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Form **990-PF**Department of the Treasury
Internal Revenue Service (77)**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

OMB No 1545-0052

2009

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

For calendar year 2009, or tax year beginning 4/1/2009, and ending 3/31/2010

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 J R Simplot Company Foundation, Inc.		A Employer identification number 82-0522113
	Number and street (or P O box number if mail is not delivered to street address) P O Box 27	Room/suite	B Telephone number (see page 10 of the instructions) 208-336-2110
	City or town, state, and ZIP code Boise, ID 83707		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 26,878,456		J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	190,698	190,698		
	4 Dividends and interest from securities	144,409	144,409		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	-254,927			
	b Gross sales price for all assets on line 6a	0			
	7 Capital gain net income (from Part IV, line 2)		584,073		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	0	0	0		
12 Total. Add lines 1 through 11	80,180	919,180	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	9,065	0	0	11,751
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	15,540	0	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	142,156	142,156	0	0
	24 Total operating and administrative expenses. Add lines 13 through 23	166,761	142,156	0	11,751
	25 Contributions, gifts, grants paid	1,133,956			1,108,102
26 Total expenses and disbursements. Add lines 24 and 25	1,300,717	142,156	0	1,119,853	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-1,220,537				
b Net investment income (if negative, enter -0-)		777,024			
c Adjusted net income (if negative, enter -0-)			0		

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

(HTA)

Form **990-PF** (2009)

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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	278,444	1,202,539	1,202,539
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 60,172			
	Less allowance for doubtful accounts ▶ 0	56,644	60,172	60,173
	4 Pledges receivable ▶ 0			
	Less allowance for doubtful accounts ▶ 0	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) ▶ 0			
	Less allowance for doubtful accounts ▶ 0	0	0	0
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	17,936,102	25,615,744	25,615,744
	c Investments—corporate bonds (attach schedule)	0	0	0
Liabilities	11 Investments—land, buildings, and equipment basis ▶ 0			
	Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	0	0	0
	14 Land, buildings, and equipment basis ▶ 0			
	Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	15 Other assets (describe ▶ Prepaid Taxes)	145	0	0
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	18,271,335	26,878,455	26,878,456
	17 Accounts payable and accrued expenses	3,566	45,558	
	18 Grants payable	778,900	666,500	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe ▶ Federal Excise Tax Payable)	0	3,396	
	23 Total liabilities (add lines 17 through 22)	782,466	715,454	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	17,488,869	26,163,001	
	30 Total net assets or fund balances (see page 17 of the instructions)	17,488,869	26,163,001	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	18,271,335	26,878,455	

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	17,488,869
2 Enter amount from Part I, line 27a	2	-1,220,537
3 Other increases not included in line 2 (itemize) ▶ Unrealized Gain on Investments	3	9,894,669
4 Add lines 1, 2, and 3	4	26,163,001
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	26,163,001

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0
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	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0
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	584,073
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8			3	-105,345

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	735,335	18,113,072	0.040597
2007			0.000000
2006			0.000000
2005			0.000000
2004			0.000000
2 Total of line 1, column (d)			2 0.040597
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.040597
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 0
5 Multiply line 4 by line 3			5 0
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 0
7 Add lines 5 and 6			7 0
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18			8 0

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of 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 Date of ruling or determination letter. (attach copy of letter if necessary—see instructions)		1	15,540
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2		3	15,540
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	15,540
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	12,199	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	7,500	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	19,699	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0	
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	4,159	
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
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 page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation (2) On foundation managers		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
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 Form 990-T for this year?	N	A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ID		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ J.R. Simplot Company Telephone no ▶ 208-336-2110 Located at ▶ 999 Main Street Boise ID ZIP+4 ▶ 83702			
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? <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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)	2b	N A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	N A
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)? (see page 22 of the instructions)

☐ Yes ☒ No

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

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

5b 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?☐ 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 X

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

7b N A

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Statement	00	0	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
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 United Way of Treasure Valley	
Contribution	254,183
2 YMCA Camp Horsethief Reservoir	
Contribution	250,000
3 Nutrients for Life	
Contribution	120,000
4 Ballet Idaho	
Contribution	90,500

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

	Amount
1 None	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	22,377,687
b	Average of monthly cash balances	1b	825,362
c	Fair market value of all other assets (see page 24 of the instructions)	1c	61,541
d	Total (add lines 1a, b, and c)	1d	23,264,590
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	23,264,590
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	348,969
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	22,915,621
6	Minimum investment return. Enter 5% of line 5	6	1,145,781

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

1	Minimum investment return from Part X, line 6	1	1,145,781
2a	Tax on investment income for 2009 from Part VI, line 5	2a	15,540
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	15,540
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,130,241
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,130,241
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,130,241

Part XII Qualifying Distributions (see page 25 of the 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	1,119,853
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	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,119,853
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 page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,119,853

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				1,130,241
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009				
a From 2004	252,351			
b From 2005	480,052			
c From 2006	335,870			
d From 2007	415,591			
e From 2008	174,655			
f Total of lines 3a through e	1,658,519			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 1,119,853				
a Applied to 2008, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2009 distributable amount				1,119,853
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	10,388			10,388
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,648,131			
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			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) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	241,963			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,406,168			
10 Analysis of line 9:				
a Excess from 2005	480,052			
b Excess from 2006	335,870			
c Excess from 2007	415,591			
d Excess from 2008	174,655			
e Excess from 2009	0			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Tax year	Prior 3 years			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	
0	0	0	0	0
b 85% of line 2a	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0	0	0	0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0	0	0	0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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

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

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines.

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

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 <i>Paid during the year</i> See Attached Schedule				1,108,102
Total			▶ 3a	1,108,102
b <i>Approved for future payment</i> See Attached Schedule				666,500
Total			▶ 3b	666,500

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a _____		0		0	0
b _____		0		0	0
c _____		0		0	0
d _____		0		0	0
e _____		0		0	0
f _____		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	190,698	
4 Dividends and interest from securities			14	144,409	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-254,927	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____		0		0	0
b _____		0		0	0
c _____		0		0	0
d _____		0		0	0
e _____		0		0	0
12 Subtotal. Add columns (b), (d), and (e)		0		80,180	0
13 Total. Add line 12, columns (b), (d), and (e)				13	80,180

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

[illegible]

Line 16b (990-PF) - Accounting Fees

		9,065	0	0	11,751
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	J.R. Simplot Company	9,065			11,751
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		15,540	0	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Real estate tax not included in line 20				
2	Tax on investment income				
3	Income tax				
4	Excise Tax	15,540			
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		142,156	142,156	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amorization. See attached statement	0	0	0	0
2	Fund Raising				
3	Investment Brokerage Fees	142,156	142,156		
4					
5					
6					
7					
8					
9					
10					

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		17,936,102		25,615,744		17,936,102		25,615,744	
	Description	Num. Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year			
1	Micron Technology	800,000	3,654,000	8,296,000	3,654,000	8,296,000			
2	IShares Barclays Aggregate Bond Fund	3,802	385,789	396,168	385,789	396,168			
3	IShares MSCI EAFE Index	2,217	83,337	124,108	83,337	124,108			
4	IShares Tr Russell 2000 Index	1,251	52,605	84,821	52,605	84,821			
5	IShares TR Russell Midcap Ind	1,280	69,133	114,240	69,133	114,240			
6	IShares TR S&P Index	2,597	174,925	257,796	174,925	257,796			
7	Manning & Napier Stocks (see schedule)	409,980	8,861,494	9,780,769	8,861,494	9,780,769			
8	Manning & Napier Bonds (see schedule)	4,210,000	4,654,819	6,561,842	4,654,819	6,561,842			
9									
10									
11									
12									
13									
14									
15									
16									
17									

Part II, Line 15 (990-PF) - Other Assets

		145	0	0
	Description	Beginning Balance	Ending Balance	Fair Market Value
1	Prepaid Taxes	145		
2				
3				
4				
5				
6				
7				
8				
9				
10				

Part II, Line 22 (990-PF) - Other Liabilities

	0		3,396
	Beginning Balance		Ending Balance
1	Federal Excise Tax Payable		3,396
2			
3			
4			
5			
6			
7			
8			
9			
10			

[illegible]

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours
1	Gay C Simplot		999 Main St., Ste 1300	Boise	ID	83702		President	0
2	John Edward Simplot		999 Main St., Ste 1300	Boise	ID	83702		Vice President	0
3	Annette Elg		999 Main St., Ste 1300	Boise	ID	83702		Treasurer	0
4	Amber H Post		999 Main St., Ste 1300	Boise	ID	83702		Assist Treas.	0
5	Laura M Peterson		999 Main St., Ste 1300	Boise	ID	83702		Assist Treas.	0
6	Terry T Uhling		999 Main St., Ste 1300	Boise	ID	83702		Secretary	0
7	Gay C Simplot		999 Main St., Ste 1300	Boise	ID	83702		Director	0
8	Scott R Simplot		999 Main St., Ste 1300	Boise	ID	83702		Director	0
9	John Edward Simplot		999 Main St., Ste 1300	Boise	ID	83702		Director	0
10	Debbie S McDonald		999 Main St., Ste 1300	Boise	ID	83702		Director	0

Part

	0	0	0	0
	Compensation	Benefits	Expense Account	Explanation
1				
2				
3				
4				
5				
6				
7				
8				
9				
10				

JR SIMPLOT COMPANY FOUNDATION
ATTACHMENT TO FORM 990-PF, PART II, LINE 10B
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Investments	Number of Shares	Book Value	Market Value
American Express Co	5,780	119,695	238,483
Autodesk Inc	9,130	253,810	268,239
Automatic Data Processing Inc	5,050	182,137	224,574
Baker Hughes Inc Com	5,530	269,111	259,025
Bank New York Mellon Corp Com	6,770	201,324	209,058
Becton Dickinson & Co	3,530	229,203	277,917
Boston Scientific Corp	22,710	171,086	163,966
Cerner Corp Com	1,140	37,144	96,820
Cisco Systems Inc	16,530	361,206	430,276
Dean Foods Company	8,520	165,495	133,679
EMC Corp Mass	18,450	203,370	332,838
Electronic Arts Inc	14,700	476,403	274,302
Fortune Brands Inc	2,090	94,970	101,386
General Mills	1,450	74,059	102,646
Genzyme Corp	3,700	224,671	191,771
Google Inc	970	408,520	550,106
Hess Co	3,350	191,324	209,543
Home Depot	3,540	75,843	114,519
International Game Technology	6,200	94,925	114,390
Johnson & Johnson	4,940	316,686	322,088
Juniper Networks Inc	3,850	95,038	118,118
Kellogg	1,910	74,422	102,051
Kroeger	6,430	143,547	139,274
Lowes Cos Inc	4,240	76,427	102,778
Microsoft Corp	9,690	229,821	283,796
Monsanto Co New	4,090	308,917	292,108
Perkinelmer Inc	4,510	92,309	107,789
Quest Diagnostics Inc	3,700	174,058	215,673
Safeway Inc New	6,480	136,118	161,093
Sherwin Williams	2,410	122,595	163,109
Southwest Airlines Co	25,330	154,972	334,863
Thermo Fisher Scientific Inc	4,170	142,846	214,505
Time Warner Inc	7,030	208,549	219,828
United Parcel Service-CL B	3,370	196,036	217,062
Walt Disney Co	13,770	325,872	480,711
Western Union Co	11,600	191,779	196,736
Weyerhaeuser Co	4,360	122,771	197,377
Manning & Napier Stocks	261,020	6,947,061	8,162,494
Carnival Corp	5,750	151,362	223,560
Nokia Corporation	12,000	167,970	186,480
SAP AG-ADR	4,730	169,133	227,844
Schlumberger Ltd	3,090	201,844	196,091
Unilever PLC-ADR	7,120	158,966	208,474
Weatherford International Inc	14,150	321,727	224,419
Nestle SA Chf 0 1	6,920	228,352	351,408
Manning & Napier Foreign Stock	53,760	1,399,356	1,618,276
Total Manning & Napier Stocks	314,780	8,346,417	9,780,770
Fed Farm Cr Bk 4 875%	400,000	426,880	433,376
Fed Home Ln 6 75%	85,000	108,063	103,169
Fed Home Ln 6 25%	87,000	105,878	100,703
Fed Natl Mtg Assn 6 25%	89,000	106,458	100,542
Fed Natl Mtg Assn 7 25%	81,000	108,206	102,971
Fed Natl Mtg Assn 6 625%	85,000	106,952	101,575
Fed Natl Mtg Assn 3 0%	350,000	357,634	356,454
US Treasury Bond 5 5%	290,000	339,028	324,846
US Treasury Bond 5 375%	178,000	217,549	196,913
US Treasury Note 3 5%	2,227,000	2,291,722	2,353,315
US Treasury Note 4 0%	170,000	178,500	175,114
US Treasury Note 2 75%	1,015,000	1,019,534	1,029,992
US Treasury Note 2 375%	666,000	664,543	667,558
US Treasury Note 2 25%	516,000	521,120	515,314
Manning & Napier Bonds	6,239,000	6,552,067	6,561,842

Name	Address	Foundation Status	Purpose	Amount
United Way of Treasure Valley	1276 River Street, Ste 100, Boise, ID 83707	Public Charity	Contribution	254,183
YMCA Camp Horsethief Reservoir	1050 W State St , Boise, ID 83702	Public Charity	Contribution	250,000
Nutrients for Life	820 First St NE Ste 430, Washington DC 20002	Public Charity	Contribution	120,000
Ballet Idaho	501 S 8th St , Ste A, Boise, ID 83702	Public Charity	Contribution	90,500
Boise Art Museum	670 Julia Davis Drive, Boise, ID 83702	Public Charity	Contribution	51,750
United Way of Southwest Wyoming	404 N St Ste 301, Rock Springs, WY 82901	Public Charity	Contribution	41,716
Ronald McDonald House Charities	2915 Jorie Blvd , Oak Brook, IL 60523	Public Charity	Contribution	39,985
United Way of Southeastern Idaho	P O Box 911, Pocatello, ID 83204	Public Charity	Contribution	34,667
Cal Poly State University	San Luis Obispo, CA 92407	Public Charity	Contribution	20,000
United Way of Grand Forks	1407 24th Ave S Ste 400, Grand Forks, ND 58201	Public Charity	Contribution	15,980
Progressive Agriculture Foundation	PO Box 2970, Denver, CO 80201	Public Charity	Contribution	15,000
Treasure Valley Institute for Children's Art	1406 Eastman, Boise, ID 83702	Public Charity	Contribution	15,000
Bishop Kelly Campaign	7009 Franklin Road, Boise, ID 83709	Public Charity	Contribution	12,500
Boise Philharmonic Association Inc	516 S 9th Ste C, Boise, ID 83702	Public Charity	Contribution	12,500
Terry Reilly Health Services	211 16th Ave N , Nampa, ID 83653	Public Charity	Contribution	11,220
Farm Foundation	1301 W 22nd St Ste 615, Oakdale, IL 60523	Public Charity	Contribution	10,000
Idaho Technology Council	1281 Candleridge Dr , Boise, ID 83712	Public Charity	Contribution	10,000
Stanley Strew Educational Fund	1143 N Market Blvd Ste 7, Sacramento, CA 95834	Public Charity	Contribution	10,000
Home Partnership Foundation	PO Box 7899, Boise, ID 83707	Public Charity	Contribution	8,400
Learning Lab	715 S Capital Blvd , Ste 403, Boise, ID 83702	Public Charity	Contribution	7,500
Big Brothers & Big Sisters of SW Idaho	2404 W Bank Dr Ste 302, Boise, ID 83705	Public Charity	Contribution	6,000
Girl Scout of Silver Sage	1410 Etheridge Ln , Boise, ID 83704	Public Charity	Contribution	5,000
Have It Your Way Foundation	5505 Blue Lagoon Dr , Miami, FL 33145	Public Charity	Contribution	5,000
Opera Idaho	501 S 8th St , Ste B, Boise, ID 83702	Public Charity	Contribution	5,000
St Lukes Children's Hospital	190 E Bannock St, Boise, ID 83712	Public Charity	Contribution	5,000
St Lukes Health Foundation	190 E Bannock St , Boise, ID 83712	Public Charity	Contribution	5,000
Women's & Children's Alliance	720 W Washington, Boise, ID 83702	Public Charity	Contribution	5,000
Big Bend Community College	7662 Chanute St NE, Moses Lake, WA 98837	Public Charity	Contribution	4,000
Bannock Development Corporation	1651 Alvin Ricken Dr , Pocatello, ID 83201	Public Charity	Contribution	2,500
Idaho Humane Society	4775 Dorman St , Boise, ID 83705	Public Charity	Contribution	2,500
Idaho Public Television Underwriting	1455 N Orchard St , Boise, ID 83706	Public Charity	Contribution	2,500
Jairaldi 2010	6019 Outlook Ave , Boise, ID 83703	Public Charity	Contribution	2,500
Mini Joys Inc	4983 N Rivervista Way, Garden City, ID 83714	Public Charity	Contribution	2,500
Midamerica Media Group Inc	4916 W 16th St , Indianapolis, IN 46224	Public Charity	Contribution	2,400
Northwest Nazarene University	623 Holly St., Nampa, ID 83686	Public Charity	Contribution	2,250
World Sports Humanitarian Hall	P O Box 9324, Boise, ID 83707	Public Charity	Contribution	2,000
Vandal Scholarship Fund	P O Box 442304, Moscow, ID 83844	Public Charity	Contribution	1,750
Foundation For Private Enterprise Education	PO Box 658, Olympia, WA 98507	Public Charity	Contribution	1,500
Pocatello Neighborhood Housing	P O Box 1146, Pocatello, ID 83204	Public Charity	Contribution	1,500
Washington Agriculture & Forest	9211 E Mission Ste J, Spokane, WA 99206	Public Charity	Contribution	1,500
American Agri Women	5582 75th Ave NE, Salem, OR 97350	Public Charity	Contribution	1,000
Bishop Kelly Foundation	7009 Franklin Road, Boise, ID 83709	Public Charity	Contribution	1,000
Eagle Elementary School	475 N Eagle Rd , Eagle, ID 83616	Public Charity	Contribution	1,000
Holiday Parade Association	P O Box 7413, Boise, ID 83707	Public Charity	Contribution	1,000
Idaho Commission on the Arts	PO Box 83720, Boise, ID 83720	Public Charity	Contribution	1,000
Idaho Partners Against Domestic	PO Box 2564-83701, Boise, ID 83702	Public Charity	Contribution	1,000
Ore Ida Council Boy Scouts of	8901 W Franklin Rd , Boise, ID 83709	Public Charity	Contribution	1,000
Other Miscellaneous Charities (<\$1,000 each)		Public Charity	Contribution	4,800
				<u>\$ 1,108,102</u>

JR SIMPLOT COMPANY FOUNDATION
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Page 11, Part XV, Section 3b

Name	Address	Foundation Status	Purpose	Amount
Ballet Idaho	501 S 8th St , Ste A, Boise, ID 83702	Public Charity	Contribution	262,500 ✓
Big Ben Community College	7662 Chanute St NE, Moses Lake, WA 98837	Public Charity	Contribution	4,000 ✓
Boise State University-Business	1910 University Dr., Boise, ID 83725	Public Charity	Contribution	100,000
Nutrients For Life	820 First St NE Ste 430, Washington, DC 20002	Public Charity	Contribution	300,000 ✓
Total Contributions Approved for Future Payment				<u>\$ 666,500</u>