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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

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

OMB No 1545-0052

2009

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 change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation
ALLEN FOUNDATION 9572070611 R70781001

Number and street (or P O box number if mail is not delivered to street address) Room/suite
C/O JPMORGAN CHASE BANKNAPOBOX 3038

City or town, state, and ZIP code
MILWAUKEE, WI 53201

A Employer identification number
39-1708035

B Telephone number (see page 10 of the instructions)
(414) 977-1210

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)* ▶$ 16,727,670

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)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	102,445			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,893	1,893		
	4	Dividends and interest from securities	325,247	325,247		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	544,249			
	b	Gross sales price for all assets on line 6a 7,718,499				
	7	Capital gain net income (from Part IV, line 2)		544,249		
	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)	16,217	16,217		
	12	**Total.** Add lines 1 through 11	990,051	887,606		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	103,154	77,365		25,789
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	825	0		825
	c	Other professional fees (attach schedule)	858	858		0
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	11,408	5,908		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	910	0		910
	22	Printing and publications				
	23	Other expenses (attach schedule)	6,461	3,321		3,140
	24	**Total operating and administrative expenses.** Add lines 13 through 23	123,616	87,452		30,664
	25	Contributions, gifts, grants paid	700,075			700,075
	26	**Total expenses and disbursements.** Add lines 24 and 25	823,691	87,452		730,739
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	166,360			
	b	**Net investment income** (if negative, enter -0-)		800,154		
	c	**Adjusted net income** (if negative, enter -0-)				

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		2,384	2,384
	2	Savings and temporary cash investments	3,185,167	52,473	52,473
	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 15 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)			
	b	Investments—corporate stock (attach schedule)	7,873,822	9,817,967	10,333,229
	c	Investments—corporate bonds (attach schedule)	4,640,938	6,074,826	6,339,584
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	103,000	0	0
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	15,802,927	15,947,650	16,727,670
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)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **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.**			
	27	Capital stock, trust principal, or current funds	15,802,927	15,947,650	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	15,802,927	15,947,650	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	15,802,927	15,947,650	

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	15,802,927
2	Enter amount from Part I, line 27a	2	166,360
3	Other increases not included in line 2 (itemize) ▶	3	3,075
4	Add lines 1, 2, and 3	4	15,972,362
5	Decreases not included in line 2 (itemize) ▶	5	24,712
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	15,947,650

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)
1 a	PUBLICLY TRADED SECURITIES	P		
b	Residence - 211 Dairyland Dr, Milton, WI	D		
c	Capital Gains Dividends	P		
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	7,620,300		7,082,228	538,072
b	98,000		92,022	5,978
c	199			199
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				538,072
b				5,978
c				199
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	544,249
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	585,672	14,688,610	0 039873
2007	348,534	18,489,390	0 018850
2006	214,226	6,968,226	0 030743
2005	252,903	5,517,423	0 045837
2004	215,952	4,293,102	0 050302

2	**Total** of line 1, column (d).	2	0 185605
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 037121
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.	4	16,725,407
5	Multiply line 4 by line 3.	5	620,864
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	8,002
7	Add lines 5 and 6.	7	628,866
8	Enter qualifying distributions from Part XII, line 4.	8	730,739

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

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 ▶ ☐ 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 ▶ ☑ and enter 1% of Part I, line 27b	1	8,002
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	8,002
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	8,002
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 8,000		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	8,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	2
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** ▶ — **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?	1a		No
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)?	1b		No
	If the answer is "Yes" to ***1a*** *or* ***1b,*** *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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?	6	Yes	
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*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ WI			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

			Yes	No
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		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶JPMORGAN CHASE BANK NA Telephone no ▶(414) 977-2001

Located at ▶111 E WISCONSIN AVE MILWAUKEE WI ZIP+4 ▶53202

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? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 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? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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**		No
	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 Additional Data Table				

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	15,465,749
b	Average of monthly cash balances	1b	1,514,360
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	16,980,109
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	16,980,109
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	254,702
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	16,725,407
6	**Minimum investment return.** Enter 5% of line 5	6	836,270

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	836,270
2a	Tax on investment income for 2009 from Part VI, line 5	2a	8,002		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	8,002
3	Distributable amount before adjustments Subtract line 2c from line 1			3	828,268
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	828,268
6	Deduction from distributable amount (see page 25 of the instructions)			6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	828,268

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	730,739
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	730,739
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	8,002
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	722,737

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				828,268
2 Undistributed income, if any, as of the end of 2008				
a Enter amount for 2008 only.			700,075	
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 ▶ $ 730,739				
a Applied to 2008, but not more than line 2a			700,075	
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.				30,664
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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				797,604
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	0			
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. . . .				

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2009	**(b)** 2008	**(c)** 2007	**(d)** 2006	**(e) Total**
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 organization had $5,000 or more in assets at any time during the year—see page 27 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))

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

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ ☑ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	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
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				700,075
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,893	
4 Dividends and interest from securities			14	325,247	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			01	16,217	
8 Gain or (loss) from sales of assets other than inventory			18	544,249	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		887,606	0

13 **Total.** Add line 12, columns (b), (d), and (e) **13** 887,606

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

Signature of officer or trustee

2010-12-09
Date

Title

Paid Preparer's Use Only

Preparer's Signature	Date	Check if self-employed ☐	Preparer's identifying number (see **Signature** on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code		EIN	
		Phone no	

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491341004000

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of organization
ALLEN FOUNDATION 9572070611 R70781001

Employer identification number
39-1708035

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 in the heading 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
ALLEN FOUNDATION 9572070611 R70781001

Employer identification number
39-1708035

Part I **Contributors** (see Instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Marion Allen Estate c/o jpmorgan chase bank na PO Box 3 Milwaukee, WI 53201	$ 102,445	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
ALLEN FOUNDATION 9572070611 R70781001

Employer identification number
39-1708035

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	
		$	
		$	
		$	
		$	
		$	

Name of organization	Employer identification number
ALLEN FOUNDATION 9572070611 R70781001	39-1708035

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	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
a *Paid during the year*				
DANE COUNTY HUMANE SOCIETY 5132 Voges Rd Madison, WI 53718	nONE	pUBLIC CHARITY	pROGRAM SUPPORT	2,000
GILDA'S CLUB MADISON WISCONSIN INC7907 UW HEALTH COURT MIDDLETON, WI 53562	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	15,000
HOSPICECARE FOUNDATION5395 E Cheryl Pkwy Madison, WI 53711	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	25,000
MAKE-A-WISH FOUNDATION13195 W HAMPTON AVE BUTLER, WI 53007	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000
MILTON HIGH SCHOOL SCHOLARSHIP FUND430 E HIGHT ST MILTON, WI 53563	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	30,000
NATIONAL PHILANTROPIC TRUST 165 Township Line Road Suite 150 Jenkintown, PA 19046	NONE	PuBLIC CHARITY	PROGRAM SUPPORT	579,075
UNIVERSITY OF WISCONSIN- ROCK COUNTY2909 KELLOGG AVE JANESVILLE, WI 53546	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	24,000
WISCONSIN STATE TELECOMMUNICATIONS FOUNDATION121 E WILSON ST STE 102 MADISON, WI 53703	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000
WISCONSIN WOMENS HEALTH FOUNDATION INC2503 TODD DRIVE MADIson, WI 53711	NONE	PuBLIC CHARITY	PROGRAM SUPPORT	5,000
Total . . . . ▶ **3a**				700,075

TY 2009 Accounting Fees Schedule

Name: ALLEN FOUNDATION 9572070611 R70781001

EIN: 39-1708035

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE	825	0		825

TY 2009 Investments Corporate Bonds Schedule

Name: ALLEN FOUNDATION 9572070611 R70781001

EIN: 39-1708035

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GOLDMAN SACHS TRUST HIGH YIELD FUND INSTITUTIONAL SHS - 49928.98 SHS	351,500	354,496
VANGUARD FIXED INCOME SECS F INTR TRM CP PT (FUND 71) - 35088.65 SHS	302,652	357,202
PAYDEN HIGH INCOME FUND - 48635.06 SHS	338,500	344,823
ISHARES BARCLAYS TIPS BOND FUND - 4670 SHS	493,283	496,748
EATON VANCE MUT FDS TR FLT RT CL I - 97678.3 SHS	771,400	849,801
JPMORGAN HIGH YIELD BOND FUND SELECT CLASS FUND 3580 6.87% - 65150.1 SHS	527,937	515,989
JPM SHORT DURATION BD FD SEL CL FD 3133 1.05% - 216788.09 SHS	2,320,273	2,384,669
DREYFUS/LAUREL FDS TR PRM EMRGN MK I - 12606.84 SHS	177,000	177,882
JPMORGAN STRATEGIC INCOME OPPORTUNITIES FUND 3844 2.87% - 44197.49 SHS	450,281	515,343
JPMORGAN INTERNATIONAL CURRENCY INCOME FUND 1.06% - 31549.82 SHS	342,000	342,631

TY 2009 Investments Corporate Stock Schedule

Name: ALLEN FOUNDATION 9572070611 R70781001

EIN: 39-1708035

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABORATORIES - 625 SHS	33,297	30,675
AMAZON COM INC - 50 SHS	4,169	5,895
APACHE CORP - 250 SHS	19,174	23,895
APPLE INC. - 175 SHS	24,559	45,019
BB & T CORP - 300 SHS	5,537	7,449
CVS/CAREMARK CORPORATION - 445 SHS	15,904	16,726
CAMPBELL SOUP COMPANY - 200 SHS	7,168	7,180
CARDINAL HEALTH INC - 325 SHS	9,513	10,488
CELGENE CORPORATION - 375 SHS	18,384	20,681
CISCO SYSTEMS INC - 1570 SHS	28,688	36,220
COCA-COLA CO - 200 SHS	11,506	11,022
DEERE & CO - 375 SHS	14,604	25,005
WALT DISNEY CO - 1000 SHS	22,045	33,690
DOW CHEMICAL CO - 300 SHS	7,851	8,199
E I DU PONT DE NEMOURS & CO - 700 SHS	26,376	28,469
EDISON INTERNATIONAL - 310 SHS	0	0
FREEPORT-MCMORAN COPPER & GOLD INC CL B - 350 SHS	15,002	25,039
GENERAL ELECTRIC CO - 700 SHS	10,711	11,284
GENERAL MILLS INC - 280 SHS	7,339	9,576
HEWLETT-PACKARD CO - 1015 SHS	31,419	46,731
INTERNATIONAL BUSINESS MACHINES CORP - 240 SHS	19,715	30,816
INTERNATIONAL GAME TECHNOLOGY - 200 SHS	3,081	3,048
JOHNSON CONTROLS INC - 670 SHS	15,388	22,184
KIMBERLY-CLARK CORP - 100 SHS	6,318	6,412
LOWES COMPANIES INC - 400 SHS	9,234	8,296
MICROSOFT CORP - 2180 SHS	45,778	56,266
MORGAN STANLEY - 400 SHS	7,928	10,796
NVR INC - 4 SHS	2,606	2,506
NIKE INC B - 125 SHS	6,664	9,205
NORFOLK SOUTHERN CORP - 655 SHS	30,240	36,857

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NOVELLUS SYSTEMS INC - 400 SHS	10,060	10,684
OCCIDENTAL PETROLEUM CORP - 450 SHS	29,573	35,069
ORACLE CORP - 600 SHS	12,581	14,184
PACCAR INC - 500 SHS	13,511	22,910
PARKER-HANNIFIN CORP - 100 SHS	4,030	6,212
PEPSICO INC - 300 SHS	17,159	19,473
PFIZER INC - 2100 SHS	31,045	31,500
PROCTER & GAMBLE CO - 555 SHS	33,532	33,944
PUBLIC SERVICE ENTERPRISE GROUP - 200 SHS	6,559	6,580
QUALCOMM INC - 615 SHS	23,411	23,419
T ROWE PRICE INTERNATIONAL FUNDS INC NEW ASIA FUND - 36887.04 SHS	451,472	630,768
SCHLUMBERGER LTD - 225 SHS	9,021	13,424
SOUTHERN CO - 400 SHS	12,207	14,132
SOUTHWESTERN ENERGY CO - 125 SHS	5,399	4,556
SPRINT NEXTEL CORP - 1300 SHS	5,255	5,941
STAPLES INC - 800 SHS	12,382	16,264
SYSCO CORP - 200 SHS	4,812	6,194
UNITED TECHNOLOGIES CORP - 430 SHS	25,971	30,573
V F CORP - 50 SHS	2,957	3,967
WALMART STORES INC - 100 SHS	5,225	5,119
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A - 200 SHS	10,091	10,912
CITIGROUP INC - 4800 SHS	19,987	19,680
WELLS FARGO & CO - 990 SHS	21,546	27,453
BANK OF AMERICA CORP - 1735 SHS	46,097	24,359
GOLDMAN SACHS GROUP INC - 160 SHS	16,137	24,131
DEVON ENERGY CORP - 100 SHS	6,977	6,249
EOG RESOURCES INC - 175 SHS	14,778	17,063
HONEYWELL INTERNATIONAL INC - 300 SHS	12,394	12,858
INTERSIL CORP CL A - 200 SHS	2,662	2,272
ISHARES S&P MIDCAP 400 INDEX FUND - 4320 SHS	343,472	327,931

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VERIZON COMMUNICATIONS INC - 795 SHS	24,375	23,103
COACH INC - 200 SHS	7,697	7,394
AETNA INC - 550 SHS	14,965	15,318
ISHARES COHEN & STEERS REALTY MAJORS INDEX FUND - 5585 SHS	384,942	338,228
US BANCORP DEL - 800 SHS	21,039	19,120
ISHARES RUSSELL MIDCAP INDEX FUND - 3830 SHS	343,049	329,380
ADVANCED AUTO PARTS INC - 125 SHS	3,505	6,691
YUM BRANDS INC - 500 SHS	15,703	20,650
NABORS INDUSTRIES LTD - 200 SHS	3,840	3,682
ARTISAN INTL VALUE FUND - INV - 8055.56 SHS	188,500	188,983
COMCAST CORP CL A - 400 SHS	6,793	7,788
CARNIVAL CORPORATION - 300 SHS	11,065	10,404
GOOGLE INC CL A - 35 SHS	10,661	16,970
JPMORGAN INTREPID AMERICA FUND SELECT SHARE CLASS FUND 1206 - 8650.81 SHS	204,905	172,670
JPMORGAN MID CAP 3 FUND SELECT SHARE CLASS FUND 689 - 6701.26 SHS	123,571	163,578
JPMORGAN ASIA 3 FUND SELECT SHARE CLASS FUND 1134 - 12738.74 SHS	345,682	401,907
AT&T INC - 400 SHS	9,632	10,376
JPM SHORT DURATION BD FD SEL CL FD # 1011 - 21854.21 SHS	341,792	337,866
STARWOOD HOTELS & RESORTS - 100 SHS	2,095	4,845
JPM TR I GROWTH ADV FD SEL SH CL FD 1567 - 68236.07 SHS	373,580	497,441
POWERSHARES DB COMMODITY INDEX TRACKING FUND - 14500 SHS	329,848	331,905
BANK OF NEW YORK MELLON CORP - 300 SHS	8,684	7,521
CME GROUP INC CLASS A COMMON STOCK - 25 SHS	7,139	6,970
EATON VANCE MUT FDS TR GLOBAL MACRO - I - 32626.26 SHS	338,500	336,703
INVESCO LTD - 300 SHS	5,797	5,862
PHILIP MORRIS INTERNATIONAL - 195 SHS	6,676	9,953
SPDR GOLD TRUST - 3175 SHS	315,198	366,681
ACE LTD NEW - 150 SHS	6,814	7,962
EAGLE MID CAP STOCK FUND - A - 7461.71 SHS	194,449	171,694
TYCO INTERNATIONAL LTD - 200 SHS	7,238	7,656

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TIME WARNER INC NEW - 1025 SHS	26,796	35,393
COVIDIEN PLC - 200 SHS	7,233	7,464
THREADNEEDLE ASIA PACIFIC FUND - R5 - 33424.63 SHS	360,349	408,449
BARCLAYS 13M WTI REN MD 9/14/10 REN CAPPED MPN LKD TO S&P GSCI CRUDE OIL IND	198,000	216,000
MERCK AND CO INC - 1075 SHS	35,156	37,045
JPMORGAN RESEARCH MARKET NEUTRAL FUND - SEL - 21828 SHS	339,325	336,806
TRANSAMERICA FDS WMC EMRGMKTS12 - 40672.54 SHS	508,000	517,355
BERKSHIRE HATHAWAY INC DEL CL B - 150 SHS	10,834	11,718
GS MID CALLABLE CONTINGENT 06/17/11 - 180000 SHS	178,272	172,861
CS SPX BREN 04/07/11 - 170000 SHS	168,300	164,118
GS MID CALLABLE CNTNGNT 06/24/2011 - 170000 SHS	168,283	162,287
CS SPX BREN 04/14/11 - 170000 SHS	168,300	163,217
MS SPX CONT BUFF EQ NOTE 10/03/11 - 170000 SHS	167,875	160,166
BNP SPX NOTE 05/12/11 - 175000 SHS	173,425	159,454
DB ASIA BSKT BREN 04/28/11 - 175000 SHS	173,250	170,188
GS EAFE NOTE 05/12/11 - 175000 SHS	172,743	161,317
CS COMMODITY CPN 4/21/11 KNOCK-OUT NOTES - 175000 SHS	173,250	154,455
BNP SPX BREN 05/05/11 - 175000 SHS	173,250	164,386
HSBC EAFE BREN 05/05/11 - 175000 SHS	173,250	162,995
MS SPX CALLABLE CONTINGENT 05/20/11 - 175000 SHS	173,268	157,456
BARC EAFE BREN 05/12/11 - 175000 SHS	173,250	166,600
CS SPX REN 12/17/10 - 160000 SHS	159,200	164,000
GS EAFE BREN 06/17/11 - 160000 SHS	158,400	168,059
HSBC SPX BREN 06/17/11 - 160000 SHS	158,400	162,176
HSBC ASIA BREN 06/17/11 - 160000 SHS	158,400	168,832
NEXTERA ENERGY INC - 200 SHS	9,997	10,460
JUNIPER NETWORKS INC - 500 SHS	10,049	13,890
EXXON MOBIL CORP - 570 SHS	28,310	34,018
METLIFE INC - 300 SHS	11,082	12,618
MARVELL TECHNOLOGY GROUP LTD - 400 SHS	8,179	5,968

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MONSANTO CO - 100 SHS	4,638	5,784
PRUDENTIAL FINANCIAL INC - 300 SHS	11,831	17,187
CONOCOPHILLIPS - 400 SHS	19,343	22,088
BIOGEN IDEC INC - 200 SHS	10,863	11,176
TD AMERITRADE HOLDING CORPORATION - 400 SHS	5,906	6,296
MASTERCARD INC - CLASS A - 40 SHS	7,245	8,402
NYSE EURONEXT - 200 SHS	5,480	5,794

TY 2009 Other Assets Schedule

Name: ALLEN FOUNDATION 9572070611 R70781001

EIN: 39-1708035

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
REAL ESTATE	103,000	0	0

TY 2009 Other Decreases Schedule

Name: ALLEN FOUNDATION 9572070611 R70781001

EIN: 39-1708035

Description	Amount
ADJUSTMENT TO CARRYING VALUE	3,653
Adjustment to cost basis re: residence sold	21,059

TY 2009 Other Expenses Schedule

Name: ALLEN FOUNDATION 9572070611 R70781001

EIN: 39-1708035

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DIRECTORS AND OFFICERS INSURANCE	3,140	0		3,140
211 Dairyland Dr - Property Ins	234	234		0
211 Dairyland Dr - Electric/Gas Expense	1,033	1,033		0
211 Dairyland Dr - Water Expense	279	279		0
211 Dairyland Dr - Maintenance/ Repairs	1,202	1,202		0
211 Dairyland Dr - Lawn Care	573	573		0

TY 2009 Other Income Schedule

Name: ALLEN FOUNDATION 9572070611 R70781001

EIN: 39-1708035

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ACCRETION	16,125	16,125	16,125
Recycle Fee rec'd from sale of residence	92	92	92

TY 2009 Other Increases Schedule

Name: ALLEN FOUNDATION 9572070611 R70781001

EIN: 39-1708035

Description	Amount
SALES WITH A TRADE DATE PRIOR TO 08/01/2009 POSTS AFTER 07/31/2009	2,002
MUTUAL FUND TIMING DIFFERENCE	1,073

TY 2009 Other Professional Fees Schedule

Name: ALLEN FOUNDATION 9572070611 R70781001

EIN: 39-1708035

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Real Estate Fees	858	858		0

TY 2009 Taxes Schedule

Name: ALLEN FOUNDATION 9572070611 R70781001

EIN: 39-1708035

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ESTIMATE EXCISE TAX - CURRENT YEAR	5,500	0		0
FOREIGN TAXES WITHHELD	3,016	3,016		0
211 Dairyland Dr - 2009 Ad Valorem Taxes	2,164	2,164		0
211 Dairyland Dr - RE tax paid at closing	728	728		0

Additional Data

Software ID: 09000028
Software Version: 2009.05000
EIN: 39-1708035
Name: ALLEN FOUNDATION 9572070611 R70781001

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
JPMORGAN CHASE BANK NA PO BOX 3038 MILWAUKEE, WI 53201	TRUSTEE 2 00	103,154	0	0
DAVID CASAROTTO PO BOX 3038 MILWAUKEE, WI 53201	GOVERNOR, cHAIRMAN 1 00	0	0	0
MORGAN R REDWINE JR PO BOX 3038 MILWAUKEE, WI 53201	GOVERNOR 1 00	0	0	0
FATHER JAMES MCENERY PO BOX 3038 MILWAUKEE, WI 53201	GOVERNOR 1 00	0	0	0
HUGH H BELL PO BOX 3038 MILWAUKEE, WI 53201	GOVERNOR 1 00	0	0	0
ALLAN BRINKERHOFF PO BOX 3038 MILWAUKEE, WI 53201	GOVERNOR 1 00	0	0	0