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

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 , and ending

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation THE LARRY L. HILLBLOM FOUNDATION, INC.		A Employer identification number 94-3241600
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (707) 762-6691
	755 BAYWOOD DRIVE	180	
	City or town, state, and ZIP code PETALUMA, CA 94954		C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 115,716,005. (Part I, column (d) must be on cash basis.)		J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		1,424.	1,424.		STATEMENT 1
4 Dividends and interest from securities		2,400,391.	2,400,391.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<6,356,406.>			
b Gross sales price for all assets on line 6a		12,715,852.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		<1,728,593.>	<2,291,270.>		STATEMENT 3
12 Total. Add lines 1 through 11		<5,683,184.>	110,545.		
13 Compensation of officers, directors, trustees, etc		880,542.	426,120.		454,422.
14 Other employee salaries and wages		144,088.	0.		144,088.
15 Pension plans, employee benefits		272,886.	130,985.		141,901.
16a Legal fees STMT 4		35,172.	0.		60,756.
b Accounting fees STMT 5		25,250.	12,120.		13,130.
c Other professional fees STMT 6		468,622.	401,555.		69,051.
17 Interest					
18 Taxes STMT 7		14,290.	28,695.		0.
19 Depreciation and depletion		2,731.	1,366.		
20 Occupancy		91,511.	43,925.		47,586.
21 Travel, conferences, and meetings		91,415.	0.		36,987.
22 Printing and publications					
23 Other expenses STMT 8		34,272.	16,450.		17,822.
24 Total operating and administrative expenses. Add lines 13 through 23		2,060,779.	1,061,216.		985,743.
25 Contributions, gifts, grants paid		1,555,023.			8,013,196.
26 Total expenses and disbursements. Add lines 24 and 25		3,615,802.	1,061,216.		8,998,939.
27 Subtract line 26 from line 12		<9,298,986.>			
a Excess of revenue over expenses and disbursements			0.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets

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

			Beginning of year		End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	34,893.	43,229.	43,229.	
	2	Savings and temporary cash investments	84,571.	435,705.	435,705.	
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges	6,693.	6,693.	6,693.	
	10a	Investments - U S and state government obligations				
	b	Investments - corporate stock STMT 9	69,238,804.	75,543,473.	75,543,473.	
	c	Investments - corporate bonds STMT 10	17,392,597.	28,013,789.	28,013,789.	
Liabilities	11	Investments - land, buildings, and equipment basis ▶				
		Less: accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other STMT 11	13,081,067.	8,642,203.	8,642,203.	
	14	Land, buildings, and equipment basis ▶ 171,057.				
		Less: accumulated depreciation STMT 12 ▶ 151,544.	20,963.	19,513.	19,513.	
	15	Other assets (describe ▶ STATEMENT 13)	2,407,025.	3,011,400.	3,011,400.	
	16	Total assets (to be completed by all filers)	102,266,613.	115,716,005.	115,716,005.	
	17	Accounts payable and accrued expenses	104,001.	132,845.		
	18	Grants payable	18,143,375.	11,685,202.		
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	18,247,376.	11,818,047.		
		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	84,019,237.	103,897,958.		
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances	84,019,237.	103,897,958.		
	31	Total liabilities and net assets/fund balances	102,266,613.	115,716,005.		

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	84,019,237.
2	Enter amount from Part I, line 27a	2	<9,298,986.>
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENTS	3	29,177,707.
4	Add lines 1, 2, and 3	4	103,897,958.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	103,897,958.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 12,715,852.		19,072,258.	<6,356,406.>

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			<6,356,406.>

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	<6,356,406.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	12,188,076.	136,988,904.	.088971
2007	12,297,317.	173,576,205.	.070847
2006	10,003,578.	166,329,277.	.060143
2005	7,930,946.	155,623,875.	.050962
2004	6,159,942.	151,044,857.	.040782

2 Total of line 1, column (d)	2	.311705
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.062341
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	101,020,375.
5 Multiply line 4 by line 3	5	6,297,711.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	6,297,711.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	8,998,939.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	1	0.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	0.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	75,000.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	75,000.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	75,000.
11	Enter the amount of line 10 to be Credited to 2010 estimated tax ☒ Refunded ☐	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a	X	
4b	X	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

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

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

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

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

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

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the foundation have at least \$5,000 in assets at any time during the year?
If "Yes," complete Part II, col. (c), and Part XV.

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ CA, WI

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

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

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► WWW.LLHF.ORG

14 The books are in care of ► DAVID R. JONES, CFO Telephone no ► (707) 762-6691
 Located at ► 755 BAYWOOD DRIVE, SUITE 180, PETALUMA, CA ZIP+4 ► 94954

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐
 and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

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

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

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

6b

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

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		880,542.	168,405.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
WELLINGTON TRUST COMPANY, NA P.O. BOX 13766, NEWARK, NJ 07188	INVESTMENT MGMT	97,800.
ANGELES INVESTMENT ADVISORS, LLC - 429 SANTA MONICA BLVD., #500, SANTA MONICA, CA 90401	INVESTMENT ADVICE	82,999.
LORNA BECCARIA 2620 HALE DRIVE, BURLINGAME, CA 94010	MEDICAL ADVISORY	60,000.
CALAMOS ADVISORS LLC 2020 CALAMOS COURT, NAPERVILLE, IL 60563	INVESTMENT MGMT	56,217.
SANDS CAPITAL MANAGEMENT, LLC 1100 WILSON ROAD, #3050, ARLINGTON, VA 22209	INVESTMENT MGMT	49,443.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 SEE STATEMENT 15	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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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	101,726,024.
b	Average of monthly cash balances	1b	692,894.
c	Fair market value of all other assets	1c	139,838.
d	Total (add lines 1a, b, and c)	1d	102,558,756.
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	102,558,756.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,538,381.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	101,020,375.
6	Minimum investment return. Enter 5% of line 5	6	5,051,019.

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	5,051,019.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	39,660.
c	Add lines 2a and 2b	2c	39,660.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,011,359.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	5,011,359.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	5,011,359.

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	8,998,939.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
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	8,998,939.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,998,939.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				5,011,359.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				3,453,349.
e From 2008				5,360,807.
f Total of lines 3a through e	8,814,156.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 8,998,939.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				5,011,359.
e Remaining amount distributed out of corpus	3,987,580.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	12,801,736.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	12,801,736.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				3,453,349.
d Excess from 2008				5,360,807.
e Excess from 2009				3,987,580.

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)				
a Paid during the year				
SEE STATEMENT 16				8,013,196.
Total				
b Approved for future payment				
Total SEE STATEMENT 17				11685202.

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

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

[illegible]

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

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

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

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

Sign Here

Signature of officer or trustee

Date _____

Title

Date _____

Che

self-employed

Preparer's identifying number	
-------------------------------	--

P00027123

Preparer's
signature

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

Darla A. Wilson, CPA
GILBERT ASSOCIATES, INC.

2880 GATEWAY OAKS DR, STE 100
SACRAMENTO, CA 95833

FIN ▶ 68-0037990

Phone no 916-646-6464

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	THE NORTHERN TRUST COMPANY #0430 - SEE ATTACHED	P	VARIOUS	VARIOUS
b	THE NORTHERN TRUST COMPANY #0430 - SEE ATTACHED	P	VARIOUS	VARIOUS
c	THE NORTHERN TRUST COMPANY #0430 - CAP GAIN DSTRB	P	VARIOUS	VARIOUS
d	THE NORTHERN TRUST COMPANY #4436 - SEE ATTACHED	P	VARIOUS	VARIOUS
e	THE NORTHERN TRUST COMPANY #4436 - SEE ATTACHED	P	VARIOUS	VARIOUS
f	THE NORTHERN TRUST COMPANY #4436 - CAP GAIN DSTRB	P	VARIOUS	VARIOUS
g	THE NORTHERN TRUST COMPANY #0328 - SEE ATTACHED	P	VARIOUS	VARIOUS
h	THE NORTHERN TRUST COMPANY #0328 - SEE ATTACHED	P	VARIOUS	VARIOUS
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,634,907.		3,251,011.	<616,104.>
b 6,565,093.		10,916,453.	<4,351,360.>
c 73,818.			73,818.
d 888,172.		1,036,719.	<148,547.>
e 2,553,741.		3,135,685.	<581,944.>
f 121.			121.
g		655,827.	<655,827.>
h		76,563.	<76,563.>
i			
j			
k			
l			
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<616,104.>
b			<4,351,360.>
c			73,818.
d			<148,547.>
e			<581,944.>
f			121.
g			<655,827.>
h			<76,563.>
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	<6,356,406.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BANK OF MARIN	1,424.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,424.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NORTHERN TRUST	2,400,391.	0.	2,400,391.
TOTAL TO FM 990-PF, PART I, LN 4	2,400,391.	0.	2,400,391.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BOOK-TAX DIFFERENCE - CAPITAL LOSS	<1,817,844.>	0.	
BOOK-TAX DIFFERENCE - DIV & INT	<318,671.>	0.	
PARTNERSHIP NET INCOME - BOOK	322,522.	322,522.	
PARTNERSHIP NET INCOME - TAX ADJUSTMENT	0.	<2,613,792.>	
LEGAL FEE RECOVERY	85,400.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<1,728,593.>	<2,291,270.>	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	35,172.	0.		60,756.
TO FM 990-PF, PG 1, LN 16A	35,172.	0.		60,756.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	25,250.	12,120.		13,130.
TO FORM 990-PF, PG 1, LN 16B	25,250.	12,120.		13,130.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGAGEMENT CONSULTING	306,885. 161,737.	308,869. 92,686.		0. 69,051.
TO FORM 990-PF, PG 1, LN 16C	468,622.	401,555.		69,051.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INCOME TAX	14,290.	0.		0.
FOREIGN TAXES	0.	28,695.		0.
TO FORM 990-PF, PG 1, LN 18	14,290.	28,695.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	24,607.	11,811.		12,796.
SUPPLIES	3,226.	1,548.		1,678.
REPAIRS & MAINTENANCE	3,447.	1,655.		1,792.
ADMINISTRATIVE COSTS	2,992.	1,436.		1,556.
TO FORM 990-PF, PG 1, LN 23	34,272.	16,450.		17,822.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST	75,543,473.	75,543,473.
TOTAL TO FORM 990-PF, PART II, LINE 10B	75,543,473.	75,543,473.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST	28,013,789.	28,013,789.
TOTAL TO FORM 990-PF, PART II, LINE 10C	28,013,789.	28,013,789.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN LIMITED PARTNERSHIPS	FMV	8,463,515.	8,463,515.
LONG TERM INVESTMENTS - NORTHERN TRUST CASH & CASH EQUIVALENTS	FMV	178,688.	178,688.
TOTAL TO FORM 990-PF, PART II, LINE 13		8,642,203.	8,642,203.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	12
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LEASEHOLD IMPROVEMENTS	95,257.	83,998.	11,259.
EQUIPMENT	49,913.	43,682.	6,231.
FURNITURE AND FIXTURES	25,887.	23,864.	2,023.
TOTAL TO FM 990-PF, PART II, LN 14	171,057.	151,544.	19,513.

FORM 990-PF	OTHER ASSETS		STATEMENT 13
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ARW, LLC	715,492.	773,827.	773,827.
PATHWAY PRIVATE EQUITY FUND	561,787.	1,054,071.	1,054,071.
INTEREST RECEIVABLE	297,746.	139,838.	139,838.
PORTFOLIO ADVISORS PRIVATE EQUITY	715,600.	885,975.	885,975.
PREPAID INCOME TAXES	116,400.	157,689.	157,689.
TO FORM 990-PF, PART II, LINE 15	2,407,025.	3,011,400.	3,011,400.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 14
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PETER J. DONNICI 755 BAYWOOD DR., #180 PETALUMA, CA 94954	PRESIDENT & CEO 32.50	141,792.	29,070.	0.
STEPHEN J. SCHWARTZ 755 BAYWOOD DR., #180 PETALUMA, CA 94954	VICE PRESIDENT 20.00	94,333.	10,184.	0.
WALTER HILLBLOM 755 BAYWOOD DR., #180 PETALUMA, CA 94954	VICE PRESIDENT 25.00	99,167.	24,070.	0.
TERRY C. HILLBLOM 755 BAYWOOD DR., #180 PETALUMA, CA 94954	COO 27.50	127,229.	39,891.	0.
GRANT A. ANDERSON 755 BAYWOOD DR., #180 PETALUMA, CA 94954	VICE PRESIDENT 27.50	117,521.	33,759.	0.
DAVID R. JONES 755 BAYWOOD DR., #180 PETALUMA, CA 94954	CFO 32.50	116,000.	31,431.	0.
E. LEWIS REID 755 BAYWOOD DR., #180 PETALUMA, CA 94954	DIRECTOR 7.00	39,500.	0.	0.

THE LARRY L. HILLBLOM FOUNDATION, INC.

94-3241600

JANICE QUISTAD 755 BAYWOOD DR., #180 PETALUMA, CA 94954	DIRECTOR 7.00	36,500.	0.	0.
PAUL KIMOTO 755 BAYWOOD DR., #180 PETALUMA, CA 94954	DIRECTOR 7.00	36,000.	0.	0.
IDA O'BRIEN 755 BAYWOOD DR., #180 PETALUMA, CA 94954	DIRECTOR 7.00	34,500.	0.	0.
JOSEPH WAECHTER 755 BAYWOOD DR., #180 PETALUMA, CA 94954	DIRECTOR 7.00	38,000.	0.	0.
WILLIAM A. ROBINSON 755 BAYWOOD DR., #180 PETALUMA, CA 94954	DIRECTOR 0.00	0.	0.	0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

880,542. 168,405. 0.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 15

ACTIVITY ONE

THE PURPOSE OF THE FOUNDATION IS TO SUPPORT MEDICAL RESEARCH
IN THE AREAS OF DIABETES AND AGING. GRANT RECIPIENTS ARE
SELECTED BASED UPON THIS CRITERIA IN FURTHERANCE OF THE
ORGANIZATION'S EXEMPT PURPOSE.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

0.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 16

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
REGENTS, UNIVERSITY OF CALIF. C/O UCSF, P.O. BOX 0248 SAN FRANCISCO, CA 94143	NONE GENERAL SUPPORT	PUBLIC	1906884.
DIABETES SOCIETY OF SANTA CLARA 1165 LINCOLN AVE., SUITE 300 SAN JOSE, CA 95125	NONE GENERAL SUPPORT	PUBLIC	250,000.
CONSERVATION STRATEGY FUND P.O. BOX 153 PHILO, CA 95466	NONE GENERAL SUPPORT	PUBLIC	18,000.
SONOMA VALLEY HOSPITAL FUND 347 ANDRIEUX STREET SONOMA, CA 95476	NONE GENERAL SUPPORT	PUBLIC	2,500.
JEWISH FAMILY & CHILDREN 2150 POST STREET SAN FRANCISCO, CA 94115	NONE GENERAL SUPPORT	PUBLIC	35,000.
KINGSBURG JOINT UNION HIGH SCHOOL 1900-18TH AVE. KINGSBURG, CA 93631	NONE GENERAL SUPPORT	PUBLIC	354,570.
IN SPIRIT P.O. BOX 383 WOODACRE, CA 94973	NONE GENERAL SUPPORT	PUBLIC	15,000.
THE MORGAN CENTER 201 COVINGTON ROAD LOS ALTOS, CA 94824	NONE GENERAL SUPPORT	PUBLIC	5,000.

THE LARRY L. HILLBLOM FOUNDATION, INC.

94-3241600

LUTHERAN CAMPUS COUNCIL 2311 E. SHAW AVE. FRESNO, CA 93710	NONE GENERAL SUPPORT	PUBLIC	20,000.
SONOMA LAND TRUST 1122 SONOMA AVE. SANTA ROSA, CA 95405	NONE GENERAL SUPPORT	PUBLIC	2,500.
AMERICAN ASSIST CAMBODIA P.O. BOX 2716 GPO NEW YORK, NY 10116	NONE GENERAL SUPPORT	PUBLIC	10,000.
THE WHITTIER INST. DIABETES 9894 GENESEE AVE., #316 LA JOLLA, CA 92037	NONE GENERAL SUPPORT	PUBLIC	335,000.
REGENTS, UNIVERSITY OF CALIF. C/O UCLA 10920 WILSHIRE BLVD LOS ANGELES, CA 90024-6503	NONE GENERAL SUPPORT	PUBLIC	864,810.
STANFORD UNIVERSITY 770 WELCH ROAD #400 PALO ALTO, CA 94304-1515	NONE GENERAL SUPPORT	PUBLIC	1149820.
TRAVER ELEMENTARY SCHOOL P.O. BOX 69 TRAVER, CA 93673	NONE GENERAL SUPPORT	PUBLIC	25,873.
SONOMA STATE UNIVERSITY 1801 E. COTATI AVE. ROHNERT PARK, CA 94928	NONE GENERAL SUPPORT	PUBLIC	10,000.
REGENTS, UNIVERSITY OF CALIF. C/O UC IRVINE 300 UNIV. TOWER IRVINE, CA 92697	NONE GENERAL SUPPORT	PUBLIC	627,167.
MOUNT ST. MARY'S COLLEGE 10 CHESTER PLACE LOS ANGELES, CA 90007	NONE GENERAL SUPPORT	PUBLIC	15,000.

THE LARRY L. HILLBLOM FOUNDATION, INC.

94-3241600

ST. ISABELLA ELEMENTARY SCHOOL P.O. BOX 6188 SAN RAFAEL, CA 94903	NONE GENERAL SUPPORT	PUBLIC	2,000.
VALLEY PERFORMING ARTS COUNCIL P.O. BOX 71 KINGSBURG, CA 93631	NONE GENERAL SUPPORT	PUBLIC	31,252.
SELF HELP FOR THE ELDERLY 120 MONTGOMERY ST. #2425 SAN FRANCISCO, CA 94104	NONE GENERAL SUPPORT	PUBLIC	5,000.
PETALUMA VALLEY HOSPITAL 400 NORTH MCDOWELL BLVD. PETALUMA, CA 94954	NONE GENERAL SUPPORT	PUBLIC	15,000.
THE BUCK INSTITUTE 8001 REDWOOD BLVD NOVATO, CA 94945	NONE GENERAL SUPPORT	PUBLIC	461,048.
ST. JUDE CHILDREN'S RESEARCH 501 ST. JUDE PLACE MEMPHIS, TN 38105	NONE GENERAL SUPPORT	PUBLIC	10,000.
COMMUNITY SERVICE FUND 800 BRYANT STREET SAN FRANCISCO, CA 94103	NONE GENERAL SUPPORT	PUBLIC	10,000.
KINGSBURG HISTORICAL SOCIETY P.O. BOX 282 KINGSBURG, CA 93631	NONE GENERAL SUPPORT	PUBLIC	116,907.
CHP 11-99 FOUNDATION P.O. BOX 723 NORWALK, CA 90650	NONE GENERAL SUPPORT	PUBLIC	2,000.
MARINE APPLIED RESEARCH AND EXPLORATION 5805 OCEAN VIEW DRIVE OAKLAND, CA 94618	NONE GENERAL SUPPORT	PUBLIC	5,000.

THE LARRY L. HILLBLOM FOUNDATION, INC.

94-3241600

WOMEN FOR WOMEN INTERNATIONAL 1850 M ST. NW #1090 WASHINGTON, DC 20036	NONE GENERAL SUPPORT	PUBLIC	2,000.
UMKC LAW FOUNDATION 5100 ROCKHILL RD KANSAS CITY, MO 64110	NONE GENERAL SUPPORT	PUBLIC	5,000.
THE TRUST FOR PUBLIC LAND 116 NEW MONTGOMERY STREET SAN FRANCISCO, CA 94105	NONE GENERAL SUPPORT	PUBLIC	2,000.
NEPALESE YOUTH OPPORTUNITY 3030 BRIDGEWAY, SUITE 123 SAUSALITO, CA 94965	NONE GENERAL SUPPORT	PUBLIC	2,500.
THE J DAVID GLADSTONE INSTITUTE 1650 OWENS STREET SAN FRANCISCO, CA 94158	NONE GENERAL SUPPORT	PUBLIC	120,000.
BOY & GIRLS CLUB OF LAKE TAHOE P.O. BOX 17846 S. LAKE TAHOE, CA 96151	NONE GENERAL SUPPORT	PUBLIC	5,000.
KINGS RIVER UNION SCHOOL 3961 AVENUE 400 KINGSBURG, CA 93631	NONE GENERAL SUPPORT	PUBLIC	10,000.
HEALTHCARE FOUNDATION P.O. BOX 1025 HEALDSBURG, CA 95448	NONE GENERAL SUPPORT	PUBLIC	3,500.
BETHEL LUTHERAN HOME, INC. 2280 DOCKERY AVENUE SELMA, CA 93662	NONE GENERAL SUPPORT	PUBLIC	15,220.
CYSTIC FIBROSIS FOUNDATION, NORTHERN CALIFORNIA CHAPTER THREE HARBOR DRIVE, SUITE 105 SAUSALITO, CA 94965	NONE GENERAL SUPPORT	PUBLIC	5,000.

THE LARRY L. HILLBLOM FOUNDATION, INC.

94-3241600

OAKLAND SCHOOL FOR THE ARTS 2227 UNION STREET SAN FRANCISCO, CA 94123	NONE GENERAL SUPPORT	PUBLIC	60,000.
PHILANTHROPIC VENTURES FOUNDATION 1222 PRESERVATION PARK WAY OAKLAND, CA 94612-1201	NONE GENERAL SUPPORT	PUBLIC	5,000.
AUTISM SPEAKS 5455 WILSHIRE BLVD., SUITE 2250 LOS ANGELES, CA 90036	NONE GENERAL SUPPORT	PUBLIC	2,000.
FRESNO AREA DOWN SYNDROME SOCIETY 4420 N. FIRST STREET, SUITE 106 FRESNO, CA 91726-2328	NONE GENERAL SUPPORT	PUBLIC	15,000.
FRIENDS OF FRESNO COUNTY LIBRARY 1399 DRAPER STREET KINGSBURG, CA 93631	NONE GENERAL SUPPORT	PUBLIC	40,000.
MARIN CATHOLIC HIGH SCHOOL 159 MARK TWAIN DRIVE SAN RAFAEL, CA 94903	NONE GENERAL SUPPORT	PUBLIC	7,500.
PALO ALTO INSTITUTE FOR RESEARCH & EDUCATION 3801 MIRANDA AVENUE, PO BOX V-38 PALO ALTO, CA 94304	NONE GENERAL SUPPORT	PUBLIC	60,000.
PETALUMA CITY SCHOOLS 200 DOUGLAS STREET PETALUMA, CA 94952	NONE GENERAL SUPPORT	PUBLIC	5,000.
BUILDING TOGETHER PETALUMA, INC PO BOX 100 PETALUMA, CA 94953	NONE GENERAL SUPPORT	PUBLIC	5,000.
UC DAVIS 4860 Y STREET, SUITE 3700 SACRAMENTO, CA 95817	NONE GENERAL SUPPORT	PUBLIC	371,953.

THE LARRY L. HILLBLOM FOUNDATION, INC.

94-3241600

UC SAN DIEGO 9500 GILMAN DRIVE, MC 0934 LA JOLLA, CA 92093-0934	NONE GENERAL SUPPORT	PUBLIC	498,117.
UC SANTA BARBARA 3227 CHEADLE HALL SANTA BARBARA, CA 93106-2050	NONE GENERAL SUPPORT	PUBLIC	367,575.
UCSF DEPARTMENT OF NEUROLOGY 505 PARNASSUS AVE., M798; BOX 0114 SAN FRANCISCO, CA 94143-0114	NONE GENERAL SUPPORT	PUBLIC	20,000.
WEST MARIN COMMUNITY SERVICES PO BOX 1093 POINT REYES STATION, CA 94956	NONE GENERAL SUPPORT	PUBLIC	3,000.
WESTERN MARIN SENIOR SERVICES PO BOX 791 POINT REYES STATION, CA 94956-0791	NONE GENERAL SUPPORT	PUBLIC	4,000.
NEW PATH P.O. BOX 874 KINGSBURG, CA 93631	NONE GENERAL SUPPORT	PUBLIC	10,000.
CALIFORNIA MARITIME ACADEMY 200 MARITIME ACADEMY DRIVE VALLEJO, CA 94590	NONE GENERAL SUPPORT	PUBLIC	10,000.
CINNABAR THEATER 3333 PETALUMA BLVD. NORTH PETALUMA, CA 94952	NONE GENERAL SUPPORT	PUBLIC	5,000.
HOPE LUTHERAN CHURCH 364 E. BARSTOW FRESNO, CA 93710	NONE GENERAL SUPPORT	PUBLIC	10,000.
JONI & FRIENDS CENTRAL CALIFORNIA 770 E. SHAW, # 127 FRESNO, CA 93710	NONE GENERAL SUPPORT	PUBLIC	18,000.

THE LARRY L. HILLBLOM FOUNDATION, INC.

94-3241600

THE DANTA BENEDETTI FOUNDATION NONE
863 EI PINTADO DANVILLE, CA GENERAL SUPPORT
94526

PUBLIC 5,000.

LA LUZ CENTER NONE
P.O. BOX 1016 BOYES HOT GENERAL SUPPORT
SPRINGS, CA 95416

PUBLIC 5,500.

WHISPERING PALMS SCHOOL NONE
P.O. BOX 500095 SAIPAN, MP GENERAL SUPPORT
96950

PUBLIC 10,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

8,013,196.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
APPROVED FOR FUTURE PAYMENT

STATEMENT 17

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BUCK INST.-LLH RESEARCH CENTER/AGING 8001 REDWOOD BLVD. NOVATO, CA 94945	NONE GENERAL SUPPORT	PUBLIC	500,000.
HAYEK - WHITTIER INSTITUTE (NET) 9894 GENESSE AVE. LA JOLLA, CA 92037	NONE GENERAL SUPPORT	PUBLIC	609,534.
GERMAN-UCSF (NET) 1885 FOLSOM ST., BOX 0987 SAN FRANCISCO, CA 94143	NONE GENERAL SUPPORT	PUBLIC	530,021.
LITHGOW - BUCK INSTITUTE (NET) 8001 REDWOOD BLVD. NOVATO, CA 94945	NONE GENERAL SUPPORT	PUBLIC	533,907.
GLABE - UC IRVINE (NET) 300 UNIVERSITY TOWER IRVINE, CA 92697	NONE GENERAL SUPPORT	PUBLIC	609,534.
MOBLEY - STANFORD (NET) P.O. BOX 44253 SAN FRANCISCO, CA 94144	NONE GENERAL SUPPORT	PUBLIC	751,398.
MILLER - UCSF (NET) 1885 FOLSOM ST., BOX 0987 SAN FRANCISCO, CA 94143	NONE GENERAL SUPPORT	PUBLIC	609,534.
CARMICHAEL - UCLA (NET) 10920 WILSHIRE BLVD. LOS ANGELES, CA 90024	NONE GENERAL SUPPORT	PUBLIC	549,978.

THE LARRY L. HILLBLOM FOUNDATION, INC.

94-3241600

PRICE - UCSF (FEL) 1885 FOLSOM ST., BOX 0987 SAN FRANCISCO, CA 94143	NONE GENERAL SUPPORT	PUBLIC	60,000.
BUTLER - UCLA (NET) 10920 WILSHIRE BLVD LOS ANGELES, CA 90024	NONE GENERAL SUPPORT	PUBLIC	1062911.
KOSIK - UCSB (NET) SAASB BLDG., 1212 SANTA BARBARA, CA 93106	NONE GENERAL SUPPORT	PUBLIC	1041856.
DECARLI - UC DAVIS (NET) 1850 RESEARCH PARK DR.300 DAVIS, CA 95618	NONE GENERAL SUPPORT	PUBLIC	1054271.
DUGAN - UCSD (NET) 9500 GILMAN DR. LA JOLLA, CA 92093	NONE GENERAL SUPPORT	PUBLIC	1043402.
PRUSINER - UCSF (NET) 1885 FOLSOM ST., BOX 0987 SAN FRANCISCO, CA 94143	NONE GENERAL SUPPORT	PUBLIC	1062902.
JOUIHAN - STANFORD (FEL) P.O. BOX 44253 SAN FRANCISCO, CA 94144	NONE GENERAL SUPPORT	PUBLIC	60,000.
LEE - STANFORD (FEL) P.O. BOX 44253 SAN FRANCISCO, CA 94144	NONE GENERAL SUPPORT	PUBLIC	60,000.
COSTES - UCLA (FEL) 11000 KINROSS AVE. 102 LOS ANGELES, CA 90095	NONE GENERAL SUPPORT	PUBLIC	60,000.
LI - STANFORD (FEL) P.O. BOX 44253 SAN FRANCISCO, CA 94144	NONE GENERAL SUPPORT	PUBLIC	60,000.

THE LARRY L. HILLBLOM FOUNDATION, INC.

94-3241600

ROY - UCSD (SUP) 9500 GILMAN DR. LA JOLLA, CA 92093	NONE GENERAL SUPPORT	PUBLIC	70,000.
GUO - UCLA (SUP) 11000 KINROSS AVE. 102 LOS ANGELES, CA 90095	NONE GENERAL SUPPORT	PUBLIC	70,000.
PELTZ - UC IRVINE (FEL) 300 UNIV. TOWER IRVINE, CA 92697	NONE GENERAL SUPPORT	PUBLIC	60,000.
POSSIN - UCSF (FEL) 1885 FOLSOM ST., BOX 0987 SAN FRANCISCO, CA 94143	NONE GENERAL SUPPORT	PUBLIC	120,000.
NOSHENY - STANFORD (FEL) P.O. BOX 44253 SAN FRANCISCO, CA 94144	NONE GENERAL SUPPORT	PUBLIC	60,000.
SAGI - STANFORD (FEL) P.O. BOX 44253 SAN FRANCISCO, CA 94144	NONE GENERAL SUPPORT	PUBLIC	60,000.
LUCIN - PALO ALTO INSTITUTE (FEL) 3801 MIRANDA AVE. PALO ALTO, CA 94304	NONE GENERAL SUPPORT	PUBLIC	60,000.
KENYON - UCSF (CTR) P.O. BOX 0248 SAN FRANCISCO, CA 94243	NONE GENERAL SUPPORT	PUBLIC	150,000.
BUTLER - UCLA (CTR) 10920 WILSHIRE BLVD. LOS ANGELES, CA 90024	NONE GENERAL SUPPORT	PUBLIC	75,000.
BUCK INST.-LLH RESEARCH CTR. AGING (CTR) 8001 REDWOOD BLVD NOVATO, CA 94945	NONE GENERAL SUPPORT	PUBLIC	75,000.

THE LARRY L. HILLBLOM FOUNDATION, INC.

94-3241600

CHAWLA-STANFORD (NET) NONE
P.O. BOX 44253 SAN FRANCISCO, GENERAL SUPPORT
CA 94144

PUBLIC

971,177.

LESS EXPECTED DISCOUNT

<345,223.>

TOTAL TO FORM 990-PF, PART XV, LINE 3B

11,685,202.

2009 Tax Information Statement

Page 6 of 19
Ref: JEC

Account Number: 26-00430
Recipient's Tax ID number: 94-3241600

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

2009 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
Short Term Sales								
132548.4600	61744J143	MFO MORGAN STANLEY INSTL FD INC	04/02/2008	04/02/2009	634,907.13	1,340,064.94	-705,157.81	0.00
		GLOBAL REAL ESTATE PORT CL						
185528.7600	922031794	MFO VANGUARD GNMA FD ADMIRAL SH	10/23/2008	10/08/2009	2,000,000.00	1,910,946.22	89,053.78	0.00
Total Short Term Sales						3,251,011.16	-616,104.03	0.00
Long Term 15% Sales								
62500.0000	256206103	MFO DODGE & COX INTL STK FD	12/20/2007	04/02/2009	1,300,000.00	2,967,499.94	-1,667,499.94	0.00
25464.3500	256219106	MFO DODGE & COX STOCK FD	10/03/2002	04/02/2009	1,700,000.00	2,061,339.06	-361,339.06	0.00
		OPEN END FD						
222357.5900	61744J143	MFO MORGAN STANLEY INSTL FD INC	04/01/2008	04/02/2009	1,065,092.87	2,234,693.76	-1,169,600.89	0.00
		GLOBAL REAL ESTATE PORT CL						
49251.3800	256206103	MFO DODGE & COX INTL STK FD	12/20/2007	06/26/2009	1,250,000.00	2,338,455.48	-1,088,455.48	0.00
16237.9800	256219106	MFO DODGE & COX STOCK FD	10/03/2002	06/26/2009	1,250,000.00	1,314,464.43	-64,464.43	0.00
		OPEN END FD						
Total Long Term 15% Sales						6,565,092.87	-4,351,359.80	0.00

This is important tax information and is being furnished to you.



Northern Trust

2009 Tax Information Statement

THE LARRY L. HILLBLOM FOUNDATION, INC.

Account Number:

26-00430

Tax ID Number:

XX-XXX1600

Ref: JEC

Capital Gain Distributions (15%)

Description	Amount of dividend
MFO PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL	45,784.44
MFO VANGUARD GNMA FD ADMIRAL SH	27,321.91
PVTPL ICN PHARMACEUTICALS INC NEW GCB144A ICN PHARCV 6.5 /07-15-2008	712.12
Total capital gain distributions (15%)	73,818.47

2009 Tax Information Statement

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Ref: JEC

Account Number: 26-24436
Recipient's Tax ID number: 94-3241600
Corrected ☐ 2nd TIN notice ☐

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Recipient's Name and Address
THE LARRY L. HILLBLOM
FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954

2009 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
Short Term Sales								
1400.0000	023135106	AMAZON COM INC	VARIOUS	04/02/2009	104,943.41	106,353.61	-1,410.20	0.00
600.0000	037833100	APPLE COMPUTER INC	VARIOUS	04/02/2009	67,157.14	66,538.84	618.30	0.00
700.0000	30249U101	FMC TECHNOLOGIES INC COM	VARIOUS	04/02/2009	23,283.13	46,461.32	-23,178.19	0.00
900.0000	45865V100	INTERCONTINENTAL EXCHANGE INC COM	VARIOUS	04/02/2009	68,962.74	77,407.15	-8,444.41	0.00
700.0000	46120E602	INTUITIVE SURGICAL INC COM NEW STK	VARIOUS	04/02/2009	66,597.62	106,943.90	-40,346.28	0.00
4800.0000	517834107	LAS VEGAS SANDS CORP COM STK	VARIOUS	04/02/2009	19,727.89	261,782.57	-242,034.68	0.00
1500.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	VARIOUS	04/02/2009	31,355.67	49,107.77	-17,752.10	0.00
700.0000	61166W101	MONSANTO CO COM	VARIOUS	04/02/2009	57,371.18	52,311.12	5,060.06	0.00
725.0000	637071101	NATIONAL OILWELL INC	VARIOUS	04/02/2009	22,495.68	35,646.87	-13,151.19	0.00
1600.0000	747525103	QUALCOMM INC	12/22/2008	04/02/2009	64,335.63	55,293.76	9,041.87	0.00
720.0000	92826C839	VISA INC COM CL A STK	VARIOUS	04/02/2009	39,991.45	42,970.30	-2,978.85	0.00
521.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	VARIOUS	07/01/2009	14,548.13	16,050.79	-1,502.66	0.00
120.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	VARIOUS	07/01/2009	3,347.44	3,722.82	-375.38	0.00
26.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	10/08/2008	07/02/2009	713.93	771.19	-57.26	0.00

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2009 Tax Information Statement

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Ref: JEC

Account Number: 26-24436
Recipient's Tax ID number: 94-3241600
Recipient's Name and Address
THE LARRY L. HILLBLOM
FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
26.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	10/08/2008	07/02/2009	719.40	771.19	-51.79	0.00
63.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	10/14/2008	07/06/2009	1,692.12	1,864.26	-172.14	0.00
77.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	VARIOUS	07/06/2009	2,071.12	2,283.76	-212.64	0.00
61.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	VARIOUS	07/07/2009	1,648.87	1,801.29	-152.42	0.00
51.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	VARIOUS	07/07/2009	1,380.19	1,503.35	-123.16	0.00
17.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	10/06/2008	07/08/2009	453.09	501.09	-48.00	0.00
63.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	10/06/2008	07/08/2009	1,677.58	1,856.97	-179.39	0.00
37.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	10/06/2008	07/09/2009	987.95	1,090.60	-102.65	0.00
38.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	10/06/2008	07/09/2009	1,010.56	1,120.08	-109.52	0.00
250.0000	501014112	KRISPY KREME DOUGHNUTS INC WT EXP	03/18/2009	07/17/2009	12.49	2.50	9.99	0.00
105.0000	46120E602	INTUITIVE SURGICAL INC COM NEW STK	VARIOUS	08/06/2009	23,971.35	10,476.91	13,494.44	0.00
19.0000	46120E602	INTUITIVE SURGICAL INC COM NEW STK	01/26/2009	08/06/2009	4,313.72	1,893.69	2,420.03	0.00
66.0000	46120E602	INTUITIVE SURGICAL INC COM NEW STK	VARIOUS	08/07/2009	15,304.31	6,572.64	8,731.67	0.00
54.0000	46120E602	INTUITIVE SURGICAL INC COM NEW STK	01/26/2009	08/10/2009	12,377.39	5,340.10	7,037.29	0.00

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2009 Tax Information Statement

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Ref: JEC

Account Number: 26-24436
Recipient's Tax ID number: 94-3241600

Recipient's Name and Address
THE LARRY L. HILLBLOM
FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
56.0000	46120E602	INTUITIVE SURGICAL INC COM NEW STK	01/26/2009	08/11/2009	12,678.63	5,537.88	7,140.75	0.00
3943.0000	517834107	LAS VEGAS SANDS CORP COM STK	VARIOUS	09/10/2009	63,875.74	21,686.50	42,189.24	0.00
2257.0000	517834107	LAS VEGAS SANDS CORP COM STK	VARIOUS	09/10/2009	36,508.29	14,224.06	22,284.23	0.00
999.0000	517834107	LAS VEGAS SANDS CORP COM STK	11/10/2008	09/18/2009	18,708.08	5,494.50	13,213.58	0.00
203.0000	517834107	LAS VEGAS SANDS CORP COM STK	11/10/2008	09/21/2009	3,751.02	1,116.50	2,634.52	0.00
670.0000	517834107	LAS VEGAS SANDS CORP COM STK	11/10/2008	09/22/2009	12,846.71	3,685.00	9,161.71	0.00
1328.0000	517834107	LAS VEGAS SANDS CORP COM STK	11/10/2008	09/23/2009	25,784.97	7,304.00	18,480.97	0.00
1757.0000	517834107	LAS VEGAS SANDS CORP COM STK	11/10/2008	09/24/2009	30,906.76	9,663.50	21,243.26	0.00
1743.0000	517834107	LAS VEGAS SANDS CORP COM STK	11/10/2008	09/25/2009	30,660.15	9,586.50	21,073.65	0.00
Total Short Term Sales						888,171.52	-148,547.36	0.00
Long Term 15% Sales								
878.0000	023135106	AMAZON COM INC	VARIOUS	01/26/2009	43,741.36	71,199.99	-27,458.63	0.00
547.0000	023135106	AMAZON COM INC	01/18/2008	01/27/2009	26,356.12	44,186.39	-17,830.27	0.00
1075.0000	023135106	AMAZON COM INC	VARIOUS	01/27/2009	51,982.08	86,637.77	-34,655.69	0.00
400.0000	00383Y102	ABRAXIS BIOSCIENCE INC NEW COM	VARIOUS	04/02/2009	18,575.89	25,733.83	-7,157.94	0.00
2900.0000	018490102	ALLERGAN INC	01/09/2004	04/02/2009	139,566.06	116,899.00	22,667.06	0.00
300.0000	023135106	AMAZON COM INC	02/25/2008	04/02/2009	22,487.87	21,765.63	722.24	0.00
1800.0000	02364W105	AMERICA MOVIL S A DE CV SPON ADR SER L SHARES	VARIOUS	04/02/2009	52,560.78	65,716.09	-13,155.31	0.00
700.0000	037833100	APPLE COMPUTER INC	VARIOUS	04/02/2009	78,350.00	46,318.20	32,031.80	0.00

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2009 Tax Information Statement

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Ref: JEC

Account Number: 26-24436
Recipient's Tax ID number: 94-3241600
Recipient's Name and Address
THE LARRY L. HILLBLOM
FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
3100.0000	111320107	BROADCOM CORP CL A	VARIOUS	04/02/2009	67,672.62	97,312.58	-29,639.96	0.00
250.0000	125720105	CME GROUP INC COM STK	08/16/2005	04/02/2009	61,284.65	68,672.68	-7,388.03	0.00
5100.0000	268648102	EMC CORP MASS	VARIOUS	04/02/2009	61,607.65	94,413.30	-32,805.65	0.00
1100.0000	302490101	FMC TECHNOLOGIES INC COM	VARIOUS	04/02/2009	36,587.77	49,241.54	-12,653.77	0.00
1900.0000	372917104	GENZYME CORP GENL DIV	VARIOUS	04/02/2009	109,116.76	92,072.54	17,044.22	0.00
400.0000	38259F508	GOOGLE INC CL A CL A	11/26/2004	04/02/2009	145,247.18	71,348.68	73,898.50	0.00
500.0000	45865V100	INTERCONTINENTAL EXCHANGE INC COM	08/01/2006	04/02/2009	38,312.63	29,610.00	8,702.63	0.00
1300.0000	462846106	IRON MOUNTAIN INC	VARIOUS	04/02/2009	30,107.83	25,127.16	4,980.67	0.00
4100.0000	517834107	LAS VEGAS SANDS CORP COM STK	VARIOUS	04/02/2009	16,850.90	407,195.33	-390,344.43	0.00
1500.0000	615369105	MOODY'S CORP	01/09/2004	04/02/2009	33,773.81	45,015.00	-11,241.19	0.00
3375.0000	637071101	NATIONAL OILWELL INC	VARIOUS	04/02/2009	104,721.27	163,076.88	-58,355.61	0.00
1800.0000	79466L302	SALESFORCE COM INC COM STK	VARIOUS	04/02/2009	61,936.57	80,664.11	-18,727.54	0.00
2000.0000	806857108	SCHLUMBERGER LTD ISIN #AN8068571086	VARIOUS	04/02/2009	86,872.11	128,730.24	-41,858.13	0.00
6600.0000	855244109	STARBUCKS CORP	01/09/2004	04/02/2009	78,625.56	109,859.00	-33,033.44	0.00
1100.0000	863667101	STRYKER CORP	01/09/2004	04/02/2009	36,970.79	46,411.42	-9,440.63	0.00
1600.0000	92220P105	VARIAN MED SYS INC	VARIOUS	04/02/2009	49,070.76	85,202.15	-36,131.39	0.00
1280.0000	92826C839	VISA INC COM CL A STK	03/19/2008	04/02/2009	71,095.92	73,863.81	-2,767.89	0.00
707.0000	855244109	STARBUCKS CORP	01/09/2004	05/08/2009	9,654.90	11,746.81	-2,091.91	0.00
1072.0000	855244109	STARBUCKS CORP	01/09/2004	05/08/2009	14,715.29	17,811.28	-3,095.99	0.00

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2009 Tax Information Statement

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Ref: JEC

Account Number: 26-24436
Recipient's Tax ID number: 94-3241600

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
471.0000	855244109	STARBUCKS CORP	01/09/2004	05/11/2009	6,361.25	7,825.66	-1,464.41	0.00
750.0000	855244109	STARBUCKS CORP	01/09/2004	05/11/2009	10,022.22	12,461.25	-2,439.03	0.00
1031.0000	268648102	EMC CORP MASS	07/02/2007	05/22/2009	11,965.17	18,996.17	-7,031.00	0.00
821.0000	268648102	EMC CORP MASS	07/02/2007	05/22/2009	9,577.95	15,126.93	-5,548.98	0.00
282.0000	45865V100	INTERCONTINENTALEXCHANGE INC COM	VARIOUS	05/22/2009	28,457.66	16,690.12	11,767.54	0.00
1953.0000	855244109	STARBUCKS CORP	01/09/2004	05/22/2009	25,712.53	32,449.10	-6,736.57	0.00
1882.0000	268648102	EMC CORP MASS	07/02/2007	05/26/2009	22,331.04	34,675.85	-12,344.81	0.00
318.0000	45865V100	INTERCONTINENTALEXCHANGE INC COM	VARIOUS	05/26/2009	32,109.06	18,774.25	13,334.81	0.00
1247.0000	855244109	STARBUCKS CORP	01/09/2004	05/26/2009	16,426.30	20,718.90	-4,292.60	0.00
2532.0000	268648102	EMC CORP MASS	VARIOUS	05/27/2009	30,844.02	46,642.30	-15,798.28	0.00
3079.0000	268648102	EMC CORP MASS	VARIOUS	05/28/2009	36,205.33	56,582.14	-20,376.81	0.00
1881.0000	268648102	EMC CORP MASS	07/05/2007	05/29/2009	21,911.58	34,545.89	-12,634.31	0.00
855.0000	268648102	EMC CORP MASS	07/05/2007	06/02/2009	10,628.23	15,702.67	-5,074.44	0.00
694.0000	018490102	ALLERGAN INC	01/09/2004	06/03/2009	31,356.26	27,975.14	3,381.12	0.00
206.0000	018490102	ALLERGAN INC	01/09/2004	06/03/2009	9,407.75	8,303.86	1,103.89	0.00
719.0000	268648102	EMC CORP MASS	07/05/2007	06/03/2009	8,950.81	13,204.94	-4,254.13	0.00
200.0000	38259P508	GOOGLE INC CL A CL A	11/26/2004	06/03/2009	85,402.12	35,674.34	49,727.78	0.00
700.0000	00383Y102	ABRAXIS BIOSCIENCE INC NEW COM	VARIOUS	08/06/2009	21,940.93	37,133.75	-15,192.82	0.00
2026.0000	855244109	STARBUCKS CORP	01/09/2004	09/10/2009	40,248.69	33,661.99	6,586.70	0.00

This is important tax information and is being furnished to you.

2009 Tax Information Statement

Page 11 of 19
Ref: JEC

Recipient's Name and Address
THE LARRY L. HILLBLOM
FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954

Account Number: 26-24436
Recipient's Tax ID number: 94-3241600

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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
374.0000	855244109	STARBUCKS CORP	01/09/2004	09/11/2009	7,382.19	6,214.01	1,168.18	0.00
279.0000	615369105	MOODY'S CORP	01/09/2004	09/17/2009	6,854.85	8,372.79	-1,517.94	0.00
628.0000	615369105	MOODY'S CORP	01/09/2004	09/17/2009	15,449.22	18,846.28	-3,397.06	0.00
70.0000	615369105	MOODY'S CORP	01/09/2004	09/18/2009	1,661.88	2,100.70	-438.82	0.00
194.0000	615369105	MOODY'S CORP	01/09/2004	09/18/2009	4,622.09	5,821.94	-1,199.85	0.00
39.0000	615369105	MOODY'S CORP	01/09/2004	09/21/2009	885.51	1,170.39	-284.88	0.00
419.0000	615369105	MOODY'S CORP	01/09/2004	09/21/2009	9,395.28	12,574.19	-3,178.91	0.00
349.0000	615369105	MOODY'S CORP	01/09/2004	09/22/2009	7,820.01	10,473.49	-2,653.48	0.00
210.0000	615369105	MOODY'S CORP	01/09/2004	09/22/2009	4,716.79	6,302.10	-1,585.31	0.00
351.0000	615369105	MOODY'S CORP	01/09/2004	09/23/2009	7,401.86	10,533.51	-3,131.65	0.00
140.0000	615369105	MOODY'S CORP	01/09/2004	09/23/2009	2,973.27	4,201.40	-1,228.13	0.00
700.0000	037833100	APPLE COMPUTER INC	08/14/2006	09/24/2009	129,485.47	45,003.70	84,481.77	0.00
622.0000	111320107	BROADCOM CORP CL A	07/06/2007	09/24/2009	18,324.20	18,999.49	-675.29	0.00
421.0000	615369105	MOODY'S CORP	01/09/2004	09/24/2009	8,309.60	12,634.21	-4,324.61	0.00
421.0000	637071101	NATIONAL OILWELL INC	06/07/2007	09/24/2009	17,535.07	20,308.35	-2,773.28	0.00
1935.0000	111320107	BROADCOM CORP CL A	VARIOUS	09/25/2009	56,553.95	58,198.16	-1,644.21	0.00
443.0000	111320107	BROADCOM CORP CL A	07/05/2007	09/25/2009	12,945.36	13,239.90	-294.54	0.00
175.0000	615369105	MOODY'S CORP	01/09/2004	09/25/2009	3,384.41	5,251.75	-1,867.34	0.00
175.0000	615369105	MOODY'S CORP	01/09/2004	09/25/2009	3,328.34	5,251.75	-1,923.41	0.00
551.0000	637071101	NATIONAL OILWELL INC	06/07/2007	09/25/2009	23,026.35	26,579.33	-3,552.98	0.00

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2009 Tax Information Statement

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Ref: JEC

Recipient's Name and Address
THE LARRY L. HILLBLOM
FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954

Account Number: 26-24436
Recipient's Tax ID number: 94-3241600

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
210.0000	615389105	MOODY'S CORP	01/09/2004	09/28/2009	3,965.43	6,302.10	-2,336.67	0.00
140.0000	615389105	MOODY'S CORP	01/09/2004	09/28/2009	2,644.29	4,201.40	-1,557.11	0.00
28.0000	637071101	NATIONAL OILWELL INC.	06/07/2007	09/28/2009	1,190.28	1,350.67	-160.39	0.00
100.0000	018490102	ALLERGAN INC	01/09/2004	10/05/2009	5,499.56	4,031.00	1,468.56	0.00
30.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	VARIOUS	11/17/2009	948.23	883.59	64.64	0.00
67.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	10/06/2008	11/17/2009	2,120.15	1,974.87	145.28	0.00
53.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	10/10/2008	11/18/2009	1,658.79	1,512.90	145.89	0.00
77.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	VARIOUS	11/18/2009	2,420.04	2,195.33	224.71	0.00
97.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	VARIOUS	11/18/2009	3,035.59	2,779.50	256.09	0.00
10.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	10/10/2008	11/19/2009	293.78	283.89	9.89	0.00
92.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	10/10/2008	11/19/2009	2,718.93	2,611.81	107.12	0.00
136.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	10/10/2008	11/19/2009	4,055.61	3,860.93	194.68	0.00
197.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	10/10/2008	11/20/2009	5,719.29	5,592.67	126.62	0.00
142.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	10/10/2008	11/20/2009	4,130.07	4,031.27	98.80	0.00

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2009 Tax Information Statement

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Ref: JEC

Recipient's Name and Address
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FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954

Account Number: 26-24436
Recipient's Tax ID number: 94-3241600

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
141.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	10/10/2008	11/23/2009	4,129.92	4,002.88	127.04	0.00
92.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	10/10/2008	11/23/2009	2,677.72	2,611.80	65.92	0.00
108.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	10/10/2008	11/23/2009	3,138.27	3,066.03	72.24	0.00
142.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	VARIOUS	11/24/2009	4,143.01	4,030.27	112.74	0.00
107.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	VARIOUS	11/24/2009	3,119.31	2,930.62	188.69	0.00
50.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	11/05/2008	11/25/2009	1,473.27	1,292.29	180.98	0.00
93.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	VARIOUS	11/25/2009	2,747.73	2,404.93	342.80	0.00
35.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	11/05/2008	11/27/2009	1,043.03	904.60	138.43	0.00
141.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	11/05/2008	11/27/2009	4,153.64	3,644.26	509.38	0.00
71.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	11/05/2008	11/27/2009	2,119.52	1,835.05	284.47	0.00
106.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	VARIOUS	11/30/2009	3,195.73	2,714.27	481.46	0.00
73.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	11/05/2008	11/30/2009	2,199.53	1,869.09	330.44	0.00
107.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	11/04/2008	12/01/2009	3,293.38	2,720.38	573.00	0.00

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2009 Tax Information Statement

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Recipient's Name and Address
THE LARRY L. HILLBLOM
FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954

Account Number: 26-24436
Recipient's Tax ID number: 94-3241600

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
90.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	VARIOUS	12/01/2009	2,776.69	2,298.42	478.27	0.00
35.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	11/05/2008	12/01/2009	1,064.67	896.14	168.53	0.00
57.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	VARIOUS	12/02/2009	1,788.33	1,436.69	351.64	0.00
92.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	11/04/2008	12/02/2009	2,881.57	2,339.02	542.55	0.00
37.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	11/06/2008	12/03/2009	1,136.71	909.91	226.80	0.00
56.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	11/06/2008	12/03/2009	1,725.97	1,377.16	348.81	0.00
47.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	11/06/2008	12/04/2009	1,433.24	1,155.83	277.41	0.00
53.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	11/06/2008	12/04/2009	1,612.12	1,303.38	308.74	0.00
54.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	11/06/2008	12/07/2009	1,638.57	1,327.97	310.60	0.00
41.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	VARIOUS	12/07/2009	1,244.54	948.59	295.95	0.00
89.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	11/03/2008	12/08/2009	2,708.40	2,011.64	696.76	0.00
52.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	11/03/2008	12/08/2009	1,583.09	1,175.34	407.75	0.00
35.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	11/03/2008	12/08/2009	1,064.05	791.09	272.96	0.00

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2009 Tax Information Statement

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SUITE 180
PETALUMA, CA 94954

Account Number: 26-24436
Recipient's Tax ID number: 94-3241600

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
20.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	11/03/2008	12/09/2009	604.62	452.05	152.57	0.00
75.0000	602675100	ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A	VARIOUS	12/10/2009	2,298.82	1,667.97	630.85	0.00
345.0000	863667101	STRYKER CORP	01/09/2004	12/23/2009	17,668.72	14,556.31	3,112.41	0.00
262.0000	863667101	STRYKER CORP	01/09/2004	12/23/2009	13,324.47	11,054.36	2,270.11	0.00
44.0000	863667101	STRYKER CORP	01/09/2004	12/24/2009	2,246.96	1,856.46	390.50	0.00
178.0000	863667101	STRYKER CORP	01/09/2004	12/28/2009	9,080.54	7,510.21	1,570.33	0.00
161.0000	863667101	STRYKER CORP	01/09/2004	12/29/2009	8,194.37	6,792.94	1,401.43	0.00
455.0000	863667101	STRYKER CORP	01/09/2004	12/29/2009	23,141.61	19,197.45	3,944.16	0.00
339.0000	863667101	STRYKER CORP	01/09/2004	12/30/2009	17,129.22	14,303.16	2,826.06	0.00
97.0000	863667101	STRYKER CORP	01/09/2004	12/30/2009	4,905.04	4,092.64	812.40	0.00
136.0000	863667101	STRYKER CORP	01/09/2004	12/31/2009	6,894.78	5,738.14	1,156.64	0.00
Total Long Term 15% Sales					2,553,740.94	3,135,685.37	-581,944.43	0.00

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Northern Trust

2009 Tax Information Statement

THE LARRY L. HILLBLOM FOUNDATION, INC.

Account Number:
Tax ID Number:

26-24436
XX-XXX 1600
Ref: JEC

Capital Gain Distributions (15%)

Description	Amount of dividend
KRISPY KREME DOUGHNUTS INC COM STK ISIN#US5010141043	118.72
KRISPY KREME DOUGHNUTS INC WT EXP	2.50
Total capital gain distributions (15%)	121.22

Important Tax Information

FEDERAL COMMON TRUST FUNDS
=====SHORT-TERM COMMON TRUST FUNDS
-----MFB NTGI -QM COMMON DAILY ALL COUNTRY WORLD -655,827.20
-----TOTAL SHORT-TERM COMMON TRUST FUNDS (ROUNDED) -655,827.00
=====LONG-TERM COMMON TRUST FUNDS

15% RATE COMMON TRUST FUNDS

MFB NTGI -QM COMMON DAILY ALL COUNTRY WORLD -76,563.10
-----TOTAL 15% RATE COMMON TRUST FUNDS -76,563.00
-----TOTAL LONG-TERM COMMON TRUST FUNDS (ROUNDED) -76,563.00
=====

STATEMENT 2