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

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.

2009

For calendar year **2009**, or tax year beginning **May 1**, 2009, and ending **April 30**, 20 **10**

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 Gardiner Howland Shaw Foundation		A Employer identification number 04-6111826
	Number and street (or P O box number if mail is not delivered to street address) Room/suite c/o Welch & Forbes, LLC; 45 School Street		B Telephone number (see page 10 of the instructions) 617-523-1635
	City or town, state, and ZIP code Boston, MA 02108-0404		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) ▶ \$ 17,171,545		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	

Part I Analysis of Revenue and Expenses <i>(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))</i>		(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 type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	43,127	43,127		
	4 Dividends and interest from securities	326,527	326,527		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,006,120			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		1,006,120		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	1,375,774	1,375,774			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	164,075			164,075
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	51,748			51,748
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	10,025	10,025		
	c Other professional fees (attach schedule)	86,498	85,438		1,060
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	10,000			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	2,400			2,400
	21 Travel, conferences, and meetings	8,864			8,864
	22 Printing and publications	586			586
	23 Other expenses (attach schedule)	18,597			18,597
	24 Total operating and administrative expenses. Add lines 13 through 23	352,793	95,463		247,330
	25 Contributions, gifts, grants paid	526,072			526,072
26 Total expenses and disbursements. Add lines 24 and 25	878,865	95,463		773,402	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	496,909				
b Net investment income (if negative, enter -0-)		1,280,311			
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	(15,652)	40,234	40,234	
	2	Savings and temporary cash investments	1,357,296	434,522	434,522	
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U.S. and state government obligations (attach schedule)	991,575	1,191,475	1,245,653	
	b	Investments—corporate stock (attach schedule)	9,320,651	9,390,067	13,517,867	
	c	Investments—corporate bonds (attach schedule)	606,132	804,382	857,454	
	11	Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)	0	896,231	1,075,815	
	14	Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	12,260,002	12,756,911	17,171,545		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	12,260,002	12,756,911		
	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 (see page 17 of the instructions)	12,260,002	12,756,911			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	12,260,002	12,756,911			

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	12,260,002
2	Enter amount from Part I, line 27a	2	496,909
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	12,756,911
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	12,756,911

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 schedule			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) 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				
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	1,006,120
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	

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			
2007			
2006			
2005			
2004			
2	Total of line 1, column (d)		2
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
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5		4
5	Multiply line 4 by line 3		5
6	Enter 1% of net investment income (1% of Part I, line 27b)		6
7	Add lines 5 and 6		7
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

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

1a	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)			
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)			
1			25,606	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
3	Add lines 1 and 2		25,606	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		25,606	
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	8,946	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	25,000	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	33,946	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	8,340	
11	Enter the amount of line 10 to be Credited to 2010 estimated tax 8,340 Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		✓
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		✓
1c 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. ▶ \$ _____ (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? <i>If "Yes," attach a detailed description of the activities.</i>		✓
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
4b 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? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ Massachusetts		
8b 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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	✓	
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)? <i>If "Yes," complete Part XIV</i>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

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		✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.welchforbes.com</u>	13	✓	
14	The books are in care of ► <u>Welch & Forbes, LLC</u> Telephone no. ► <u>617-523-1635</u> Located at ► <u>45 School Street, Boston, MA</u> ZIP+4 ► <u>02108-3204</u>			
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

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input 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)? <input type="checkbox"/> Yes <input type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	
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	✓
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 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	
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 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009</i>)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

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

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
 - (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
 - (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
 - (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) Yes No
 - (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No
- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**
- Organizations relying on a current notice regarding disaster assistance check here
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**
- If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
- b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Welch & Forbes, LLC 45 School Street, Boston, MA 02108-3204	Trustees - Variable	85,438		

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
Thomas E. Coury 59 Gilbert Rd., Needham, MA 02192	Executive Director	164,075		
	Full Time			
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		
.....		
.....		
.....		
.....		
.....		
.....		

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

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 attached schedule	40,038
.....	
2	
.....	
3	
.....	
4	
.....	

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	
.....	
2	
.....	
All other program-related investments See page 24 of the instructions	
3	
.....	

Total. Add lines 1 through 3 ▶

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

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	15,803,941
b	Average of monthly cash balances	1b	0
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	15,803,941
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	15,803,941
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	237,059
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,566,882
6	Minimum investment return. Enter 5% of line 5	6	778,344

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	778,344
2a	Tax on investment income for 2009 from Part VI, line 5	2a	25,606
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	25,606
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	752,738
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	752,738
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	752,738

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	773,402
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	773,402
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	773,402

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				752,738
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			13,215	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 773,402				
a Applied to 2008, but not more than line 2a			13,215	
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				752,738
e Remaining amount distributed out of corpus	7,449			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	7,449			
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 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)	0			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	7,449			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009	7,449			

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see 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:
- Thomas E. Coury, Gardiner Howland Shaw Foundation, 355 Boylston Street, Boston, MA 02116 Tel: 781-455-8303

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

- c** Any submission deadlines:
- None

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

Organizations must deal with the prevention of crime and the rehabilitation of criminals.

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)				
<p>a <i>Paid during the year</i> See Attached Schedule</p>		Public		526,072
<p>Total ▶ 3a</p>				526,072
<p>b <i>Approved for future payment</i></p>				
<p>Total ▶ 3b</p>				0

Form 990 PF
Part 1 - Analysis of Revenue and Expenses

Line 16 b - Accounting Fees

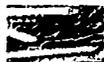
In House Accountant David Steele	8,040.00
Welch & Forbes Prep 4/30/08	
Private Foundation Tax Return	<u>1,985.00</u>
	<u>10,025.00</u>

Line 16 c - Other professional fees

Investment management fees	85,438.38
Program consultation	<u>1,060.00</u>
	<u>86,498.38</u>

Line 23 - Other Expenses

Office	1,021.08
Telephone	5,032.54
Postage	758.04
Equipment including Auto	10,531.76
Repairs	620.48
Insurance	<u>633.00</u>
	<u>18,596.90</u>



RIS WEALTH MGMT. PROCESSING CTR. Run on 3/15/2011 11:37:48 AM

Asset Details

As of 04/30/2010

Combined Portfolios

Settlement Date Basis

Account: 7552008274
 GARDINER HOWLAND SHAW
 FOUNDATION

Administrator: Benjamin J. Williams, Jr. @ 617-523-1635

Investment Officer: Benjamin J. Williams, Jr. @ 617-523-1635

Investment Authority: Sole

Investment Objective: Conservative Growth

Lot Select Method: MLMG

Sort By: CUSIP

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value	Unrealized Gain/Loss	% of Portfolio Income	Est. Yield	Pr
	CASH								0.00	
ABB	000375204 ABB LTD SPONSORED ADR (ISIN #US0003752047 SEDOL #2748472)	10,000.000000	19.160	216,829.69	216,829.69	191,600	25,230-	1.12	0.00	04/30
AFL	001055102 AFLAC INC	10,000.000000	50.960	324,900.00	324,900.00	509,600	184,700	2.97	11,200	2.20 04/30
APA	037411105 APACHE CORP	2,500.000000	101.760	139,122.75	139,122.75	254,400	115,277	1.49	1,500	0.59 04/30
ADP	053015103 AUTOMATIC DATA PROCESSING INC	6,000.000000	43.370	236,642.56	236,642.56	260,220	23,577	1.52	8,160	3.14 04/30
ABX	067901108 BARRICK GOLD CORP	15,000.000000	43.550	247,495.50	247,495.50	653,250	405,755	3.81	0.00	04/30
CVS	126650100 CVS CAREMARK CORPORATION	7,000.000000	36.920	212,934.40	212,934.40	258,440	45,506	1.51	2,450	0.95 04/30
KMX	143130102 CARMAX INC	15,000.000000	24.570	132,122.25	132,122.25	368,550	236,428	2.15	0.00	04/30
CVE	15135U109 CENOVUS ENERGY INC (ISIN #CA15135U1093 SEDOL #B5BQMT4)	10,000.000000	29.300	260,084.13	260,084.13	293,000	32,916	1.71	7,950	2.71 04/30
CVX	166764100 CHEVRON CORP NEW	3,000.000000	81.440	62,649.35	62,649.35	244,320	181,671	1.43	8,640	3.54 04/30
CSCO	17275R102 CISCO SYSTEMS INC	16,000.000000	26.930	423,533.60	423,533.60	430,880	7,346	2.52	0.00	04/30
DHR	235851102 DANAHER CORP	4,600.000000	84.280	328,256.00	328,256.00	387,688	59,432	2.26	736	0.19 04/30

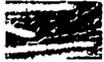
XOM	30231G102 EXXON MOBIL CORP	3,000.000000	67.770	5,440.57	5,440.57	203,310	197,869	1.19	5,280	2.60	04/30
	31331GL80 FEDERAL FARM CREDIT BANK BOND DTD 08/21/2009 3% 09/22/2014	200,000.000000	102.375	199,900.00	199,900.00	204,750	4,850	1.20	6,000	2.93	04/30
	3133XGRD8 FEDERAL HOME LOAN BANK BOND DTD 08/25/2006 5.125% 09/29/2010	300,000.000000	101.938	299,100.00	299,100.00	305,814	6,714	1.78	15,375	5.03	01/01
GE	369604103 GENERAL ELECTRIC CO	12,000.000000	18.860	69,115.00	69,115.00	226,320	157,205	1.32	4,800	2.12	04/30
GENZ	372917104 GENZYME CORP	3,000.000000	53.220	178,968.30	178,968.30	159,660	19,308-	0.93		0.00	04/30
HD	437076102 HOME DEPOT INC	10,000.000000	35.230	202,900.00	202,900.00	352,300	149,400	2.06	9,450	2.68	04/30
HPT	44106M102 HOSPITALITY PROPERTIES TRUST	10,000.000000	26.490	335,524.51	335,524.51	264,900	70,625-	1.55	18,000	6.80	04/30
HGT	444717102 HUGOTON ROYALTY TRUST TX	12,000.000000	18.880	365,850.00	365,850.00	226,560	139,290-	1.32	28,224	12.46	04/30
IBM	459200101 IBM CORP CORP	2,000.000000	129.000	257,008.00	257,008.00	258,000	992	1.51	5,200	2.02	04/30
IRM	462846106 IRON MOUNTAIN INC PA	12,000.000000	25.150	286,285.40	286,285.40	301,800	15,515	1.76	3,000	0.99	04/30
EEM	464287234 ISHARES MSCI EMERGING MARKETS INDEX FUND	9,000.000000	42.050	194,260.00	194,260.00	378,450	184,190	2.21	5,238	1.38	04/30
LQD	464287242 ISHARES IBOXX INVESTMENT GRADE CORPORATE BOND FUND (ETF)	2,000.000000	107.310	197,139.23	197,139.23	214,620	17,481	1.25	11,196	5.22	04/30
JNJ	478160104 JOHNSON & JOHNSON	6,000.000000	64.300	324,360.00	324,360.00	385,800	61,440	2.25	12,960	3.36	04/30
JCI	478366107 JOHNSON CONTROLS INC	12,000.000000	33.590	161,800.00	161,848.53	403,080	241,280	2.35	6,240	1.55	04/30
	478366AQ0 JOHNSON	200,000.000000	102.980	201,886.00	201,886.00	205,960	4,074	1.20	10,500	5.10	01/01

CONTROLS INC SR
UNSECURED DTD
01/17/2006 5.25%

01/15/2011

MDT	585055106 MEDTRONIC INC	6,000.000000	43.690	301,776.00	301,776.00	262,140	39,636-	1.53	4,920	1.88	04/30
MSFT	594918104 MICROSOFT CORP	12,000 000000	30.535	316,970.00	316,970.00	366,420	49,450	2.14	6,240	1.70	04/30
POIXX	60934N203 FEDERATED PRIME OBLIGATIONS INST SHARES FUND #10			434,522.34	434,522.34	434,522		2.54	636	0.15	01/01
MWR	617460209 MORGAN STANLEY CAPITAL TRUST III CAPITAL SECURITIES 6.25% 03/01/33	12,000.000000	21.970	300,582.86	300,582.86	263,640	36,943-	1.54	18,744	7.11	04/30
NOK	654902204 NOKIA CORP SPONSORED ADR	15,000.000000	12.160	242,928.00	242,928.00	182,400	60,528-	1.06	6,045	3.31	04/30
PEP	713448108 PEPSICO INC	8,000 000000	65.220	357,569.60	357,569.60	521,760	164,190	3.05	14,400	2.76	04/30
PX	74005P104 PRAXAIR INC	5,000.000000	83.770	313,561.94	313,561.94	418,850	105,288	2.44	9,000	2.15	04/30
PG	742718109 PROCTER & GAMBLE CO	8,800.000000	62.160	14,940.32	14,940.32	547,008	532,068	3.19	16,958	3.10	04/30
QCOM	747525103 QUALCOMM INC	10,000.000000	38.680	385,688.59	385,688.59	386,800	1,111	2.26	7,600	1.96	04/30
SLB	806857108 SCHLUMBERGER LTD	7,000.000000	71.420	217,728.70	217,728.70	499,940	282,211	2.92	5,880	1.18	04/30
SPLS	855030102 STAPLES INC	12,000.000000	23.538	303,480.00	303,480.00	282,450	21,030-	1.65	4,320	1.53	04/30
STT	857477103 STATE STREET CORP	5,436.000000	43.500	203,345.80	203,345.80	236,466	33,120	1.38	217	0.09	04/30
SRCL	858912108 STERICYCLE INC	6,000.000000	58.900	145,313.00	147,059.40	353,400	208,087	2.06		0.00	04/30
SYK	863667101 STRYKER CORP	5,000.000000	57.440	232,544.00	232,544.00	287,200	54,656	1.68	3,000	1.04	04/30
SU	867224107 SUNCOR ENERGY INC (ISIN #CA8672241079 SEDOL #B3NB0P5)	5,000.000000	34.170	83,171.50	83,171.50	170,850	87,679	1.00	1,950	1.14	04/30
TEVA	881624209	9,000.000000	58.730	351,978.89	351,978.89	528,570	176,591	3.08	4,815	0.91	04/30

	TEVA PHARMACEUTICAL INDUSTRIES LTD ADR										
MMM	88579Y101 3M CO	3,000.000000	88.670	19,958.59	19,958.59	266,010	246,051	1.55	6,300	2.37	04/30
	9128276T4 U S TREASURY NOTE DTD 02/15/01 5% 02/15/2011	500,000.000000	103.621	493,281.25	493,281.25	518,105	24,824	3.02	25,000	4.83	01/01
	912828BH2 U S TREASURY NOTE DTD 08/15/03 4.25% 08/15/2013	200,000.000000	108.492	199,194.14	199,194.14	216,984	17,790	1.27	8,500	3.92	04/30
UTX	913017109 UNITED TECHNOLOGIES CORP	7,000.000000	74.950	143,386.25	143,386.25	524,650	381,264	3.06	11,900	2.27	04/30
	91324PBH4 UNITEDHEALTH GROUP INC SR UNSECURED DTD 02/07/2008 4.875% 02/15/2013	200,000.000000	107.142	198,250.00	198,250.00	214,284	16,034	1.25	9,750	4.55	04/30
BIV	921937819 VANGUARD INTERMEDIATE TERM BOND ETF	2,700.000000	81.150	204,248.31	204,248.31	219,105	14,857	1.28	9,304	4.25	04/30
VZ	92343V104 VERIZON COMMUNICATIONS INC	10,000.000000	28.900	281,164.01	281,164.01	289,000	7,836	1.69	19,000	6.57	04/30
	92343VAN4 VERIZON COMMUNICATIONS INC SR UNSECURED DTD 04/04/2008 5.25% 04/15/2013	200,000.000000	109.280	205,000.00	205,000.00	218,560	13,560	1.28	10,500	4.80	04/30
WAG	931422109 WALGREEN CO	7,500.000000	35.150	325,950.00	325,950.00	263,625	62,325	1.54	4,125	1.56	04/30
	931422AD1 WALGREEN CO SENIOR NOTE DTD 07/17/2008 4.875% 08/01/2013	200,000.000000	109.325	199,246.00	199,246.00	218,650	19,404	1.27	9,750	4.46	04/30
WFC	949746101 WELLS FARGO & CO NEW	15,000.000000	33.110	376,790.25	376,790.25	496,650	119,860	2.90	3,000	0.60	04/30
Total Portfolio				12,716,677.58	12,718,472.51	17,131,311	4,414,634	100.00	403,953	2.36	



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Asset Details

As of 04/30/2010

Principal Portfolio

Settlement Date Basis

Account: 7552008274
 GARDINER HOWLAND SHAW
 FOUNDATION

Administrator: Benjamin J. Williams, Jr. @ 617-523-1635

Investment Officer: Benjamin J. Williams, Jr. @ 617-523-1635

Investment Authority: Sole

Investment Objective: Conservative Growth

Lot Select Method: MLMG

Sort By: CUSIP

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value	Unrealized Gain/Loss	% of Portfolio	Est. Yield	Income	Pi
	CASH			1,802,723.82	1,802,723.82	1,802,724		9.52	0.00		
ABB	000375204 ABB LTD SPONSORED ADR (ISIN #US0003752047 SEDOL #2748472)	10,000.000000	19.160	216,829.69	216,829.69	191,600	25,230-	1.01	0.00	04/30	
AFL	001055102 AFLAC INC	10,000.000000	50.960	324,900.00	324,900.00	509,600	184,700	2.69	11,200	2.20	04/30
APA	037411105 APACHE CORP	2,500.000000	101.760	139,122.75	139,122.75	254,400	115,277	1.34	1,500	0.59	04/30
ADP	053015103 AUTOMATIC DATA PROCESSING INC	6,000.000000	43.370	236,642.56	236,642.56	260,220	23,577	1.37	8,160	3.14	04/30
ABX	067901108 BARRICK GOLD CORP	15,000.000000	43.550	247,495.50	247,495.50	653,250	405,755	3.45		0.00	04/30
CVS	126650100 CVS CAREMARK CORPORATION	7,000.000000	36.920	212,934.40	212,934.40	258,440	45,506	1.37	2,450	0.95	04/30
KMX	143130102 CARMAX INC	15,000.000000	24.570	132,122.25	132,122.25	368,550	236,428	1.95		0.00	04/30
CVE	15135U109 CENOVUS ENERGY INC (ISIN #CA15135U1093 SEDOL #B5BQMT4)	10,000.000000	29.300	260,084.13	260,084.13	293,000	32,916	1.55	7,950	2.71	04/30
CVX	166764100 CHEVRON CORP NEW	3,000.000000	81.440	62,649.35	62,649.35	244,320	181,671	1.29	8,640	3.54	04/30
CSCO	17275R102 CISCO SYSTEMS INC	16,000.000000	26.930	423,533.60	423,533.60	430,880	7,346	2.28		0.00	04/30
DHR	235851102 DANAHER CORP	4,600.000000	84.280	328,256.00	328,256.00	387,688	59,432	2.05	736	0.19	04/30

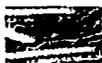
XOM	30231G102 EXXON MOBIL CORP	3,000.000000	67.770	5,440.57	5,440.57	203,310	197,869	1.07	5,280	2.60	04/30
	31331GL80 FEDERAL FARM CREDIT BANK BOND DTD 08/21/2009 3% 09/22/2014	200,000.000000	102.375	199,900.00	199,900.00	204,750	4,850	1.08	6,000	2.93	04/30
	3133XGRD8 FEDERAL HOME LOAN BANK BOND DTD 08/25/2006 5.125% 09/29/2010	300,000 000000	101.938	299,100.00	299,100.00	305,814	6,714	1.62	15,375	5.03	01/01
GE	369604103 GENERAL ELECTRIC CO	12,000.000000	18.860	69,115.00	69,115.00	226,320	157,205	1.20	4,800	2.12	04/30
GENZ	372917104 GENZYME CORP	3,000.000000	53.220	178,968.30	178,968.30	159,660	19,308-	0.84		0.00	04/30
HD	437076102 HOME DEPOT INC	10,000.000000	35.230	202,900.00	202,900.00	352,300	149,400	1.86	9,450	2.68	04/30
HPT	44106M102 HOSPITALITY PROPERTIES TRUST	10,000.000000	26.490	335,524.51	335,524.51	264,900	70,625-	1.40	18,000	6.80	04/30
HGT	444717102 HUGOTON ROYALTY TRUST TX	12,000.000000	18.880	365,850.00	365,850.00	226,560	139,290-	1.20	28,224	12.46	04/30
IBM	459200101 IBM CORP CORP	2,000.000000	129.000	257,008.00	257,008.00	258,000	992	1.36	5,200	2.02	04/30
IRM	462846106 IRON MOUNTAIN INC PA	12,000.000000	25.150	286,285.40	286,285.40	301,800	15,515	1.59	3,000	0.99	04/30
EEM	464287234 ISHARES MSCI EMERGING MARKETS INDEX FUND	9,000.000000	42.050	194,260.00	194,260.00	378,450	184,190	2.00	5,238	1.38	04/30
LQD	464287242 ISHARES IBOX INVESTMENT GRADE CORPORATE BOND FUND (ETF)	2,000.000000	107.310	197,139.23	197,139.23	214,620	17,481	1.13	11,196	5.22	04/30
JNJ	478160104 JOHNSON & JOHNSON	6,000.000000	64.300	324,360.00	324,360.00	385,800	61,440	2.04	12,960	3.36	04/30
JCI	478366107 JOHNSON CONTROLS INC	12,000.000000	33.590	161,800.00	161,848.53	403,080	241,280	2.13	6,240	1.55	04/30
	478366AQ0 JOHNSON	200,000.000000	102.980	201,886.00	201,886.00	205,960	4,074	1.09	10,500	5.10	01/01

	CONTROLS INC SR UNSECURED DTD 01/17/2006 5.25%										
	01/15/2011										
MDT	585055106 MEDTRONIC INC	6,000.000000	43.690	301,776.00	301,776.00	262,140	39,636-	1.38	4,920	1.88	04/30
MSFT	594918104 MICROSOFT CORP	12,000.000000	30.535	316,970.00	316,970.00	366,420	49,450	1.94	6,240	1.70	04/30
POIXX	60934N203 FEDERATED PRIME OBLIGATIONS INST SHARES FUND #10			434,522.34	434,522.34	434,522		2.29	636	0.15	01/01
MWR	617460209 MORGAN STANLEY CAPITAL TRUST III CAPITAL SECURITIES 6.25% 03/01/33	12,000.000000	21.970	300,582.86	300,582.86	263,640	36,943-	1.39	18,744	7.11	04/30
NOK	654902204 NOKIA CORP SPONSORED ADR	15,000.000000	12.160	242,928.00	242,928.00	182,400	60,528-	0.96	6,045	3.31	04/30
PEP	713448108 PEPSICO INC	8,000 000000	65.220	357,569.60	357,569.60	521,760	164,190	2.76	14,400	2.76	04/30
PX	74005P104 PRAXAIR INC	5,000.000000	83.770	313,561.94	313,561.94	418,850	105,288	2.21	9,000	2.15	04/30
PG	742718109 PROCTER & GAMBLE CO	8,800.000000	62.160	14,940.32	14,940.32	547,008	532,068	2.89	16,958	3.10	04/30
QCOM	747525103 QUALCOMM INC	10,000.000000	38.680	385,688.59	385,688.59	386,800	1,111	2.04	7,600	1.96	04/30
SLB	806857108 SCHLUMBERGER LTD	7,000 000000	71.420	217,728.70	217,728.70	499,940	282,211	2.64	5,880	1.18	04/30
SPLS	855030102 STAPLES INC	12,000.000000	23.538	303,480.00	303,480.00	282,450	21,030-	1.49	4,320	1.53	04/30
STT	857477103 STATE STREET CORP	5,436.000000	43.500	203,345.80	203,345.80	236,466	33,120	1.25	217	0.09	04/30
SRCL	858912108 STERICYCLE INC	6,000.000000	58.900	145,313.00	147,059.40	353,400	208,087	1.87		0.00	04/30
SYK	863667101 STRYKER CORP	5,000.000000	57.440	232,544.00	232,544.00	287,200	54,656	1.52	3,000	1.04	04/30
SU	867224107 SUNCOR ENERGY INC (ISIN #CA8672241079 SEDOL #B3NB0P5)	5,000 000000	34.170	83,171.50	83,171.50	170,850	87,679	0.90	1,950	1.14	04/30
TEVA	881624209	9,000.000000	58.730	351,978.89	351,978.89	528,570	176,591	2.79	4,815	0.91	04/30

	TEVA PHARMACEUTICAL INDUSTRIES LTD ADR										
MMM	88579Y101 3M CO	3,000.000000	88.670	19,958.59	19,958.59	266,010	246,051	1.41	6,300	2.37	04/30
	9128276T4 U S TREASURY NOTE DTD 02/15/01 5% 02/15/2011	500,000.000000	103.621	493,281.25	493,281.25	518,105	24,824	2.74	25,000	4.83	01/01
	912828BH2 U S TREASURY NOTE DTD 08/15/03 4.25% 08/15/2013	200,000.000000	108.492	199,194.14	199,194.14	216,984	17,790	1.15	8,500	3.92	04/30
UTX	913017109 UNITED TECHNOLOGIES CORP	7,000.000000	74.950	143,386.25	143,386.25	524,650	381,264	2.77	11,900	2.27	04/30
	91324PBH4 UNITEDHEALTH GROUP INC SR UNSECURED DTD 02/07/2008 4.875% 02/15/2013	200,000.000000	107.142	198,250.00	198,250.00	214,284	16,034	1.13	9,750	4.55	04/30
BIV	921937819 VANGUARD INTERMEDIATE TERM BOND ETF	2,700.000000	81.150	204,248.31	204,248.31	219,105	14,857	1.16	9,304	4.25	04/30
VZ	92343V104 VERIZON COMMUNICATIONS INC	10,000.000000	28.900	281,164.01	281,164.01	289,000	7,836	1.52	19,000	6.57	04/30
	92343VAN4 VERIZON COMMUNICATIONS INC SR UNSECURED DTD 04/04/2008 5.25% 04/15/2013	200,000.000000	109.280	205,000.00	205,000.00	218,560	13,560	1.15	10,500	4.80	04/30
WAG	931422109 WALGREEN CO	7,500.000000	35.150	325,950.00	325,950.00	263,625	62,325	1.39	4,125	1.56	04/30
	931422AD1 WALGREEN CO SENIOR NOTE DTD 07/17/2008 4.875% 08/01/2013	200,000.000000	109.325	199,246.00	199,246.00	218,650	19,404	1.16	9,750	4.46	04/30
WFC	949746101 WELLS FARGO & CO NEW	15,000.000000	33.110	376,790.25	376,790.25	496,650	119,860	2.62	3,000	0.60	04/30

Total Portfolio

14,519,401.40 14,521,196.33 18,934,035 4,414,634 100.00 403,953 2.13



RIS WEALTH MGMT. PROCESSING CTR.

Run on 3/15/2011 3:49:46 PM

Realized Gain/Loss Report

Start Date: 05/01/2009

End Date: 04/30/2010

Account: 7552008274

Administrator: Benjamin J. Williams, Jr. 617-523-1635

GARDINER HOWLAND SHAW FOUNDATION

Description	Sold	Acquired	Proceeds	Cost	Gain/Loss Covered
** LONG TERM CAPITAL GAIN (LOSS)					
2000 SHARES OF PEPSICO INC	06/11/2009	10/23/2002	105,937.23	89,392.40	16,544.83
5000.000000 SHARES OF BARRICK GOLD CORP	06/11/2009	01/31/2003	173,560.89	82,498.50	91,062.39
2200 SHARES OF PROCTER & GAMBLE CO	06/11/2009	01/01/1970	114,706.14	3,735.08	110,971.06
1000.000000 SHARES OF STERICYCLE INC	12/15/2009	07/28/2004	56,746.70	25,383.10	31,363.60
1000.000000 SHARES OF 3M CO	12/15/2009	01/01/1970	82,567.87	6,652.86	75,915.01
1000.000000 SHARES OF UNITED TECHNOLOGIES CORP	12/15/2009	06/06/1997	70,080.08	20,483.75	49,596.33
2000.000000 SHARES OF CARMAX INC	12/15/2009	04/11/2003	42,058.91	17,616.30	24,442.61
2000.000000 SHARES OF JOHNSON CONTROLS INC	12/15/2009	01/31/2003	55,378.57	26,990.93	28,387.64
1000 SHARES OF 3M CO	03/17/2010	01/01/1970	81,893.05	6,652.87	75,240.18
2000.000000 SHARES OF CHEVRON CORP NEW	03/17/2010	05/24/1991	149,471.25	41,766.23	107,705.02
1000.000000 SHARES OF STERICYCLE INC	03/17/2010	07/28/2004	55,241.11	25,383.10	29,858.01
5000.000000 SHARES OF SUNCOR ENERGY INC (ISIN #CA8672241079 SEDOL #B3NB0P5)	03/17/2010	02/01/2005	156,749.66	83,171.50	73,578.16
5000.000000 SHARES OF CARMAX INC	03/17/2010	04/11/2003	119,317.47	44,040.75	75,276.72
2000.000000 SHARES OF GENERAL ELECTRIC CO	03/17/2010	05/24/1990	36,439.53	11,519.17	24,920.36
4000 SHARES OF JOHNSON CONTROLS INC	03/17/2010	01/31/2003	128,025.57	53,981.87	74,043.70
1000.000000 SHARES OF EXXON MOBIL CORP	03/17/2010	03/30/1970	67,402.25	1,813.53	65,588.72
1000.000000 SHARES OF UNITED TECHNOLOGIES CORP	03/17/2010	06/06/1997	72,109.38	20,483.75	51,625.63
** TOTAL LONG TERM CAPITAL GAIN (LOSS)			1,567,685.66	561,565.69	1,006,119.97

SUMMARY

Description	Amount
** SUMMARY OF CAPITAL GAINS AND LOSSES **	
TOTAL SHORT TERM CAPITAL GAIN (LOSS)	0.00
TOTAL SHORT TERM CAPITAL GAINS DIVIDENDS	0.00

NET SHORT TERM CAPITAL GAIN (LOSS)	0.00
TOTAL LONG TERM CAPITAL GAIN (LOSS)	1,006,119.97
TOTAL LONG TERM CAPITAL GAINS DIVIDENDS	0.00
TOTAL 28% RATE CAPITAL GAINS DIVIDENDS	0.00
TOTAL SEC 1250 CAPITAL GAINS DIVIDENDS	0.00
TOTAL SEC 1202 CAPITAL GAINS DIVIDENDS	0.00
NET LONG TERM CAPITAL GAIN (LOSS)	1,006,119.97
NET CAPITAL GAIN (LOSS)	1,006,119.97
TOTAL GAIN/LOSS FROM SALES WITH UNKNOWN COST/ACQUISITION DATE	0.00



DIRECT CHARITABLE EXPENSES
FY 2010

TECHNICAL ASSISTANCE TO GRANTEES:

30 ORGANIZATIONS SERVED; TOTAL HOURS 94 TOTAL EXPENSE \$12,502

TECHNICAL ASSISTANCE TO OTHER ORGANIZATIONS;

16 ORGANIZATIONS SERVED: TOTAL HOURS 56 TOTAL EXPENSE \$7,448

COMMITTEES AND PRESENTATIONS:

US ATTORNEY COMMUNITY GRANTS	TOTAL HOURS 8	TOTAL EXPENSE \$1,064
VARIOUS PRESENTATIONS	TOTAL HOURS 31	TOTAL EXPENSE \$4,123

PUBLICATIONS AND RESEARCH:

OFFENDER RESOURCE DIRECTORY	TOTAL HOURS 30	TOTAL EXPENSE \$3,990
FEMALE OFFENDER SURVEY	TOTAL HOURS 21	TOTAL EXPENSE \$2,798
OTHER RESEARCH	TOTAL HOURS 16	TOTAL EXPENSE \$2,128

VOLUNTEER WORK:

RIDE FOR KIDS	TOTAL HOUR 18	TOTAL EXPENSE \$2,394
OTHER	TOTAL HOURS 27	TOTAL EXPENSE \$3,591

TOTAL: \$40,038

GARDINER HOWLAND SHAW FOUNDATION
GRANT LIST MAY 1, 2009 – APRIL 30, 2010

Our Prison Neighbors, Gardner, MA (support for the prison volunteer and education program - \$5,000 – public charity)

MA Correctional Legal Services, Boston, MA (support for legal advocacy services for incarcerated inmates - \$15,000 – public charity)

Prison Book Program, Quincy, MA (support for library and book project for prisons and jails - \$10,000 – public charity)

Generation Excell, Jamaica Plain, MA (support for the gang intervention project - \$10,000 – public charity)

Boston College Law School, Newton, MA (support for the Juvenile Rights Advocacy project assisting adolescent females in the juvenile justice system - \$15,000 – educational institution)

Adolescent Consultation Services, Inc., Cambridge, MA (support for the MA Association of Juvenile Court Clinics - \$8,000 – public charity)

Friends of Prisoners, Barnstable, MA (support for the residential services program for ex-offenders - \$5,000 – public charity)

Boston Employment Service/STRIVE, Boston, MA (support for the ex-offender employment placement and training program - \$10,000 – public charity)

Criminal Justice Policy Coalition, Boston, MA (support for the criminal justice reform advocacy program - \$10,000 – public charity)

Stop Handgun Violence, Newton, MA (support for the gun violence prevention program - \$15,000 – public charity)

Performance Project, Northampton, MA (support for the arts program for juvenile offenders - \$10,000 – public charity)

Spectrum Health Systems, Inc., Worcester, MA (support for the parenting program for female offenders - \$5,000 – public charity)

Citizens for Safety, Jamaica Plain, MA (support for the gun violence prevention program - \$15,000 – public charity)

PAIR Project, Inc., Boston, MA (support for the legal advocacy program assisting detainees held in Federal INS facilities - \$6,200 – public charity)

Partakers, Inc., Newton, MA (support for the prison volunteer and mentoring program - \$15,000 - public charity)

Children's Law Center of MA, Lynn, MA (support for the legal advocacy program for juvenile offenders - \$10,000 - public charity)

Freedom Ministries, Inc., Boston, MA (support for the juvenile justice visitation program - \$5,000 - public charity)

Dorchester Bay Economic Development Corp., Dorchester, MA (support for the residential advocacy program for ex-offenders - \$10,000 - public charity)

SPAN, Inc., Boston, MA (support for the ex-offender community re integration program - \$10,000 - public charity)

Finex House, Boston, MA (support for the female offender's assistance program - \$10,000 - public charity)

Community Resources for Justice, Boston, MA (support for the MA criminal justice reform project and the ex-offender resource directory - \$85,000 - public charity)

City Mission Society, Boston, MA (support for the Public Voices program assisting ex-offenders and their families - \$10,000 - public charity)

Self Esteem Boston, Boston, MA (support for the female ex-offender counseling program - \$5,000 - public charity)

Penikese Island School, Woods Hole, MA (support for the residential services program serving high risk youth - \$10,000 - public charity)

Catholic Charities South, Brockton, MA (support for the ex-offenders community re-integration program - \$10,000 - public charity)

Citizens for Juvenile Justice, Boston, MA (support for the statewide juvenile justice advocacy program - \$37,200 - public charity)

Third Sector New England, Boston, MA (support for the Voices from Inside project - \$10,000 - public charity)

Hull Lifesaving Museum, Inc., Hull, MA (support for the juvenile offender vocational training program - \$10,000 - public charity)

Bridge to Hope, Hyannis, MA (support for the Champs Home residential program for female ex-offenders - \$10,000 - public charity)

The Ed. nburg Center, Lexington, MA (support for the community based mental health jail diversion program - \$10,000 – public charity)

Juvenile Law Center, Philadelphia, PA (support for juvenile legal advocacy training in MA - \$5,000 – public charity)

Robert F. Kennedy Children's Action Corps, Boston, MA (support for juvenile diversion program - \$15,000 – public charity)

Friends of Boston's Homeless, Boston, MA (support for the ex-offender vocational training program - \$12,500 – public charity)

Community Servings, Inc., Boston, MA (support for the ex-offender vocational training program - \$10,472– public charity)

MA Council of HSP Charitable Foundation, Boston, MA (support for the MCHSP annual training conference - \$2,000 – public charity)

Key Program, Framingham, MA (support for the residential program for DYS referred youth - \$5,300 – public charity)

Community Gems, Inc., Roxbury, MA (support for the community collaborative linking youth serving agencies in Roxbury - \$20,500 – public charity)

Center for Public Representation, Northampton, MA (support for the agencies legal advocacy services \$10,000 – public charity)

Wellesley Centers for Women, Inc , Wellesley, MA (support for the female offender services collaboration project - \$20,000 – public charity)

Youth Advocacy Foundation, Roxbury, MA (support for the agencies legal advocacy services assisting delinquent youth - \$10,000 – public charity)

Community Dispute Settlement Center, Cambridge, MA (support for the court based mediation program - \$1,000 – public charity)

On the Rise, Inc., Cambridge, MA (support for the agencies legal advocacy project - \$500 – public charity)

MA Advocates for Children, Boston, MA (support for the agencies Trauma and Learning project - \$1,000 – public charity)

Celebration for Kids, Inc., Foxboro, MA (support for the agencies annual fundraising event for child welfare agencies in MA - \$4,000 – public charity)

Career Collaborative, Boston, MA (support for then agencies employment services for ex-offenders - \$300 - public charity)

Associated Grantmakers of MA, Boston, MA (annual support for the agencies services to the non profit community in MA - \$4,300 - public charity)

Council on Foundations, Washington, DC (annual support - \$2,300 - public charity)

Grantmakers for Children Youth and Families, Washington, DC (annual support - \$1,000 - public charity)

ROCA, inc., Chelsea MA (support for the agencies gang intervention services - \$2,500 - public charity)

Association of Small Foundations, Washington, DC (annual support - \$500 - public charity)

Dorchester Boys and Girls Club, Dorchester, MA (support for at -risk youth programs - \$500 -public charity)

Partners in Health, Boston, MA (support for emergency health services - \$500 - public charity)

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form). **Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868**

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Type or print	Name of Exempt Organization GARDINER HOWLAND SHAW FOUNDATION	Employer identification number 04 6111826	
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O WELCH & FORBES; 45 SCHOOL STREET		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BOSTON, MA 02108		

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

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

• The books are in the care of ▶ **45 SCHOOL STREET, BOSTON, MA 02108**

Telephone No. ▶ (**617**) **523-1635** FAX No. ▶ (**617**) **742-6243**

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **DECEMBER 15**, 20**10**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ calendar year 20..... or

▶ tax year beginning **MAY 1**, 20**09**, and ending **APRIL 30**, 20**10**.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	34,000
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	9,000
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	25,000

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.