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

2010

Department of the Treasury
Internal Revenue Service

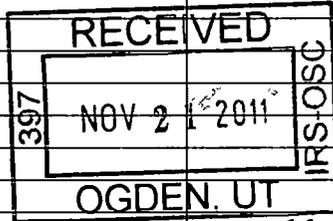
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2010, or tax year beginning _____, and ending _____

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

Name of foundation WYMAN-GORDON FOUNDATION		A Employer identification number 04-6142600
Number and street (or P O box number if mail is not delivered to street address) 370 MAIN STREET, 12TH FLOOR		B Telephone number (508) 459-8000
Room/suite		C If exemption application is pending, check here <input type="checkbox"/>
City or town, state, and ZIP code WORCESTER, MA 01608		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,930,215.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		13.	13.		STATEMENT 1
4 Dividends and interest from securities		113,637.	113,637.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		24,416.			
b Gross sales price for all assets on line 6a		1,726,695.			
7 Capital gain net income (from Part IV, line 2)			24,416.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		10,459.	10,459.		STATEMENT 3
12 Total. Add lines 1 through 11		148,525.	148,525.		
13 Compensation of officers, directors, trustees, etc		6,000.	3,000.		3,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		20,750.	10,375.		10,375.
c Other professional fees					
17 Interest					
18 Taxes STMT 5		2,508.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		21,917.	10,856.		11,062.
24 Total operating and administrative expenses. Add lines 13 through 23		51,175.	24,231.		24,437.
25 Contributions, gifts, grants paid		245,850.			245,850.
26 Total expenses and disbursements. Add lines 24 and 25		297,025.	24,231.		270,287.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-148,500.			
b Net investment income (if negative, enter -0-)			124,294.		
c Adjusted net income (if negative, enter -0-)				N/A	



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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	4,970.	41,291.	41,291.
	2 Savings and temporary cash investments		5,447.	5,447.
	3 Accounts receivable ▶ 5,254.			
	Less: allowance for doubtful accounts ▶	4,031.	5,254.	5,254.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 8	5,699,912.	5,504,974.	5,878,223.	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	5,708,913.	5,556,966.	5,930,215.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable		45,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	45,000.		
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 ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	6,510,183.	5,708,913.		
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	-801,270.	-196,947.		
30 Total net assets or fund balances	5,708,913.	5,511,966.		
31 Total liabilities and net assets/fund balances	5,708,913.	5,556,966.		

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	5,708,913.
2 Enter amount from Part I, line 27a	2	-148,500.
3 Other increases not included in line 2 (itemize) ▶ AIPABSRT PARTNERSHIP INCOME	3	2,969.
4 Add lines 1, 2, and 3	4	5,563,382.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	51,416.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,511,966.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED MORGAN STANLEY	P		
b CAPITAL GAINS DIVIDENDS			
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 1,713,806.		1,702,279.	11,527.
b 12,889.			12,889.
c			
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			11,527.
b			12,889.
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	24,416.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	263,219.	4,882,804.	.053907
2008	326,277.	5,806,420.	.056192
2007	320,608.	7,024,386.	.045642
2006	334,166.	6,750,844.	.049500
2005	304,655.	6,662,324.	.045728

2 Total of line 1, column (d)	2	.250969
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	.050194
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	5,491,697.
5 Multiply line 4 by line 3	5	275,650.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,243.
7 Add lines 5 and 6	7	276,893.
8 Enter qualifying distributions from Part XII, line 4	8	270,287.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	2,486.
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	2,486.
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	2,486.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	720.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	2,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,720.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		234.
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> 234. Refunded <input type="checkbox"/>	11		0.

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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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.		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?	X	
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 instructions) <input type="checkbox"/> MA		
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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entry within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>WARNER S. FLETCHER, ESQ.</u> Telephone no. ▶ <u>(508) 459-8000</u> Located at ▶ <u>370 MAIN STREET, 12TH FLOOR, WORCESTER, MA</u> ZIP+4 ▶ <u>01608</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input 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 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> ▶ <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <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 instructions.) <u>N/A</u>	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2010 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 2010.) <u>N/A</u>	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 2010?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes 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? **N/A**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DAVID P GRUBER 16 CARDING MILL ROAD SUDBURY, MA 01776	PRESIDENT 1.00	2,000.	0.	0.
WALLACE F. WHITNEY, JR. 43 BROOK STATION ROAD PRINCETON, MA 01541	SECRETARY/TREASURER 1.00	2,000.	0.	0.
WARNER S. FLETCHER 11 MONMOUTH ROAD WORCESTER, MA 01609	DIRECTOR 1.00	2,000.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FLETCHER TILTON P.C. - 370 MAIN STREET, 12TH FLR, WORCESTER, MA 01608	ADMINISTRATIVE FEES	20,000.

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 ▶ 0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	5,546,238.
b	Average of monthly cash balances	1b	29,089.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5,575,327.
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	5,575,327.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	83,630.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,491,697.
6	Minimum investment return. Enter 5% of line 5	6	274,585.

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

1	Minimum investment return from Part X, line 6	1	274,585.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,486.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	230.
c	Add lines 2a and 2b	2c	2,716.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	271,869.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	271,869.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	271,869.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	270,287.
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	270,287.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	270,287.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				271,869.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008	20,667.			
e From 2009	20,451.			
f Total of lines 3a through e	41,118.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$	270,287.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				270,287.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (if an amount appears in column (d), the same amount must be shown in column (a).)	1,582.			1,582.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	39,536.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	39,536.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008	19,085.			
d Excess from 2009	20,451.			
e Excess from 2010				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) **N/A**

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)

1 Information Regarding Foundation Managers:
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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:

SEE STATEMENT 9

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED	NONE	PUBLIC CHARITY	SOCIAL SERVICES	245,850.
Total			▶ 3a	245,850.
b Approved for future payment				
SEE ATTACHED	NONE	PUBLIC CHARITY	SOCIAL SERVICES	45,000.
Total			▶ 3b	45,000.



Activity

REALIZED GAIN/(LOSS) DETAIL

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
AMER CENT HERITAGE A	08/25/08	04/26/10	552.486	\$10,000.00	\$10,348.06	\$(348.06)	
	08/25/08	12/10/10	2,073.171	42,500.01	38,830.49	3,669.52	
AMERICAN GR FD OF AMERICA F1	08/30/05	04/26/10	171.940	5,000.01	4,989.70	10.31	
	08/30/05	09/01/10	8,965.251	233,365.48	260,171.49	(26,806.01)	
	12/19/05	09/01/10	130.487	3,396.58	4,000.73	(604.15)	
	12/19/05	09/01/10	114.075	2,969.37	3,497.53	(528.16)	
	12/18/06	09/01/10	551.116	14,345.55	18,104.15	(3,758.60)	
	12/18/06	09/01/10	146.146	3,804.18	4,800.89	(996.71)	
	12/18/07	09/01/10	1,033.205	26,894.33	34,292.06	(7,397.73)	
	12/18/07	09/01/10	185.645	4,832.34	6,161.57	(1,329.23)	
	11/14/08	09/01/10	1,690.918	44,014.60	33,700.00	10,314.60	
	12/22/08	09/01/10	217.195	5,653.59	4,276.57	1,377.02	
	12/21/09	09/01/10	108.801	2,832.08	2,934.37	(102.29)	
BLACKROCK EQUITY DIVIDEND A	12/17/07	12/10/10	969.803	16,700.00	19,269.99	(2,569.99)	
BLACKROCK INTL OPPORT A	08/30/05	12/10/10	1,124.547	37,200.01	34,692.27	2,507.74	
	08/30/05	12/22/10	2,188.887	72,364.60	67,527.16	4,837.44	
	12/08/05	12/22/10	224.930	7,436.19	7,712.86	(276.67)	
	12/28/05	12/22/10	92.434	3,055.87	3,304.52	(248.65)	
	07/31/06	12/22/10	25.426	840.58	1,000.00	(159.42)	
	12/07/06	12/22/10	665.136	21,989.40	26,432.46	(4,443.06)	
	12/07/06	12/22/10	624.865	20,658.04	24,850.87	(4,192.83)	
	12/07/06	12/22/10	128.759	4,256.77	5,120.74	(863.97)	
	12/06/07	12/22/10	1,021.931	33,785.04	41,469.97	(7,684.93)	
	12/06/07	12/22/10	322.259	10,653.88	13,077.28	(2,423.40)	
	12/06/07	12/22/10	194.841	6,441.44	7,906.64	(1,465.20)	
	08/25/08	12/22/10	665.040	21,986.22	21,800.00	186.22	
	11/14/08	12/22/10	1,618.155	53,496.20	32,799.99	20,696.21	
	12/15/08	12/22/10	4.661	154.09	101.00	53.09	
	12/14/09	12/22/10	116.846	3,862.93	3,542.76	320.17	
	12/18/09	12/22/10	514.783	17,018.74	15,304.50	1,714.24	
FIDEL ADV FLOATING RT HI INC A	04/26/10	08/24/10	1,047.120	10,000.00	10,146.59	(146.59)	
HENDERSON INTL OPPORTUNITIES A	08/30/05	12/10/10	536.308	11,300.00	9,798.35	1,501.65	
	08/30/05	12/22/10	7,388.926	156,349.60	134,995.68	21,353.92	
	11/29/05	12/22/10	370.951	7,849.32	6,903.40	945.92	
	11/29/05	12/22/10	323.214	6,839.21	6,015.01	824.20	
	12/07/06	12/22/10	367.285	7,771.75	8,605.49	(833.74)	
	12/07/06	12/22/10	324.495	6,866.31	7,602.91	(736.60)	
	12/07/06	12/22/10	26.104	552.36	611.61	(59.25)	

CONTINUED

WYMAN GORDON FOUNDATION
ATTENTION: WARNER S FLETCHER

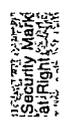
Morgan Stanley Advisory Active Assets Account

Activity

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	12/06/07	12/22/10	879.789	18,616.33	23,323.21	(4,706.88)	
	12/06/07	12/22/10	251.891	5,330.01	6,677.64	(1,347.63)	
	05/05/08	12/22/10	428.802	9,073.45	10,599.99	(1,526.54)	
	08/25/08	12/22/10	1,314.761	27,820.33	26,900.00	920.33	
	11/14/08	12/22/10	715.308	15,135.91	10,000.01	5,135.90	
	12/05/08	12/22/10	231.820	4,905.31	3,157.39	1,747.92	
	12/05/08	12/22/10	97.955	2,072.73	1,334.15	738.58	
	12/05/08	12/22/10	0.162	3.43	2.20	1.23	
	12/18/09	12/22/10	416.533	8,813.94	8,234.86	579.08	
JANUS PERKINS MID CAP VALUE A	08/25/09	04/26/10	228.520	5,000.01	4,195.62	804.39	
	08/25/09	12/10/10	569.252	12,700.01	10,451.46	2,248.55	
JANUS PERKINS SM CAP VALUE A	12/18/09	04/26/10	314.597	7,500.00	6,474.40	1,025.60	
	12/18/09	12/10/10	659.296	16,100.01	13,568.31	2,531.70	
JOHN HANCOCK LG CAP EQUITY A	12/18/09	04/26/10	298.924	7,500.00	6,755.68	744.32	
	12/18/09	12/10/10	929.500	23,900.01	21,008.96	2,891.05	
LOOMIS SAYLES STRAT INC A	08/30/05	04/26/10	8,253.095	120,000.00	116,781.29	3,218.71	
	08/30/05	04/27/10	37.665	543.88	532.96	10.92	
	08/30/05	08/24/10	1,537.386	21,999.99	21,754.01	245.98	
MFS NEW DISCOVERY A	09/03/10	12/10/10	443.875	10,400.00	9,032.86	1,367.14	
PIMCO EMERGING LOCAL BD A	12/18/09	08/24/10	938.967	10,000.00	9,239.44	760.56	
PIMCO TOTAL RETURN A	08/25/08	04/26/10	9,025.271	100,000.00	95,938.54	4,061.46	
	08/25/08	08/24/10	2,859.619	33,000.00	30,397.72	2,602.28	
PIONEER CULLEN VAL A	06/01/06	04/26/10	85.714	1,500.00	1,591.71	(91.71)	
	06/01/06	12/10/10	1,424.597	25,600.00	26,454.75	(854.75)	
PRUDENTIAL GLB REAL ESTATE A	02/09/07	08/24/10	481.638	8,000.00	15,320.90	(7,320.90)	
PRUDENTIAL JENNISON 20/20 FO A	09/03/10	12/10/10	1,860.760	29,400.01	25,213.30	4,186.71	
ROYCE VALUE PLUS INV	12/21/06	04/26/10	592.416	7,499.99	8,293.82	(793.83)	
	12/21/06	09/01/10	4,915.152	54,017.52	68,812.08	(14,794.56)	
	12/07/07	09/01/10	176.182	1,936.24	2,484.16	(547.92)	
	12/07/07	09/01/10	148.956	1,637.03	2,100.28	(463.25)	
	12/07/07	09/01/10	94.172	1,034.95	1,327.82	(292.87)	
	05/05/08	09/01/10	561.538	6,171.30	7,300.00	(1,128.70)	
	11/14/08	09/01/10	1,562.500	17,171.88	12,000.00	5,171.88	
	12/09/08	09/01/10	149.722	1,645.44	1,103.45	541.99	
	12/09/08	09/01/10	77.456	851.24	570.85	280.39	
	12/18/09	09/01/10	7,795.917	85,688.13	85,999.99	(311.86)	
RS EMERGING MARKETS A	05/06/08	04/26/10	41.667	1,000.01	1,130.43	(130.42)	
	05/06/08	12/10/10	1,291.054	34,200.01	35,026.28	(826.27)	

CONTINUED



CLIENT STATEMENT | For the Period December 1-31, 2010

Morgan Stanley Advisory Active Assets Account

WYMAN GORDON FOUNDATION
ATTENTION: WARNER S FLETCHER

Activity

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
TEMPLETON GLOBAL BD FD A	08/30/05	04/26/10	366.300	5,000.00	3,805.86	1,194.14	
	08/30/05	08/24/10	1,130.369	15,000.00	11,744.53	3,255.47	
VIRTUS ALTERN DIVERSIFIER A	08/22/07	08/24/10	743.100	7,000.00	8,278.13	(1,278.13)	
	08/22/07	12/10/10	955.110	10,000.00	10,639.93	(639.93)	
Net Realized Gain/(Loss) This Period				\$826,000.05	\$780,921.25	\$45,078.80	
Net Realized Gain/(Loss) Year to Date				\$1,713,805.77	\$1,702,278.63	\$11,527.14	

Gain/loss information is provided for informational purposes only and should not be used for tax preparation. Please refer to the gain/loss section of the disclosures for important information about gain/loss reporting.

From January through September, realized gain/loss information will be shown only for trades settling in the current month, and/or certain adjustments (to previously closed lots) made in the current month. From October through December, in order to provide information for year-end investment planning, complete year to date realized gain/loss detail will be displayed for trades settling through the last business day of the year.

COPIES OF THIS STATEMENT HAVE ALSO BEEN SENT TO:

MR. WALLY WHITNEY

MR. DAVE GRUBER

A-4

FT Acting as Administrator for Wyman-Gordon Foundation 2010 Grants Paid

Wyman-Gordon Foundation Organization Name	State/Province	Request ID	Owner	Disposition	Payment Type	Payment Status	Check Date*	Payment Amount
AMERICAN RED CROSS OF CENTRAL MASSACHUSETTS	MA	4916247	cwhite	Approved	Check	Paid	12/20/10	\$5,000.00
ARTSWORCESTER	MA	4030864	cwhite	Approved	Check	Paid	04/28/10	\$500.00
DYNAMY, INC.	MA	4030870	cwhite	Approved	Check	Paid	04/28/10	\$1,000.00
EASTER SEALS MASSACHUSETTS	MA	4385723	cwhite	Approved	Check	Paid	09/07/10	\$5,000.00
ECOTARIUM	MA	4030877	cwhite	Approved	Check	Paid	04/28/10	\$1,000.00
EDWARD STREET CHILD SERVICES	MA	4379516	cwhite	Approved	Check	Paid	09/07/10	\$5,000.00
GIRLS INCORPORATED OF WORCESTER	MA	4847674	cwhite	Approved	Check	Paid	12/20/10	\$5,000.00
GREATER WORCESTER COMMUNITY FOUNDATION, INC	MA	4916250	cwhite	Approved	Check	Paid	12/20/10	\$20,000.00
HIGGINS ARMORY MUSEUM	MA	4030880	cwhite	Approved	Check	Paid	04/28/10	\$1,000.00
MAIN SOUTH COMMUNITY DEVELOPMENT CORPORATION	MA	4030883	cwhite	Approved	Check	Paid	04/28/10	\$1,000.00
MASSACHUSETTS SYMPHONY ORCHESTRA	MA	4030888	cwhite	Approved	Check	Paid	04/28/10	\$350.00
MECHANICS HALL	MA	4030897	cwhite	Approved	Check	Paid	04/28/10	\$1,000.00
MORGAN MEMORIAL GOODWILL INDUSTRIES	MA	4916264	cwhite	Approved	Check	Paid	12/20/10	\$5,000.00
MUSIC WORCESTER, INC	MA	4030911	cwhite	Approved	Check	Paid	04/28/10	\$1,000.00
OAK HILL COMMUNITY DEVELOPMENT CORPORATION	MA	4030914	cwhite	Approved	Check	Paid	04/28/10	\$1,000.00
SEVEN HILLS FOUNDATION	MA	4591119	cwhite	Approved	Check	Paid	09/09/10	\$2,500.00
TOWER HILL BOTANIC GARDEN	MA	4030948	cwhite	Approved	Check	Paid	04/28/10	\$1,000.00
UMASS MEMORIAL FOUNDATION	MA	4030920	cwhite	Approved	Check	Paid	04/28/10	\$1,000.00
UNITED WAY OF CENTRAL MASSACHUSETTS	MA	4385764	cwhite	Approved	Check	Paid	09/07/10	\$75,000.00
UNITED WAY OF CENTRAL MASSACHUSETTS	MA	4385764	cwhite	Approved	Check	Paid	12/20/10	\$75,000.00
WCLUW	MA	3923330	cwhite	Approved	Check	Paid	04/28/10	\$1,000.00
WIGN	MA	4030921	cwhite	Approved	Check	Paid	04/28/10	\$1,000.00
WORCESTER ART MUSEUM	MA	4030926	cwhite	Approved	Check	Paid	04/28/10	\$1,000.00
WORCESTER COMMON GROUND	MA	4030927	cwhite	Approved	Check	Paid	04/28/10	\$1,000.00
WORCESTER COMMUNITY HOUSING RESOURCES, INC	MA	4030933	cwhite	Approved	Check	Paid	04/28/10	\$1,000.00
WORCESTER COUNTY FOOD BANK	MA	4030937	cwhite	Approved	Check	Paid	04/28/10	\$1,000.00
WORCESTER EAST SIDE COMMUNITY DEVELOPMENT CORPORATION	MA	4030939	cwhite	Approved	Check	Paid	04/28/10	\$1,000.00
WORCESTER HISTORICAL MUSEUM	MA	4030944	cwhite	Approved	Check	Paid	04/28/10	\$1,000.00
WORCESTER REGIONAL RESEARCH BUREAU, INC.	MA	3986269	cwhite	Approved	Check	Paid	04/28/10	\$3,000.00
Y O U , INC	MA	4030960	cwhite	Approved	Check	Paid	04/28/10	\$1,500.00
Y O U , INC	MA	4856772	cwhite	Approved	Check	Paid	12/20/10	\$20,000.00
YMCA OF CENTRAL MASSACHUSETTS	MA	4030956	cwhite	Approved	Check	Paid	04/28/10	\$1,000.00
YWCA OF CENTRAL MASSACHUSETTS	MA	3756185	cwhite	Approved	Check	Paid	04/28/10	\$5,000.00

Wyman-Gordon Foundation Count: 33
Report Count: 33

Total: \$245,850.00
Total: \$245,850.00

* Indicates that Check Date is null and is therefore based on Requested Check Date
Data contained in this report is for management reporting only and should not be used for financial purposes
Not for disclosure outside of FT Acting as Administrator for unless by written authorization

FT Acting as Administrator for Grant Payments By Proposal Type

Wyman-Gordon Foundation

Organization Name

WORCESTER POLYTECHNIC INSTITUTE
 WORCESTER POLYTECHNIC INSTITUTE
 WORCESTER POLYTECHNIC INSTITUTE

State/Province	Request ID	Owner	Disposition	Payment Type	Payment Status	Check Date*	Payment Amount
MA	5443374	cwhite	Approved	Check	Scheduled	04/28/12*	\$15,000.00
MA	5443374	cwhite	Approved	Check	Scheduled	04/28/13*	\$15,000.00
MA	5443374	cwhite	Approved	Check	Scheduled	04/28/14*	\$15,000.00
Total:							\$45,000.00

Wyman-Gordon Foundation Count: 3
 Report Count: 3

Total: \$45,000.00

* Indicates that Check Date is null and is therefore based on Requested Check Date
 Data contained in this report is for management reporting only and should not be used for financial purposes
 Not for disclosure outside of FT Acting as Administrator for unless by written authorization

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

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

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

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

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

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

Type or print	Name of exempt organization WYMAN-GORDON FOUNDATION	Employer identification number 04-6142600
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 370 MAIN STREET, 12TH FLOOR	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. WORCESTER, MA 01608	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

WARNER S. FLETCHER, ESQ.

• The books are in the care of ▶ **370 MAIN STREET, 12TH FLOOR - WORCESTER, MA 01608**
Telephone No. ▶ **(508) 459-8000** FAX No ▶ _____

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2010** or
▶ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	2,720.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	720.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	2,000.

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

LHA For Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev 1-2011)

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

SOURCE	AMOUNT
MORGAN STANLEY	13.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	13.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MORGAN STANLEY MUTUAL FUNDS	113,637.	0.	113,637.
MORGAN STANLEY- LTCG	12,889.	12,889.	0.
TOTAL TO FM 990-PF, PART I, LN 4	126,526.	12,889.	113,637.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY - REFUND OF MUTUAL FUND FEES	10,459.	10,459.	
TOTAL TO FORM 990-PF, PART I, LINE 11	10,459.	10,459.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT AND ACCOUNTING FEES	20,000.	10,000.		10,000.
FTW TAX PREP	750.	375.		375.
TO FORM 990-PF, PG 1, LN 16B	20,750.	10,375.		10,375.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL EST TAX PAYMENT	406.	0.			0.
FOREIGN TAX	2,102.	0.			0.
TO FORM 990-PF, PG 1, LN 18	2,508.	0.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FILING FEES	95.	0.			95.
INVESTMENT MANAGEMENT FEES	21,259.	10,630.			10,630.
MISC FEES	452.	226.			226.
CYBERGRANTS	111.	0.			111.
TO FORM 990-PF, PG 1, LN 23	21,917.	10,856.			11,062.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
DESCRIPTION		AMOUNT	
INCREASE IN GRANTS PAYABLE		45,000.	
AIPABSRT PARTNERSHIP BASIS ADJUSTMENTS		6,416.	
TOTAL TO FORM 990-PF, PART III, LINE 5		51,416.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
MUTUAL FUNDS	COST	5,310,141.	5,685,468.	
MONEY MARKET FUNDS	COST	0.	0.	
AIPABSRT	COST	94,833.	92,755.	
CAMBRIDGE SEMANTICS	COST	100,000.	100,000.	
TOTAL TO FORM 990-PF, PART II, LINE 13		5,504,974.	5,878,223.	

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 9

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

WYMAN-GORDON FOUNDATION
370 MAIN STREET, 12TH FLOOR
WORCESTER, MA 01608

TELEPHONE NUMBER

508-459-8096

FORM AND CONTENT OF APPLICATIONS

THE APPLICATION SHOULD INCLUDE A FORMAL PROPOSAL, INCLUDING THE PURPOSE OF FUNDS REQUESTED AND ANY PERTINENT ACCOMPANYING INFORMATION.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE