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Form **990-PF**Department of the Treasury
Internal Revenue Service**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

08/01, 2009, and ending

07/31, 2010

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

SHAW'S SUPERMARKETS CHAR FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

P O BOX 1802

City or town, state, and ZIP code

PROVIDENCE, RI 02901-1802

A Employer identification number

01-6008389

B Telephone number (see page 10 of the instructions)

() -

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end

of year (from Part II, col (c), line

16) ▶ \$ 706,835.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

| | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|------------------------------------|---------------------------|-------------------------|---|
| 1 Contributions, gifts, grants, etc., received (attach schedule) | 145,000. | | | |
| 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B. | | | | |
| 3 Interest on savings and temporary cash investments | | | | |
| 4 Dividends and interest from securities | 23,931. | 23,836. | | STMT 1 |
| 5a Gross rents | | | | |
| b Net rental income or (loss) | | | | |
| 6a Net gain or (loss) from sale of assets not on line 10 | 7,529. | | | |
| b Gross sales price for all assets on line 6a | 110,415. | | | |
| 7 Capital gain net income (from Part IV, line 2) | | 7,529. | | |
| 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) | 203. | | | STMT 2 |
| 12 Total. Add lines 1 through 11 | 176,663. | 31,365. | | |
| 13 Compensation of officers, directors, trustees, etc | 1,527. | 916. | | 611. |
| 14 Other employee salaries and wages | | | | |
| 15 Pension plans, employee benefits | | | | |
| 16a Legal fees (attach schedule) | | | | |
| b Accounting fees (attach schedule) | | | | |
| c Other professional fees (attach schedule) | | | | |
| 17 Interest | | | | |
| 18 Taxes (attach schedule) (see page 14 of the instructions) | 65. | 65. | | STMT 3 |
| 19 Depreciation (attach schedule) and depletion | | | | |
| 20 Occupancy | | | | |
| 21 Travel, conferences, and meetings | | | | |
| 22 Printing and publications | | | | |
| 23 Other expenses (attach schedule) | | | | |
| 24 Total operating and administrative expenses. Add lines 13 through 23 | 1,592. | 981. | | 611. |
| 25 Contributions, gifts, grants paid | 112,000. | | | 112,000. |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 113,592. | 981. | | 112,611. |
| 27 Subtract line 26 from line 12: | | | | |
| a Excess of revenue over expenses and disbursements | 63,071. | | | |
| b Net investment income (if negative, enter -0-) | | 30,384. | | |
| c Adjusted net income (if negative, enter -0-) | | | | |

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

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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 | | NONE | |
| | 2 Savings and temporary cash investments | 20,226. | 24,470. | 24,470. |
| | 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) ▶ * | | NONE | |
| | Less: allowance for doubtful accounts ▶ | | NONE | NONE |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10 a Investments - U S and state government obligations (attach schedule) | | NONE | NONE |
| | b Investments - corporate stock (attach schedule) | 575,290. | 633,978. | 682,365. |
| | c Investments - corporate bonds (attach schedule) | | NONE | NONE |
| | 11 Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶ | NONE | NONE | |
| | 12 Investments - mortgage loans | | NONE | |
| | 13 Investments - other (attach schedule) | | NONE | NONE |
| 14 Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶ | | | | |
| 15 Other assets (describe ▶) | | NONE | NONE | |
| 16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) | 595,516. | 658,448. | 706,835. | |
| 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"/> | | | |
| | and complete lines 24 through 26 and lines 30 and 31. | | | |
| | 24 Unrestricted | | | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/> | | | |
| | 27 Capital stock, trust principal, or current funds | 595,516. | 658,448. | |
| | 28 Paid-in or capital surplus, or land, bldg., and equipment fund | | | |
| 29 Retained earnings, accumulated income, endowment, or other funds | | NONE | | |
| 30 Total net assets or fund balances (see page 17 of the instructions) | 595,516. | 658,448. | | |
| 31 Total liabilities and net assets/fund balances (see page 17 of the instructions) | 595,516. | 658,448. | | |

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 | 595,516. |
| 2 Enter amount from Part I, line 27a | 2 | 63,071. |
| 3 Other increases not included in line 2 (itemize) ▶ | 3 | |
| 4 Add lines 1, 2, and 3 | 4 | 658,587. |
| 5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 4 | 5 | 139. |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 658,448. |

Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.) | | | (b) How acquired P-Purchase D-Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|---|--|---|---|--------------------------------------|----------------------------------|
| 1a SEE PART IV DETAIL | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | | | |
| (i) FM V. 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 | 7,529. | |
| 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 (for 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 | 218,009. | 480,560. | 0.45365615116 |
| 2007 | 98,733. | 566,673. | 0.17423275858 |
| 2006 | 277,884. | 559,397. | 0.49675632869 |
| 2005 | 573,788. | 957,843. | 0.59904180539 |
| 2004 | 436,730. | 1,499,734. | 0.29120497368 |
| 2 Total of line 1, column (d) | | | 2 2.01489201750 |
| 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 0.40297840350 |
| 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 | | | 4 639,456. |
| 5 Multiply line 4 by line 3 | | | 5 257,687. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 6 304. |
| 7 Add lines 5 and 6 | | | 7 257,991. |
| 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. | | | 8 112,611. |

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 ruling letter if necessary - see instructions) | | 1 | 608. |
| 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 | |
| 3 Add lines 1 and 2 | | 3 | 608. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | 4 | NONE |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | | 5 | 608. |
| 6 Credits/Payments | | | |
| a 2009 estimated tax payments and 2008 overpayment credited to 2009 | 6a | 200. | |
| b Exempt foreign organizations-tax withheld at source | 6b | NONE | |
| c Tax paid with application for extension of time to file (Form 8868) | 6c | NONE | |
| d Backup withholding erroneously withheld | 6d | | |
| 7 Total credits and payments. Add lines 6a through 6d | 7 | 200. | |
| 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 | 408. | |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 | | |
| 11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/> | 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? | | 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 <input type="checkbox"/> \$ (2) On foundation managers <input type="checkbox"/> \$ | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ | | |
| 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 |
| 4a 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? | | |
| 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 | |
| 8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> STMT 5 | | |
| 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 |

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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? | 13 | X | |
| Website address ▶ N/A | | | | |
| 14 | The books are in care of ▶ PRIVATE BANK TAX SERVICES Telephone no ▶ (401) 278-6825 | | | |
| Located at ▶ P.O. BOX 1802, PROVIDENCE, RI ZIP + 4 ▶ 02901-1802 | | | | |
| 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 checked="" type="checkbox"/> Yes <input 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)? | 1b | X |
| Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/> | | |
| c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? | 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 ▶ | | |
| 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 | X |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ | | |
| 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 | |
| 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 |

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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 |
|----------------------|---|---|---|---------------------------------------|
| SEE STATEMENT 6 | | 1,527. | -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 | | NONE | NONE | NONE |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

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

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

Total number of others receiving over \$50,000 for professional services **NONE****Part IX-A Summary of Direct Charitable Activities**

| List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc | Expenses |
|---|----------|
| 1 NONE | |
| 2 | |
| 3 | |
| 4 | |

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|--|--------|
| 1 NONE | |
| 2 | |
| All other program-related investments See page 24 of the instructions | |
| 3 NONE | |
| Total. Add lines 1 through 3 | |

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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 | 605,386. |
| b | Average of monthly cash balances | 1b | 43,808. |
| c | Fair market value of all other assets (see page 24 of the instructions) | 1c | NONE |
| d | Total (add lines 1a, b, and c) | 1d | 649,194. |
| 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 | NONE |
| 3 | Subtract line 2 from line 1d | 3 | 649,194. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions) | 4 | 9,738. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 639,456. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 31,973. |

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 | 31,973. |
| 2a | Tax on investment income for 2009 from Part VI, line 5 | 2a | 608. |
| b | Income tax for 2009. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 608. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 31,365. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | NONE |
| 5 | Add lines 3 and 4 | 5 | 31,365. |
| 6 | Deduction from distributable amount (see page 25 of the instructions) | 6 | NONE |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 31,365. |

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 | 112,611. |
| 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 | NONE |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required) | 3a | NONE |
| b | Cash distribution test (attach the required schedule) | 3b | NONE |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 112,611. |
| 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 | N/A |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 112,611. |

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 | | | | 31,365. |
| 2 Undistributed income, if any, as of the end of 2009: | | | | |
| a Enter amount for 2008 only | | | NONE | |
| b Total for prior years 20____, 20____, 20____ | | NONE | | |
| 3 Excess distributions carryover, if any, to 2009: | | | | |
| a From 2004 363,414. | | | | |
| b From 2005 528,172. | | | | |
| c From 2006 250,632. | | | | |
| d From 2007 63,999. | | | | |
| e From 2008 194,375. | | | | |
| f Total of lines 3a through e | 1,400,592. | | | |
| 4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 112,611. | | | | |
| a Applied to 2008, but not more than line 2a . . . | | | NONE | |
| b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) | | NONE | | |
| c Treated as distributions out of corpus (Election required - see page 26 of the instructions) | NONE | | | |
| d Applied to 2009 distributable amount | | | | 31,365. |
| e Remaining amount distributed out of corpus . . | 81,246. | | | |
| 5 Excess distributions carryover applied to 2009 . (If an amount appears in column (d), the same amount must be shown in column (a).) | NONE | | | NONE |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | 1,481,838. | | | |
| b Prior years' undistributed income. Subtract line 4b from line 2b | | NONE | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | NONE | | |
| d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions | | NONE | | |
| e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions | | | NONE | |
| f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010. | | | | NONE |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) | NONE | | | |
| 8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) | 363,414. | | | |
| 9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a | 1,118,424. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2005 528,172. | | | | |
| b Excess from 2006 250,632. | | | | |
| c Excess from 2007 63,999. | | | | |
| d Excess from 2008 194,375. | | | | |
| e Excess from 2009 81,246. | | | | |

4942(j)(5)

13 -

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

| <div>Recipient</div> <div>Name and address (home or business)</div> | <div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div> | <div>Foundation status of recipient</div> | <div>Purpose of grant or contribution</div> | <div>Amount</div> |
|---|--|---|---|-------------------|
| a Paid during the year SEE STATEMENT 9 | | | | |
| Total ▶ 3a | | | | 112,000. |
| b Approved for future payment | | | | |
| Total ▶ 3b | | | | |

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization

Employer identification number

SHAW'S SUPERMARKETS CHAR FOUNDATION

01-6008389

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

SHAW'S SUPERMARKETS CHAR FOUNDATION

Employer identification number

01-6008389

Part I Contributors (see instructions)

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution |
|------------|---|--------------------------------|---|
| 1 | SHAW'S SUPERMARKETS PO BOX 600 E BRIDGEWATER, MA 02333-0600 | \$ 145,000. | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |

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

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|--|--------------------------------|--|--------------------|---------------------------|------------------------------|--------|------------------------|------------|
| Gross sale price less expenses of sale | Depreciation allowed/allowable | Cost or other basis | FMV as of 12/31/69 | Adj. basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| 3,967.00 | | 411.523 COLUMBIA SELECT LARGE CAP GROWTH PROPERTY TYPE: SECURITIES 3,000.00 | | | | | 03/26/2009 967.00 | 09/18/2009 |
| 1,033.00 | | 107.149 COLUMBIA SELECT LARGE CAP GROWTH PROPERTY TYPE: SECURITIES 946.00 | | | | | 07/23/2009 87.00 | 09/18/2009 |
| 25,000.00 | | 2726.281 COLUMBIA BOND FUND CLASS Z SHAR PROPERTY TYPE: SECURITIES 24,318.00 | | | | | 05/22/2009 682.00 | 09/18/2009 |
| 4,308.00 | | 106.458 COLUMBIA VALUE AND RESTRUCTURING PROPERTY TYPE: SECURITIES 3,000.00 | | | | | 03/26/2009 1,308.00 | 11/03/2009 |
| 692.00 | | 17.09 COLUMBIA VALUE AND RESTRUCTURING F PROPERTY TYPE: SECURITIES 615.00 | | | | | 07/23/2009 77.00 | 11/03/2009 |
| 5,000.00 | | 537.634 COLUMBIA SELECT LARGE CAP GROWTH PROPERTY TYPE: SECURITIES 4,747.00 | | | | | 07/23/2009 253.00 | 11/03/2009 |
| 16,209.00 | | 1758.024 COLUMBIA BOND FUND CLASS Z SHAR PROPERTY TYPE: SECURITIES 15,682.00 | | | | | 05/22/2009 527.00 | 11/03/2009 |
| 33,791.00 | | 3664.969 COLUMBIA BOND FUND CLASS Z SHAR PROPERTY TYPE: SECURITIES 32,765.00 | | | | | 07/23/2009 1,026.00 | 11/03/2009 |
| 1,283.00 | | 55.031 COLUMBIA ACORN FUND CLASS Z SHARE PROPERTY TYPE: SECURITIES 1,469.00 | | | | | 03/31/2008 -186.00 | 11/30/2009 |
| 1,596.00 | | 47.742 COLUMBIA ACORN INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 2,009.00 | | | | | 04/23/2008 -413.00 | 11/30/2009 |
| 7,526.00 | | 981.228 COLUMBIA HIGH INCOME FUND CLASS PROPERTY TYPE: SECURITIES 6,564.00 | | | | | 05/22/2009 962.00 | 11/30/2009 |

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

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|--|---------------------------------------|---|--------------------------|--------------------------------|------------------------------------|--------------|--------------------------|------------|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| 1,860.00 | | 129.345 COLUMBIA INTERNATIONAL VALUE FUN PROPERTY TYPE: SECURITIES 1,684.00 | | | | | 07/23/2009 176.00 | 11/30/2009 |
| 1,998.00 | | 186.004 COLUMBIA MARSICO INT'L OPPORTUNI PROPERTY TYPE: SECURITIES 1,789.00 | | | | | 07/23/2009 209.00 | 11/30/2009 |
| 1,011.00 | | 96.371 COLUMBIA MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 750.00 | | | | | 03/26/2009 261.00 | 11/30/2009 |
| 3,335.00 | | 351.438 COLUMBIA REAL ESTATE EQUITY FUND PROPERTY TYPE: SECURITIES 2,179.00 | | | | | 03/26/2009 1,156.00 | 11/30/2009 |
| 1,476.00 | | 155.576 COLUMBIA REAL ESTATE EQUITY FUND PROPERTY TYPE: SECURITIES 1,112.00 | | | | | 05/22/2009 364.00 | 11/30/2009 |
| 330.00 | | 14.897 COLUMBIA SMALL CAP GROWTH I FUND PROPERTY TYPE: SECURITIES 257.00 | | | | | 03/26/2009 73.00 | 11/30/2009 |
| TOTAL GAIN (LOSS) | | | | | | | ----- 7,529. ===== | |

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

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|--|---|-----------------------------|
| ----- | ----- | ----- |
| COLUMBIA ACORN FUND CLASS Z SHARES | 15. | 15. |
| COLUMBIA ACORN INTERNATIONAL FUND CL Z | 133. | 133. |
| COLUMBIA HIGH INCOME FUND CLASS Z SHARES | 3,700. | 3,700. |
| COLUMBIA INTERNATIONAL VALUE FUND CLASS | 314. | 314. |
| COLUMBIA MARSICO INT'L OPPORTUNITIES FD | 112. | 112. |
| COLUMBIA MID CAP VALUE FUND CLASS Z SHAR | 38. | 38. |
| COLUMBIA GOVERNMENT RESERVES CAPITAL CLA | 10. | 10. |
| COLUMBIA CORE BOND FUND CLASS Z SHARES | 258. | 258. |
| COLUMBIA INTERMEDIATE BOND FUND CLASS Z | 418. | 418. |
| COLUMBIA SMALL CAP VALUE I FUND CLASS Z | 20. | 20. |
| COLUMBIA REAL ESTATE EQUITY FUND CLASS Z | 668. | 573. |
| COLUMBIA VALUE AND RESTRUCTURING FUND CL | 383. | 383. |
| COLUMBIA BOND FUND CLASS Z SHARES | 17,862. | 17,862. |
| | ----- | ----- |
| TOTAL | 23,931. | 23,836. |
| | ===== | ===== |

FORM 990PF, PART I - OTHER INCOME

=====

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS |
|-------------------|---|
| ----- | ----- |
| EXCISE TAX REFUND | 203. |
| TOTALS | ----- |
| | 203. |
| | ===== |

FORM 990PF, PART I - TAXES
=====

| DESCRIPTION ----- | REVENUE AND EXPENSES PER BOOKS ----- | NET INVESTMENT INCOME ----- |
|--------------------------------|--|--------------------------------------|
| FOREIGN TAXES ON QUALIFIED FOR | 54. | 54. |
| FOREIGN TAXES ON NONQUALIFIED | 11. | 11. |
| TOTALS | ----- 65. | ----- 65. |
| | ===== | ===== |

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

=====

| DESCRIPTION ----- | AMOUNT ----- |
|----------------------|-----------------|
| ADJ CARRYING VALUE | 111. |
| 09-10 TYE INCOME ADJ | 28. |
| | ----- |
| TOTAL | 139. |
| | ===== |

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

ME

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

=====

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

1155 ELM STREET

MANCHESTER, NH 03101

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION 1,527.

TOTAL COMPENSATION:

1,527.

=====

RECIPIENT NAME:

BANK OF AMERICA, N.A.

ADDRESS:

2 PORTLAND SQ

PORTLAND, ME

FORM, INFORMATION AND MATERIALS:

NONE

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NO PERSONAL GRANTS. AWARDS LIMITED TO GEOGRAPHICAL AREA
INCLUDING SOUTHERN MAINE, SOUTHERN NH AND MASSACHUSETTS

=====

RECIPIENT NAME:

THE JIMMY FUND

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

BROCKTON NEIGHBORHOOD

HEALTH CENTER

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

UNITED WAY OF NEW

ENGLAND

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

HOMES FOR OUR TROOPS

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED

AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:

TAUNTON YMCA

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

PARTNERS IN HEALTH

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

HAITI RELIEF

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

MONTACHUSETT REGIONAL

YMCA

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

YMCA STRONG KIDS

CAMPAIGN

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED

AMOUNT OF GRANT PAID 5,000.

TOTAL GRANTS PAID:

112,000.

=====

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2009

Name of estate or trust

SHAW'S SUPERMARKETS CHAR FOUNDATION

Employer identification number

01-6008389

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

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

| (a) Description of property (Example 100 shares 7% preferred of "Z" Co) | (b) Date acquired (mo, day, yr) | (c) Date sold (mo, day, yr) | (d) Sales price | (e) Cost or other basis (see page 4 of the instructions) | (f) Gain or (loss) for the entire year Subtract (e) from (d) |
|--|------------------------------------|--------------------------------|-----------------|---|--|
| 1a | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b | | | | | 1b 8,128. |
| 2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 | | | | | 2 |
| 3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts | | | | | 3 |
| 4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet | | | | | 4 () |
| 5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back | | | | | 5 8,128. |

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

| (a) Description of property (Example 100 shares 7% preferred of "Z" Co) | (b) Date acquired (mo, day, yr) | (c) Date sold (mo, day, yr) | (d) Sales price | (e) Cost or other basis (see page 4 of the instructions) | (f) Gain or (loss) for the entire year Subtract (e) from (d) |
|--|------------------------------------|--------------------------------|-----------------|---|--|
| 6a | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b | | | | | 6b -599. |
| 7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 | | | | | 7 |
| 8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts | | | | | 8 |
| 9 Capital gain distributions | | | | | 9 |
| 10 Gain from Form 4797, Part I | | | | | 10 |
| 11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet | | | | | 11 () |
| 12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back | | | | | 12 -599. |

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

Schedule D (Form 1041) 2009

| Part III Summary of Parts I and II | | (1) Beneficiaries' (see page 5) | (2) Estate's or trust's | (3) Total |
|--|--|------------------------------------|----------------------------|-----------|
| Caution: Read the instructions before completing this part. | | | | |
| 13 | Net short-term gain or (loss) | 13 | | 8,128. |
| 14 | Net long-term gain or (loss): | | | |
| a | Total for year | 14a | | -599. |
| b | Unrecaptured section 1250 gain (see line 18 of the wrksht.) | 14b | | |
| c | 28% rate gain | 14c | | |
| 15 | Total net gain or (loss). Combine lines 13 and 14 ▶ | 15 | | 7,529. |

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

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

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

| Part V Tax Computation Using Maximum Capital Gains Rates | |
|--|--|
| Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero. | |
| Caution: Skip this part and complete the worksheet on page 8 of the instructions if: • Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero. | |
| Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero. | |

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

Schedule D (Form 1041) 2009

Employer identification number

01-6008389

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

[illegible]

Settlement Date

Bank of America



Portfolio Detail

Account: 61-16-204-8528800 SHAW'S SUPERMARKETS CHAR FDN

July 01, 2010 through July 31, 2010

| Units | Description | CUSIP Sector (2) | Market Value(1)/ Market Price | Accrued Income | Average Unit Cost | Tax Cost/ Unit Cost | Unrealized Gain/Loss | Estimated Annual Income | Cur Yld/ YTM |
|------------------|--|--|--|---|---|------------------------|-------------------------|----------------------------|-----------------|
| Cash/Currency | | | | | | | | | |
| Cash Equivalents | | | | | | | | | |
| 24,470.120 | BOFA GOVERNMENT RESERVES CAPITAL CLASS - FORMERLY COLUMBIA GOVERNMENT RESERVES | 097100630 | \$24,470.12 | \$0.00 | \$24,470.12 | \$24,470.12 1.000 | \$0.00 | \$0.00 | 0.0% |
| | Total Cash Equivalents | | \$24,470.12 | \$0.00 | \$24,470.12 | | \$0.00 | \$0.00 | 0.0% |
| | Total Cash/Currency | | \$24,470.12 | \$0.00 | \$24,470.12 | | \$0.00 | \$0.00 | 0.0% |
| Equities | | | | | | | | | |
| | (2)Industry Sector Codes | CND = Consumer Discretionary CNS = Consumer Staples ENR = Energy | FIN = Financials HEA = Health Care IND = Industrials | IFT = Information Technology MAT = Materials OEQ = Other Equities | TEL = Telecommunication Services UTL = Utilities | | | | |
| U.S. Large Cap | | | | | | | | | |
| 3,684.046 | COLUMBIA SELECT LARGE CAP GROWTH FUND CLASS Z SHARES Ticker: UMLGX | 19765Y688 OEQ | \$37,135.18 10.080 | \$0.00 | \$33,777.30 9.169 | \$3,357.88 | \$0.00 | \$0.00 | 0.0% |
| 906.105 | COLUMBIA VALUE AND RESTRUCTURING FUND CLASS Z SHARES Ticker: UMBIX | 19765Y514 OEQ | 37,793.64 41.710 | 0.00 | 33,326.55 36.780 | 4,467.09 | 410.47 | 35.78 | 1.1 |
| | Total U.S. Large Cap | | \$74,928.82 | \$0.00 | \$67,103.85 | \$7,824.97 | \$410.47 | \$50.70 | 0.5% |
| U.S. Mid Cap | | | | | | | | | |
| 188.855 | COLUMBIA ACORN FUND CLASS Z SHARES Ticker: ACRN X | 197199409 OEQ | \$4,827.13 25.560 | \$0.00 | \$4,167.40 22.067 | \$659.73 | \$14.92 | 35.78 | 0.3% |
| 431.142 | COLUMBIA MID CAP VALUE FUND CLASS Z SHARES Ticker: NAMA X | 19765J830 OEQ | 4,936.58 11.450 | 0.00 | 3,603.87 8.359 | 1,332.71 | 35.78 | 35.78 | 0.7 |
| | Total U.S. Mid Cap | | \$9,763.71 | \$0.00 | \$7,771.27 | \$1,992.44 | \$50.70 | \$50.70 | 0.5% |

(1) Market Value in the Portfolio Detail section does not include Accrued Income.

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Settlement Date

Bank of America



Portfolio Detail

Account: 61-16-204-8528800 SHAW'S SUPERMARKETS CHAR FDN

July 01, 2010 through July 31, 2010

| Units | Description | CUSIP Sector (2) | Market Value(1)/ Market Price | Accrued Income | Average Unit Cost | Tax Cost/ Unit Cost | Unrealized Gain/Loss | Estimated Annual Income | Cur Yld/ YTM |
|---------------------------------------|---|---------------------|----------------------------------|-------------------|-----------------------|------------------------|-------------------------|----------------------------|-----------------|
| Equities (cont) | | | | | | | | | |
| U.S. Small Cap | | | | | | | | | |
| 103.842 | COLUMBIA SELECT SMALL CAP FUND CLASS Z SHARES Ticker: UMLC X | 19765Y589 OEQ | \$1,461.06 14.070 | \$0.00 | \$1,000.00 9.630 | | \$461.06 | \$0.00 | 0.0% |
| 74.532 | COLUMBIA SMALL CAP GROWTH I FUND CLASS Z SHARES Ticker: CMSC X | 19765P596 OEQ | 1,892.37 25.390 | 0.00 | 1,345.71 18.055 | | 546.66 | 0.00 | 0.0 |
| 92.062 | COLUMBIA SMALL CAP VALUE I FUND CLASS Z SHARES Ticker: CSCZ X | 19765N567 OEQ | 3,683.40 40.010 | 0.00 | 2,510.79 27.273 | | 1,172.61 | 19.89 | 0.5 |
| Total U.S. Small Cap | | | \$7,036.83 | \$0.00 | \$4,856.50 | | \$2,180.33 | \$19.89 | 0.3% |
| International Developed | | | | | | | | | |
| 210.095 | COLUMBIA ACORN INTERNATIONAL FUND CLASS Z SHARES Ticker: ACIN X | 197199813 OEQ | \$7,357.53 35.020 | \$0.00 | \$7,870.23 37.460 | | -\$512.70 | \$124.59 | 1.7% |
| 982.364 | COLUMBIA INTERNATIONAL VALUE FUND CLASS Z SHARES Ticker: EMIE X | 19765H586 OEQ | 13,065.44 13.300 | 0.00 | 12,826.10 13.056 | | 239.34 | 345.79 | 2.6 |
| 1,291.626 | COLUMBIA MARSICO INTERNATIONAL OPPORTUNITIES FD CLASS Z SHARES Ticker: NMDA X | 19765H636 OEQ | 13,342.50 10.330 | 0.00 | 12,521.54 9.694 | | 820.96 | 126.58 | 0.9 |
| Total International Developed | | | \$33,765.47 | \$0.00 | \$33,217.87 | | \$547.60 | \$596.36 | 1.8% |
| Total Equities | | | \$125,494.83 | \$0.00 | \$112,949.49 | | \$12,545.34 | \$1,078.02 | 0.9% |
| Fixed Income | | | | | | | | | |
| Investment Grade Taxable | | | | | | | | | |
| 50,513.964 | COLUMBIA BOND FUND CLASS Z SHARES | 19765Y886 | \$479,377.52 9.490 | \$1,413.92 | \$456,487.36 9.037 | | \$22,890.16 | \$17,528.35 | 3.7% |
| Total Investment Grade Taxable | | | \$479,377.52 | \$1,413.92 | \$456,487.36 | | \$22,890.16 | \$17,528.35 | 3.7% |

Settlement Date

Bank of America



Portfolio Detail

Account: 61-16-204-8528800 SHAW'S SUPERMARKETS CHAR FDN

July 01, 2010 through July 31, 2010

| Units | Description | CUSIP Sector (2) | Market Value(1)/ Market Price | Accrued Income | Average Unit Cost | Tax Cost/ Average Unit Cost | Unrealized Gain/Loss | Estimated Annual Income | Cur Yld/ YTM |
|----------------------------------|--|---------------------|----------------------------------|-------------------|----------------------|--------------------------------|-------------------------|----------------------------|-----------------|
| Fixed Income (cont) | | | | | | | | | |
| Global High Yield Taxable | | | | | | | | | |
| 6,989,390 | COLUMBIA HIGH INCOME FUND CLASS Z SHARES | 19765H495 | \$55,355.97 7.920 | \$0.00 | \$50,183.72 7.180 | \$5,172.25 | \$3,928.04 | 7.1% | |
| | Total Global High Yield Taxable | | \$55,355.97 | \$0.00 | \$50,183.72 | \$5,172.25 | \$3,928.04 | 7.1% | |
| | Total Fixed Income | | \$534,733.49 | \$1,413.92 | \$506,671.08 | \$28,062.41 | \$21,456.39 | 4.0% | |
| Real Estate | | | | | | | | | |
| Public REITs | | | | | | | | | |
| 1,921,546 | COLUMBIA REAL ESTATE EQUITY FUND CLASS Z SHARES | 19765P547 | \$22,136.21 11.520 | \$0.00 | \$14,357.36 7.472 | \$7,778.85 | \$636.03 | 2.9% | |
| | Total Public REITs | | \$22,136.21 | \$0.00 | \$14,357.36 | \$7,778.85 | \$636.03 | 2.9% | |
| | Total Real Estate | | \$22,136.21 | \$0.00 | \$14,357.36 | \$7,778.85 | \$636.03 | 2.9% | |
| | Total Portfolio | | \$706,834.65 | \$1,413.92 | \$658,448.05 | \$48,386.60 | \$23,170.44 | 3.3% | |
| | Accrued Income | | \$1,413.92 | | | | | | |
| | Total | | \$708,248.57 | | | | | | |