NOVARTIS AG SPON ADR                       | 54,597     | 53,178          |
| 906                    | REED EKSEVIER NV REPSTG 2 ORD SHS SPON ADR | 28,917     | 22,106          |
| 581                    | ROYAL DUTCH SHELL PLC CL A SPON ADR        | 37,327     | 34,924          |
| 483                    | RWE AG ADR                                 | 31,100     | 47,282          |
| 482                    | SASOL LTD SPON ADR                         | 14,518     | 19,251          |
| 204                    | SIEMENS A G SPON ADR                       | 19,544     | 18,707          |
| 375                    | SEVEN & I HLDGS CO LTD ADR                 | 17,159     | 15,283          |
| 1,134                  | SINGAPORE TELECOM LTD NEW 2006 SPON ADR    | 25,750     | 25,120          |
| 2,161                  | SOCIETE GENERALE FRANCE SPONS ADR          | 47,124     | 30,353          |
| 1,355                  | STORA ENSO OYJ REPSTG SER R SHS SPON ADR   | 17,822     | 9,488           |
| 2,371                  | TAIWAN SEMICONDUCTOR MGF CO                | 22,946     | 27,124          |
| 1,320                  | TAKEDA PHARMACEUTICAL CO.                  | 34,673     | 27,152          |

**SCHEDULE 3**  
**HARRIS & ELIZA KEMPNER FUND**  
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| SHARES OR<br>PAR VALUE | DESCRIPTION                                | BOOK VALUE | MARKET<br>VALUE |
|------------------------|--------------------------------------------|------------|-----------------|
| 1,145                  | TELECOM CORP NEW ZEALAND ADR               | 18,118     | 10,294          |
| 543                    | TELEFONICA S A SPON ADR                    | 26,158     | 45,351          |
| 1,671                  | TELSTRA CORP LTD ADR                       | 26,502     | 25,774          |
| 1,128                  | TOKIO MARINE HOLDINGS INC SPON ADR         | 33,639     | 30,655          |
| 785                    | TOTAL S.A. FRANCE SPON ADR                 | 49,262     | 50,271          |
| 314                    | TOYOTA MOTOR CORP NEW JAPAN                | 23,400     | 26,426          |
| 1,823                  | UNILEVER PLC AMER SHS NEW SPON ADR         | 41,446     | 58,154          |
| 638                    | UNTD OVERSEAS BK LTD SPONS ADR SINGAPORE   | 14,179     | 17,905          |
| 1,137                  | UPM KYMMENE CIORP SPON ADR                 | 21,911     | 13,572          |
| 765                    | ZURICH FINANCIAL SVCS SPON ADR             | 18,083     | 16,762          |
| 1,265                  | VODAFONE GROUP PLC NEW SPON ADR            | 27,531     | 29,209          |
| 177                    | AMCOR LTD ADR NEW AU ADR                   | 3,683      | 3,967           |
| 485                    | BANCO SANTANDER S.A. SPON ADR              | 5,857      | 7,973           |
| 70                     | BAYER AG SPON ADR                          | 2,863      | 5,643           |
| 92                     | BG GROUP PLC SPON ADR                      | 3,704      | 8,335           |
| 43                     | BNP PARIBAS SA ADR                         | 1,893      | 1,724           |
| 208                    | BP PLC SPON ADR                            | 13,757     | 12,058          |
| 301                    | CANON INC ADR JAPAN                        | 10,764     | 12,738          |
| 659                    | CARREFOUR SA ADR                           | 5,212      | 6,346           |
| 753                    | DEUTSCHE TELEKOM AG DE SPON                | 13,002     | 11,069          |
| 1,123                  | FOSTERS GROUP LTD NEW SPONS ADR SPON ADR   | 4,627      | 5,554           |
| 346                    | GLAXO SMITHKLINE PLC ADR                   | 17,127     | 14,619          |
| 884                    | HONG KONG ELEC HLDGS LTD SPON ADR          | 4,084      | 4,811           |
| 255                    | IBERDROLA SA SPON ADR                      | 8,930      | 9,761           |
| 450                    | ING GROUP N V NL SPON ADR                  | 13,810     | 4,415           |
| 440                    | KAO CORP REPSTG 10 SHS COM SPON ADR        | 11,819     | 10,280          |
| 85                     | NATIONAL GRID PLC NEW SPON ADR             | 4,193      | 4,622           |
| 310                    | NATL AUSTRALIA BANK LTD SPON               | 7,279      | 7,639           |
| 314                    | NIPPON TELEG & TEL CORP SPON ADR           | 6,835      | 6,198           |
| 284                    | NOVARTIS AG SPON ADR                       | 15,875     | 15,458          |
| 266                    | REED ELSEVIER NV REPSTG 2 ORD SHS SPON ADR | 8,492      | 6,490           |
| 172                    | ROYAL DUTCH SHELL PLC CL A SPON ADR        | 11,021     | 10,339          |
| 142                    | RWE AG ADR                                 | 9,144      | 13,901          |
| 144                    | SASOL LTD SPON ADR                         | 4,337      | 5,751           |
| 108                    | SEVEN & I HLDGS CO LTD ADR                 | 4,964      | 4,401           |
| 58                     | SIEMENS A G SPON ADR                       | 5,492      | 5,319           |
| 328                    | SINGAPORE TELECOM LTD NEW 2006 SPON ADR    | 7,468      | 7,266           |
| 628                    | SOCIETE GENERALE FRANCE SPONS ADR          | 13,718     | 8,821           |
| 383                    | STORA ENSO OYJ REPSTG SER R SHS SPON ADR   | 5,043      | 2,682           |

**SCHEDULE 3**  
**HARRIS & ELIZA KEMPNER FUND**  
76-0680130  
2009 FORM 990-PF

| <b>SHARES OR<br/>PAR VALUE</b> | <b>DESCRIPTION</b>                       | <b>BOOK VALUE</b> | <b>MARKET<br/>VALUE</b> |
|--------------------------------|------------------------------------------|-------------------|-------------------------|
| 689                            | TAIWAN SEMICONDUCTOR MGF CO              | 6,673             | 7,882                   |
| 384                            | TAKEDA PHARMACEUTICAL CO.                | 10,065            | 7,899                   |
| 335                            | TELECOM CORP NEW ZEALAND ADR             | 4,364             | 3,012                   |
| 157                            | TELEFONICA S A SPON ADR                  | 7,568             | 13,113                  |
| 493                            | TELSTRA CORP LTD ADR                     | 7,892             | 7,604                   |
| 329                            | TOKIO MARINE HOLDINGS INC SPON ADR       | 9,980             | 8,941                   |
| 227                            | TOTAL S.A. FRANCE SPON ADR               | 14,266            | 14,537                  |
| 138                            | TOYOTA MOTOR CORP NEW JAPAN              | 6,707             | 7,574                   |
| 527                            | UNILEVER PLC AMER SHS NEW SPON ADR       | 11,979            | 16,811                  |
| 186                            | UNTD OVERSEAS BK LTD SPONS ADR SINGAPORE | 4,146             | 5,220                   |
| 330                            | UPM KYMMENE CIORP SPON ADR               | 6,359             | 3,939                   |
| 370                            | VODAFONE GROUP PLC NEW SPON ADR          | 8,055             | 8,543                   |
| 220                            | ZURICH FINANCIAL SVCS SPON ADR           | 5,202             | 4,820                   |
| 2,113                          | ABBOTT LABS                              | 107,295           | 114,081                 |
| 1,631                          | ADOBE SYSTEMS                            | 57,508            | 59,988                  |
| 609                            | AMAZON.COM INC                           | 63,540            | 81,923                  |
| 1,454                          | AMER EXPRESS CO                          | 47,520            | 58,916                  |
| 1,555                          | AMER TOWER CORP CL A                     | 55,458            | 67,192                  |
| 896                            | APPLE INC                                | 124,660           | 188,816                 |
| 237                            | BAIDU INC ADS REPSNTG CL A ORD           | 93,886            | 97,462                  |
| 1,513                          | BHP BILLITON PLC NEW SPON ADR            | 63,136            | 96,605                  |
| 7,088                          | DOW CHEMICAL                             | 163,426           | 195,841                 |
| 686                            | EOG RESOURCES                            | 60,690            | 66,748                  |
| 1,876                          | GENL DYNAMICS CORP                       | 129,980           | 127,887                 |
| 1,733                          | GILEAD SCIENCES CORP                     | 81,855            | 74,987                  |
| 702                            | GOLDMAN SACHS GROUP INC                  | 82,341            | 118,526                 |
| 347                            | GOOGLE INC CL A                          | 131,139           | 215,133                 |
| 1,445                          | HSBC HOLDINGS PLC NEW GB SPON ADR        | 79,565            | 82,495                  |
| 1,268                          | INTL BUSINESS MACH                       | 129,568           | 165,981                 |
| 1,530                          | JOHNSON & JOHNSON COM                    | 95,111            | 98,547                  |
| 2,747                          | JPMORGAN CHASE & CO                      | 83,253            | 114,467                 |
| 482                            | MASTERCARD INC CL A                      | 91,796            | 123,382                 |
| 2,662                          | MCDONALDS CORP                           | 155,346           | 166,215                 |
| 2,662                          | MERK & CO INC NEW COM                    | 89,031            | 97,269                  |
| 1,496                          | NIKE INC CL B                            | 83,526            | 98,841                  |
| 575                            | NORDSTROM                                | 19,741            | 21,609                  |
| 1,555                          | NORFOLK STHN CORP                        | 87,849            | 81,513                  |
| 2,595                          | PETROLEO BRASILEIRO SA                   | 85,544            | 123,730                 |
| 355                            | POTASH CORP SASK INC CANADA              | 32,962            | 38,518                  |

**SCHEDULE 3**  
**HARRIS & ELIZA KEMPNER FUND**  
76-0680130  
2009 FORM 990-PF

| SHARES OR<br>PAR VALUE | DESCRIPTION                                  | BOOK VALUE | MARKET<br>VALUE |
|------------------------|----------------------------------------------|------------|-----------------|
| 803                    | PPG INDUSTRIES INC                           | 44,496     | 47,008          |
| 972                    | PRAXAIR INC                                  | 72,893     | 78,061          |
| 135                    | PRICELINE.COM INC NEW                        | 29,351     | 29,485          |
| 3,102                  | QUALCOMM INC                                 | 138,591    | 143,499         |
| 820                    | STARWOOD HOTELS L& RESORTS WORLDWIDE INC NEV | 17,361     | 29,987          |
| 659                    | THE DIRECTV GROUP CL A                       | 16,366     | 21,978          |
| 2,020                  | TRANSOCEAN INC NEW SHS ORD                   | 151,574    | 167,256         |
| 2,451                  | UNION PACIFIC CORP                           | 151,557    | 156,619         |
| 3,271                  | US BANCORP DEL (NEW)                         | 53,084     | 73,630          |
| 1,302                  | VISA INC CL A                                | 77,072     | 113,873         |
| 5,342                  | WELLS FARGO & CO NEW                         | 137,224    | 144,181         |
| 2,147                  | YAHOO INC                                    | 37,321     | 36,027          |
| 1,107                  | WELLS FARGO & CO NEW 8 00% PREFERRED CLBL    | 21,844     | 28,450          |
| 617                    | ABBOTT LABS                                  | 31,347     | 33,312          |
| 477                    | ADOBE SYSTEMS                                | 16,821     | 17,544          |
| 178                    | AMAZON COM INC                               | 18,514     | 23,945          |
| 425                    | AMER EXPRESS CO                              | 13,883     | 17,221          |
| 454                    | AMER TOWER CORP CL A                         | 16,188     | 19,617          |
| 263                    | APPLE INC                                    | 35,569     | 55,423          |
| 442                    | BHP BILLITON PLC NEW SPON ADR                | 18,559     | 28,222          |
| 69                     | BAIDU INC ADS REPSNTG CL A ORD               | 27,336     | 28,375          |
| 2,063                  | DOW CHEMICAL                                 | 47,568     | 57,001          |
| 198                    | EOG RESOURCES                                | 17,499     | 19,265          |
| 548                    | GENL DYNAMICS CORP                           | 38,149     | 37,357          |
| 506                    | GILEAD SCIENCES CORP                         | 23,907     | 21,895          |
| 206                    | GOLDMAN SACHS GROUP INC                      | 23,918     | 34,781          |
| 101                    | GOOGLE INC CL A                              | 38,180     | 62,618          |
| 289                    | HSBC HOLDINGS PLC NEW GB SPON ADR            | 15,618     | 16,499          |
| 370                    | INTL BUSINESS MACH                           | 37,633     | 48,433          |
| 448                    | JOHNSON & JOHNSON COM                        | 27,846     | 28,856          |
| 802                    | JPMORGAN CHASE & CO                          | 23,173     | 33,419          |
| 142                    | MASTERCARD INC CL A                          | 27,037     | 36,349          |
| 778                    | MCDONALDS CORP                               | 45,308     | 48,578          |
| 769                    | MERK & CO INC NEW COM                        | 25,695     | 28,099          |
| 437                    | NIKE INC CL B                                | 24,400     | 28,873          |
| 168                    | NORDSTROM                                    | 5,770      | 6,313           |
| 454                    | NORFOLK STHN CORP                            | 25,566     | 23,799          |
| 758                    | PETROLEO BRASILEIRO SA                       | 25,050     | 36,141          |
| 104                    | POTASH CORP SASK INC CANADA                  | 9,618      | 11,284          |

**SCHEDULE 3**  
**HARRIS & ELIZA KEMPNER FUND**  
76-0680130  
2009 FORM 990-PF

| SHARES OR<br>PAR VALUE                  | DESCRIPTION                                  | BOOK VALUE        | MARKET<br>VALUE   |
|-----------------------------------------|----------------------------------------------|-------------------|-------------------|
| 235                                     | PPG INDUSTRIES INC                           | 13,022            | 13,757            |
| 284                                     | PRAXAIR INC                                  | 21,281            | 22,808            |
| 39                                      | PRICELINE.COM INC NEW                        | 8,475             | 8,518             |
| 906                                     | QUALCOMM INC                                 | 40,473            | 41,912            |
| 240                                     | STARWOOD HOTELS L& RESORTS WORLDWIDE INC NEV | 5,081             | 8,777             |
| 193                                     | THE DIRECTV GROUP CL A                       | 4,792             | 6,437             |
| 590                                     | TRANSOCEAN INC NEW SHS ORD                   | 46,379            | 48,852            |
| 716                                     | UNION PACIFIC CORP                           | 44,355            | 45,752            |
| 956                                     | US BANCORP DEL (NEW)                         | 15,548            | 21,520            |
| 381                                     | VISA INC CL A                                | 22,524            | 33,322            |
| 1,561                                   | WELLS FARGO & CO NEW                         | 40,082            | 42,131            |
| 627                                     | YAHOO INC                                    | 10,899            | 10,521            |
| 324                                     | WELLS FARGO & CO NEW 8 00% PREFERRED CLBL    | 6,403             | 8,327             |
| <b>TOTAL INVESTMENTS - COMMON STOCK</b> |                                              | <b>22,272,210</b> | <b>21,197,195</b> |

**PAGE 2, PART II, LINE 10c**

|                                            |                                           |               |               |
|--------------------------------------------|-------------------------------------------|---------------|---------------|
| 75,000                                     | ISRAEL ST 5TH ECN DV DLR FOREIGN SECURITY | 75,000        | 75,000        |
| <b>TOTAL INVESTMENTS - CORPORATE BONDS</b> |                                           | <b>75,000</b> | <b>75,000</b> |

**PAGE 2, PART II, LINE 13**

|                                  |                        |                  |                  |
|----------------------------------|------------------------|------------------|------------------|
| 3,601                            | H KEMPNER CBI          | 417,916          | 1,365,607        |
| 3,601                            | KEMPNER SECURITIES LP  | 5,535,469        | 4,475,035        |
| 3,601                            | GALVESTON FINALE LP    | 132,864          | 206,049          |
| 3,601                            | BLACKSTONE MINERALS LP | 82,528           | 1,459,710        |
| <b>TOTAL INVESTMENTS - OTHER</b> |                        | <b>6,168,777</b> | <b>7,506,401</b> |

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

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

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

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

|                                                                                                    |                                                                                         |                                                                          |
|----------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|--------------------------------------------------------------------------|
| <b>Type or print</b><br><br>File by the extended due date for filing the return. See instructions. | Name of Exempt Organization                                                             | Employer identification number<br><br>76-0680130<br><br>For IRS use only |
|                                                                                                    | HARRIS & ELIZA KEMPNER FUND, INC.                                                       |                                                                          |
|                                                                                                    | Number, street, and room or suite number. If a P.O. box, see instructions               |                                                                          |
|                                                                                                    | J. B. SCHMIDT IV, CPA<br>2200 MARKET, SUITE 400                                         |                                                                          |
|                                                                                                    | City, town or post office, state, and ZIP code. For a foreign address, see instructions |                                                                          |
|                                                                                                    | GALVESTON, TX 77550-1532                                                                |                                                                          |

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

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

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

- The books are in care of ☒ ANNE BRASIER  
 Telephone No ☒ 409 762-1603 FAX No ☒ 409 462-5435
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until 11/15, 2010
- 5 For calendar year 2009, or other tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_
- 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 TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN.

|                                                                                                                                                                                                                                           |              |         |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|---------|
| <b>8a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions                                                                                 | <b>8a</b> \$ | 14,500. |
| <b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868 | <b>8b</b> \$ | 71,967. |
| <b>c Balance Due.</b> Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instrs                    | <b>8c</b> \$ | 0.      |

**Signature and Verification**

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

Signature  Title  Date



[Home](#) [Introduction](#) [Administration](#) [Financials](#) [Schedule of Grants Paid](#) [Application Info](#) [Contact Us](#)

## application guidelines

**Directors will consider one proposal per organization per year.**

**Deadlines** for receipt of proposals: Postmarked **March 15**, and **October 15**. (If deadline falls on weekend, proposals will be due the next business day) Notification of director decision: **May** and **December**

Applications can now be accepted via e-mail at [application@kempnerfund.org](mailto:application@kempnerfund.org) (please verify receipt).

Submit one copy of unbound proposal with the following information included:

- **Cover letter signed by the Executive Director and the Board Chair/President**
- **Proposal Summary Sheet form** ([click here for form](#))
- **Project/Program Information**
  - Description (detailed)
  - Timeline/Grant Period
  - Budget (income and expenses)
  - Other funding sources, amounts being solicited, received or pledged
  - Future funding plans
  - Plans for evaluation
- **Organization Information**
  - Brief History
  - Mission Statement
  - Post 1969 IRS Letter (only first time applicant)
  - No change in IRS status on letterhead
  - List of current officers and board members
  - Independent Auditors Report
  - Financial Statements (year-to-date)

**Harris & Eliza Kempner Fund**  
**2201 Market Street Suite 601**  
**Galveston, Texas 77550-1529**  
**E-Mail us at [information@kempnerfund.org](mailto:information@kempnerfund.org)**  
**Phone: 409.762.1603**  
**FAX: 409.762.5435**

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