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

2010

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: MARY W. HARRIMAN FOUNDATION

A Employer identification number: 23-7356000

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: C/O BROWN BROTHERS HARRIMAN TRUST CO,NA

B Telephone number: (212) 493-8185

City or town, state, and ZIP code: 140 BROADWAY,5TH FL. NEW YORK, NY 10005

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 [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here [ ]

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 27,556,335.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here [ ]

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))

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	375,194.	375,194.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	9,435.			
	b Gross sales price for all assets on line 6a 1,118,538.				
	7 Capital gain net income (from Part IV, line 2)		9,435.		
	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	27,582.	8,418.		STATEMENT 2
	12 Total. Add lines 1 through 11	412,211.	393,047.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	13,377.	0.		13,377.
	14 Other employee salaries and wages	10,356.	0.		10,356.
	15 Pension plans, employee benefits	6,733.	0.		6,733.
	16a Legal fees				
	b Accounting fees STMT 3	27,954.	0.		27,954.
	c Other professional fees STMT 4	17,203.	17,203.		0.
	17 Interest				
	18 Taxes STMT 5	19,274.	0.		110.
	19 Depreciation and depletion				
	20 Occupancy	6,797.	0.		6,797.
	21 Travel, conferences, and meetings				
	22 Printing and publications	125.	0.		125.
	23 Other expenses STMT 6	11,661.	2,888.		8,773.
	24 Total operating and administrative expenses. Add lines 13 through 23	113,480.	20,091.		74,225.
	25 Contributions, gifts, grants paid	1,220,000.			1,220,000.
	26 Total expenses and disbursements. Add lines 24 and 25	1,333,480.	20,091.		1,294,225.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-921,269.			
	b Net investment income (if negative, enter -0-)		372,956.		
	c Adjusted net income (if negative, enter -0-)			N/A	

RECEIVED NOV 17 2011 IRS-OSC OGDEN, UT

SCANNED NOV 22 2011

023501 12-07-10 LHA For Paperwork Reduction Act Notice, see the instructions.

6 914

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	45,802.	15,216.	15,216.
	2 Savings and temporary cash investments	1,715,000.	702,377.	702,377.
	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			
	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 STMT 7	17,121,201.	17,442,501.	20,001,400.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans STMT 8	42,559.	27,189.	29,735.
	13 Investments - other STMT 9	5,923,173.	5,737,088.	6,807,607.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ DUE FROM BROKER)	7.	0.	0.
	16 Total assets (to be completed by all filers)	24,847,742.	23,924,371.	27,556,335.
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			
	22 Other liabilities (describe ▶ EXPENSE PAYABLE)	13,609.	11,507.	
	23 Total liabilities (add lines 17 through 22)	13,609.	11,507.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	24,834,133.	23,912,864.	
	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			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	24,834,133.	23,912,864.	
	31 Total liabilities and net assets/fund balances	24,847,742.	23,924,371.	

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	24,834,133.
2	Enter amount from Part I, line 27a	2	-921,269.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	23,912,864.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	23,912,864.

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				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	1,118,538.		1,109,103.	9,435.

	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				
b				
c				
d				
e				9,435.

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	9,435.
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	1,324,140.	25,771,028.	.051381
2008	1,503,448.	27,993,786.	.053706
2007	1,592,757.	31,979,011.	.049806
2006	1,475,952.	29,976,778.	.049237
2005	1,356,102.	28,740,648.	.047184

2 Total of line 1, column (d)	2	.251314
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	.050263
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	25,740,063.
5 Multiply line 4 by line 3	5	1,293,773.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,730.
7 Add lines 5 and 6	7	1,297,503.
8 Enter qualifying distributions from Part XII, line 4	8	1,294,225.

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 ▶ ☐ 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	7,459.
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	7,459.
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	7,459.
6 Credits/Payments				
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	19,164.		
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	19,164.
8 Enter any **penalty** for underpayment of estimated tax Check here [X] 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	11,705.
11 Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶	11,705.	Refunded ▶	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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
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		X
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		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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		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?	6	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*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
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	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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 instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ BARBARA O'CONNELL Telephone no ▶ (212)493-8185

Located at ▶ 140 BROADWAY, 11TH FL., NEW YORK, NY ZIP+4 ▶ 10005

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

			Yes	No
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?	16		X
	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 ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 22 of the instructions)? N/A	1b		
	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 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? ☐ Yes ☒ 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) N/A	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? ☐ Yes ☒ 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)* N/A	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 [X] 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 [X] No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] 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 [X] 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 [X] 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	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?	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 [X] No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
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 [X] No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		13,377.	1,601.	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
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 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	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

023561
12-07-10

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	25,091,428.
b	Average of monthly cash balances	1b	1,040,616.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	26,132,044.
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	26,132,044.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	391,981.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	25,740,063.
6	**Minimum investment return.** Enter 5% of line 5	6	1,287,003.

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	1,287,003.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 7,459.		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	7,459.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,279,544.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,279,544.
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	1,279,544.

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	1,294,225.
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	1,294,225.
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	1,294,225.

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

023571
12-07-10

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				1,279,544.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			328,717.	
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				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 1,294,225.				
a Applied to 2009, but not more than line 2a			328,717.	
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				965,508.
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).)	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 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				314,036.
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	0.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
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	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
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

BARBARA O'CONNELL, 140 BROADWAY, 11TH FL,, 212-493-8182
140 BROADWAY, NEW YORK, NY 10005

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

TYPED ORGANIZATION HISTORY AND DETAILS OF GRANT PURPOSES.

c Any submission deadlines

NONE

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

NONE

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 ATTACHED STATEMENT SEE ATTACHED STATEMENT	NONE	PUBLIC	GENERAL PURPOSE	1,220,000.
Total			▶ 3a	1,220,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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					
4 Dividends and interest from securities			14	375,194.	
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			14	8,418.	
8 Gain or (loss) from sales of assets other than inventory			18	9,435.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a TAX OVERPAYMENT APPLIED					
b TO 2010			01	19,164.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		412,211.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 412,211.

(See worksheet in line 13 instructions 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 foundation's exempt purposes (other than by providing funds for such purposes)
A	2009 TAX OVERPAYMENT APPLIED TO 2010

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
		N/A	

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 [X] No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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: [signature] Date: 11.11.11 Title: PRESIDENT

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check [ ] if self-employed	PTIN
LOTUS WU	[signature]	11/11/11		

Firm's name ▶ BROWN BROTHERS HARRIMAN TRUST CO., N.A. Firm's EIN ▶

Firm's address ▶ 140 BROADWAY - 5TH FL
NEW YORK, NY 10005 Phone no 212-493-8000

023622
04-26-11

• If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print

File by the extended due date for filing your return See instructions

Name of exempt organization: MARY W. HARRIMAN FOUNDATION

Employer identification number: 23-7356000

Number, street, and room or suite no If a P O box, see instructions.
C/O BROWN BROTHERS HARRIMAN TRUST CO,NA

City, town or post office, state, and ZIP code. For a foreign address, see instructions
140 BROADWAY,5TH FL. NEW YORK, NY 10005

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-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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

• The books are in the care of ▶ BARBARA O'CONNELL 140 BROADWAY, 11TH FL. NEW YORK, NY - 10005

Telephone No ▶ (212)493-8185 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

4 I request an additional 3-month extension of time until NOVEMBER 15, 2011

5 For calendar year 2010 , or other tax year beginning ______, and ending ______

6 If the tax year entered in line 5 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
INFORMATION FOR FILING A COMPLETE AND ACCURATE TAX RETURN IS NOT YET AVAILABLE.

8a	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.	8a	$ 6,392.
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 and any amount paid previously with Form 8868	8b	$ 19,164.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ [signature] Title ▶ E.A. Date ▶ 8/12/11

023842
01-24-11

Form **8868** (Rev. January 2011) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- 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	Employer identification number
File by the due date for filing your return See instructions	MARY W. HARRIMAN FOUNDATION	23-7356000
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O BROWN BROTHERS HARRIMAN TRUST CO,NA	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. 140 BROADWAY,5TH FL. NEW YORK, NY 10005	

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

- The books are in the care of ▶ BARBARA O'CONNELL 140 BROADWAY, 11TH FL. NEW YORK, NY - 10005

  Telephone No. ▶ (212)493-8185 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:

▶ [X] 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	$ 6,410.
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	$ 19,164.
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	$ 0.

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.

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	P	VARIOUS	VARIOUS
b	SEE ATTACHED	P	VARIOUS	VARIOUS
c	BBH & CO PRIVATE EQUITY	P	VARIOUS	VARIOUS
d	BBH & CO PRIVATE EQUITY	P	VARIOUS	VARIOUS
e	SUNBEAM SECURITY LITIGATION SETTLEMENT	P	VARIOUS	01/15/10
f	AOL SECURITY LITIGATION SETTLEMENT	P	VARIOUS	01/22/10
g	QWEST SECURITY LITIGATION SETTLEMENT	P	VARIOUS	04/14/10
h	FREDDIE MAC SECURITY LITIGATION SETTLEMENT	P	VARIOUS	05/11/10
i	ML SHAREHOLDER SECURITY LITIGATION SETTLEMENT	P	VARIOUS	07/29/10
j	LUCENT SECURITY LITIGATION SETTLEMENT	P	VARIOUS	08/05/10
k	COCA COLA SECURITY LITIGATION SETTLEMENT	P	VARIOUS	09/02/10
l	HEALTHSOUTH SECURITY LITIGATION SETTLEMENT	P	VARIOUS	09/08/10
m	SECURITY LITIGATION SETTLEMENT			
n	CAPITAL GAINS DIVIDENDS			
o				

	(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	715,058.		693,796.	21,262.
b	337,818.		400,000.	-62,182.
c			15,307.	-15,307.
d	13,234.			13,234.
e	213.			213.
f	1,638.			1,638.
g	3,407.			3,407.
h	12.			12.
i	303.			303.
j	28.			28.
k	267.			267.
l	4,786.			4,786.
m				0.
n	41,774.			41,774.
o				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				21,262.
b				-62,182.
c				-15,307.
d				13,234.
e				213.
f				1,638.
g				3,407.
h				12.
i				303.
j				28.
k				267.
l				4,786.
m				0.
n				41,774.
o				

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	9,435.
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

023591
05-01-10

2010 Tax Information Statement

Account Number: 1035000960
Recipient's Tax ID Number: 23-7356000

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
HARRIMAN FOUNDATION
C/O BARBARA O'CONNELL
140 BROADWAY FL 4
NEW YORK, NY 10005

BROWN BROTHERS HARRIMAN
140 BROADWAY
NEW YORK, NY 10005

2010 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
Long Term 15% Sales								
23.3400	36203XYE0	GOVERNMENT NATIONAL MTGE ASSN POOL #3626	01/03/1996	01/15/2010	23.34	23.66	-0.32	0.00
2.5500	36204FCX0	GOVERNMENT NATIONAL MTGE ASSN POOL #3682	02/09/1994	01/15/2010	2.55	2.70	-0.15	0.00
69.6900	36204QDQ0	GOVERNMENT NATIONAL MTGE ASSN POOL #3764	02/09/1994	01/15/2010	69.69	73.69	-4.00	0.00
366.6300	36208PQW1	GOVERNMENT NATIONAL MTGE ASSN POOL #4568	06/18/1998	01/15/2010	366.63	370 89	-4 26	0.00
71.6800	36217BWX2	GOVERNMENT NATIONAL MTGE ASSN POOL #1888	05/04/1989	01/15/2010	71.68	70.19	1.49	0.00
31.3900	36220B4Q3	GOVERNMENT NATIONAL MTGE ASSN POOL #2736	12/19/1989	01/15/2010	31.39	31.22	0.17	0.00
6.5400	31290JK27	FEDERAL HOME LOAN MTGE CORP POOL #553913	VARIOUS	01/26/2010	6.54	6.53	0.01	0.00
6.1500	31290JK27	FEDERAL HOME LOAN MTGE CORP POOL #553913	VARIOUS	02/16/2010	6.15	6.12	0.03	0.00
23.4800	36203XYE0	GOVERNMENT NATIONAL MTGE ASSN POOL #3626	01/03/1996	02/16/2010	23.48	23 65	-0.17	0 00
2.5700	36204FCX0	GOVERNMENT NATIONAL MTGE ASSN POOL #3682	02/09/1994	02/16/2010	2 57	2 64	-0 07	0.00
64.5200	36204QDQ0	GOVERNMENT NATIONAL MTGE ASSN POOL #3764	02/09/1994	02/16/2010	64.52	66.25	-1 73	0.00

2010 Tax Information Statement

Account Number: 1035000960
Recipient's Tax ID Number. 23-7356000

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
HARRIMAN FOUNDATION
C/O BARBARA O'CONNELL
140 BROADWAY FL 4
NEW YORK, NY 10005

BROWN BROTHERS HARRIMAN
140 BROADWAY
NEW YORK, NY 10005

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
377.7800	36208PQW1	GOVERNMENT NATIONAL MTGE ASSN POOL #4568	06/18/1998	02/16/2010	377.78	378.68	-0.90	0.00
72.3100	36217BWX2	GOVERNMENT NATIONAL MTGE ASSN POOL #1888	05/04/1989	02/16/2010	72.31	71.95	0.36	0 00
31.6400	36220B4Q3	GOVERNMENT NATIONAL MTGE ASSN POOL #2736	12/19/1989	02/16/2010	31 64	31.58	0.06	0.00
6.2200	31290JK27	FEDERAL HOME LOAN MTGE CORP POOL #553913	VARIOUS	03/15/2010	6 22	6.22	0 00	0.00
23.6300	36203XYE0	GOVERNMENT NATIONAL MTGE ASSN POOL #3626	01/03/1996	03/15/2010	23.63	23.80	-0.17	0.00
2.5900	36204FCX0	GOVERNMENT NATIONAL MTGE ASSN POOL #3682	02/09/1994	03/15/2010	2 59	2.66	-0.07	0.00
69.0200	36204QDQ0	GOVERNMENT NATIONAL MTGE ASSN POOL #3764	02/09/1994	03/15/2010	69.02	70.87	-1.85	0.00
420.3900	36208PQW1	GOVERNMENT NATIONAL MTGE ASSN POOL #4568	06/18/1998	03/15/2010	420.39	421.39	-1.00	0.00
72.9400	36217BWX2	GOVERNMENT NATIONAL MTGE ASSN POOL #1888	05/04/1989	03/15/2010	72.94	72.58	0.36	0.00
31.8900	36220B4Q3	GOVERNMENT NATIONAL MTGE ASSN POOL #2736	12/19/1989	03/15/2010	31 89	31.83	0.06	0 00
6 2700	31290JK27	FEDERAL HOME LOAN MTGE CORP POOL #553913	VARIOUS	04/15/2010	6.27	6 27	0 00	0 00
23.7800	36203XYE0	GOVERNMENT NATIONAL MTGE ASSN POOL #3626	01/03/1996	04/15/2010	23.78	23.96	-0 18	0.00
2.6100	36204FCX0	GOVERNMENT NATIONAL MTGE ASSN POOL #3682	02/09/1994	04/15/2010	2.61	2.68	-0.07	0 00

This is important tax information and is being furnished to you.

2010 Tax Information Statement

Account Number: 1035000960
Recipient's Tax ID Number: 23-7356000

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
HARRIMAN FOUNDATION
C/O BARBARA O'CONNELL
140 BROADWAY FL 4
NEW YORK, NY 10005

BROWN BROTHERS HARRIMAN
140 BROADWAY
NEW YORK, NY 10005

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
69.5100	36204QDQ0	GOVERNMENT NATIONAL MTGE ASSN POOL #3764	02/09/1994	04/15/2010	69.51	71.37	-1.86	0 00
357.9200	36208PQW1	GOVERNMENT NATIONAL MTGE ASSN POOL #4568	06/18/1998	04/15/2010	357.92	358.77	-0.85	0.00
73.5800	36217BWX2	GOVERNMENT NATIONAL MTGE ASSN POOL #1888	05/04/1989	04/15/2010	73.58	73.21	0.37	0.00
32.1400	36220B4Q3	GOVERNMENT NATIONAL MTGE ASSN POOL #2736	12/19/1989	04/15/2010	32.14	32.08	0 06	0.00
6.3400	31290JK27	FEDERAL HOME LOAN MTGE CORP POOL #553913	VARIOUS	05/17/2010	6.34	6.34	0.00	0.00
23.9200	36203XYE0	GOVERNMENT NATIONAL MTGE ASSN POOL #3626	01/03/1996	05/17/2010	23.92	24.10	-0 18	0.00
2.6300	36204FCX0	GOVERNMENT NATIONAL MTGE ASSN POOL #3682	02/09/1994	05/17/2010	2.63	2.70	-0.07	0.00
60.3600	36204QDQ0	GOVERNMENT NATIONAL MTGE ASSN POOL #3764	02/09/1994	05/17/2010	60.36	61.97	-1.61	0.00
350.8300	36208PQW1	GOVERNMENT NATIONAL MTGE ASSN POOL #4568	06/18/1998	05/17/2010	350.83	351.67	-0.84	0.00
74 2200	36217BWX2	GOVERNMENT NATIONAL MTGE ASSN POOL #1888	05/04/1989	05/17/2010	74 22	73 85	0.37	0.00
5769 9900	36220B4Q3	GOVERNMENT NATIONAL MTGE ASSN POOL #2736	12/19/1989	05/17/2010	5,769.99	5,759 93	10.06	0.00
6.4000	31290JK27	FEDERAL HOME LOAN MTGE CORP POOL #553913	VARIOUS	06/15/2010	6.40	6.40	0.00	0.00
1558.2800	36203XYE0	GOVERNMENT NATIONAL MTGE ASSN POOL #3626	01/03/1996	06/15/2010	1,558 28	1,569 75	-11.47	0.00

2010 Tax Information Statement

Account Number: 1035000960
Recipient's Tax ID Number: 23-7356000

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
HARRIMAN FOUNDATION
C/O BARBARA O'CONNELL
140 BROADWAY FL 4
NEW YORK, NY 10005

BROWN BROTHERS HARRIMAN
140 BROADWAY
NEW YORK, NY 10005

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
2.6500	36204FCX0	GOVERNMENT NATIONAL MTGE ASSN POOL #3682	02/09/1994	06/15/2010	2.65	2.72	-0.07	0.00
57.4700	36204QDQ0	GOVERNMENT NATIONAL MTGE ASSN POOL #3764	02/09/1994	06/15/2010	57.47	59.01	-1.54	0.00
358.4900	36208PQW1	GOVERNMENT NATIONAL MTGE ASSN POOL #4568	06/18/1998	06/15/2010	358.49	359.34	-0.85	0.00
74.8700	36217BWX2	GOVERNMENT NATIONAL MTGE ASSN POOL #1888	05/04/1989	06/15/2010	74.87	74 50	0 37	0 00
29126.2130	05528X802	BBH BROAD MARKET FIXED INCOME	10/12/2006	06/17/2010	300,000.00	292,718.44	7,281.56	0.00
6 4600	31290JK27	FEDERAL HOME LOAN MTGE CORP POOL #553913	VARIOUS	07/15/2010	6.46	6.45	0.01	0 00
19 9300	36203XYE0	GOVERNMENT NATIONAL MTGE ASSN POOL #3626	01/03/1996	07/15/2010	19.93	20 08	-0 15	0.00
2.6600	36204FCX0	GOVERNMENT NATIONAL MTGE ASSN POOL #3682	02/09/1994	07/15/2010	2.66	2.73	-0.07	0.00
61.1900	36204QDQ0	GOVERNMENT NATIONAL MTGE ASSN POOL #3764	02/09/1994	07/15/2010	61.19	62 83	-1.64	0.00
1224.8500	36208PQW1	GOVERNMENT NATIONAL MTGE ASSN POOL #4568	06/18/1998	07/15/2010	1,224.85	1,227.77	-2.92	0.00
75.5200	36217BWX2	GOVERNMENT NATIONAL MTGE ASSN POOL #1888	05/04/1989	07/15/2010	75 52	75.14	0.38	0 00
19212.2960	05528X802	BBH BROAD MARKET FIXED INCOME	10/12/2006	08/10/2010	200,000 00	193,083.57	6,916.43	0.00
6.5300	31290JK27	FEDERAL HOME LOAN MTGE CORP POOL #553913	VARIOUS	08/16/2010	6.53	6.53	0.00	0.00

This is important tax information and is being furnished to you.

2010 Tax Information Statement

Account Number: 1035000960
Recipient's Tax ID Number: 23-7356000

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
HARRIMAN FOUNDATION
C/O BARBARA O'CONNELL
140 BROADWAY FL 4
NEW YORK, NY 10005

BROWN BROTHERS HARRIMAN
140 BROADWAY
NEW YORK, NY 10005

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
18.7400	36203XYE0	GOVERNMENT NATIONAL MTGE ASSN POOL #3626	01/03/1996	08/16/2010	18.74	18.88	-0.14	0.00
2.6800	36204FCX0	GOVERNMENT NATIONAL MTGE ASSN POOL #3682	02/09/1994	08/16/2010	2.68	2.75	-0.07	0.00
58.3100	36204QDQ0	GOVERNMENT NATIONAL MTGE ASSN POOL #3764	02/09/1994	08/16/2010	58.31	59.87	-1.56	0.00
332.9000	36208PQW1	GOVERNMENT NATIONAL MTGE ASSN POOL #4568	06/18/1998	08/16/2010	332.90	333.69	-0 79	0.00
76.1900	36217BWX2	GOVERNMENT NATIONAL MTGE ASSN POOL #1888	05/04/1989	08/16/2010	76 19	75.81	0 38	0 00
19193.8580	05528X802	BBH BROAD MARKET FIXED INCOME	10/12/2006	08/19/2010	200,000.00	192,898.28	7,101 72	0.00
20.1700	36203XYE0	GOVERNMENT NATIONAL MTGE ASSN POOL #3626	01/03/1996	09/15/2010	20.17	20.32	-0.15	0.00
2.7000	36204FCX0	GOVERNMENT NATIONAL MTGE ASSN POOL #3682	02/09/1994	09/15/2010	2.70	2.78	-0.08	0 00
60.3900	36204QDQ0	GOVERNMENT NATIONAL MTGE ASSN POOL #3764	02/09/1994	09/15/2010	60.39	62.00	-1.61	0.00
337.8100	36208PQW1	GOVERNMENT NATIONAL MTGE ASSN POOL #4568	06/18/1998	09/15/2010	337.81	338.62	-0.81	0.00
76 8500	36217BWX2	GOVERNMENT NATIONAL MTGE ASSN POOL #1888	05/04/1989	09/15/2010	76 85	76 47	0.38	0 00
6.5900	31290JK27	FEDERAL HOME LOAN MTGE CORP POOL #553913	VARIOUS	09/16/2010	6.59	6 58	0.01	0.00
20.4800	36203XYE0	GOVERNMENT NATIONAL MTGE ASSN POOL #3626	01/03/1996	10/15/2010	20 48	20.63	-0.15	0.00

This is important tax information and is being furnished to you.

2010 Tax Information Statement

Account Number: 1035000960
Recipient's Tax ID Number: 23-7356000

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
HARRIMAN FOUNDATION
C/O BARBARA O'CONNELL
140 BROADWAY FL 4
NEW YORK, NY 10005

BROWN BROTHERS HARRIMAN
140 BROADWAY
NEW YORK, NY 10005

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
2.7200	36204FCX0	GOVERNMENT NATIONAL MTGE ASSN POOL #3682	02/09/1994	10/15/2010	2.72	2.80	-0.08	0.00
60.8200	36204QDQ0	GOVERNMENT NATIONAL MTGE ASSN POOL #3764	02/09/1994	10/15/2010	60.82	62.45	-1.63	0.00
376.2400	36208PQW1	GOVERNMENT NATIONAL MTGE ASSN POOL #4568	06/18/1998	10/15/2010	376.24	377.14	-0.90	0.00
77.5300	36217BWX2	GOVERNMENT NATIONAL MTGE ASSN POOL #1888	05/04/1989	10/15/2010	77.53	77 14	0 39	0.00
3.2300	31290JK27	FEDERAL HOME LOAN MTGE CORP POOL #553913	VARIOUS	10/22/2010	3 23	3.23	0.00	0.00
20 6100	36203XYE0	GOVERNMENT NATIONAL MTGE ASSN POOL #3626	01/03/1996	11/15/2010	20.61	20.76	-0 15	0 00
2.7400	36204FCX0	GOVERNMENT NATIONAL MTGE ASSN POOL #3682	02/09/1994	11/15/2010	2.74	2.82	-0.08	0.00
61.2500	36204QDQ0	GOVERNMENT NATIONAL MTGE ASSN POOL #3764	02/09/1994	11/15/2010	61.25	62.89	-1.64	0.00
751.7700	36208PQW1	GOVERNMENT NATIONAL MTGE ASSN POOL #4568	06/18/1998	11/15/2010	751.77	753.56	-1.79	0.00
78.2000	36217BWX2	GOVERNMENT NATIONAL MTGE ASSN POOL #1888	05/04/1989	11/15/2010	78 20	77 81	0 39	0 00
29.2100	36203XYE0	GOVERNMENT NATIONAL MTGE ASSN POOL #3626	01/03/1996	12/15/2010	29 21	29 42	-0 21	0 00
2.7600	36204FCX0	GOVERNMENT NATIONAL MTGE ASSN POOL #3682	02/09/1994	12/15/2010	2 76	2.84	-0 08	0.00
61.6800	36204QDQ0	GOVERNMENT NATIONAL MTGE ASSN POOL #3764	02/09/1994	12/15/2010	61.68	63.33	-1 65	0 00

2010 Tax Information Statement

Account Number: 1035000960
Recipient's Tax ID Number: 23-7356000

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address.
HARRIMAN FOUNDATION
C/O BARBARA O'CONNELL
140 BROADWAY FL 4
NEW YORK, NY 10005

BROWN BROTHERS HARRIMAN
140 BROADWAY
NEW YORK, NY 10005

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
350.4000	36208PQW1	GOVERNMENT NATIONAL MTGE ASSN POOL #4568	06/18/1998	12/15/2010	350.40	351.24	-0.84	0.00
78.8900	36217BWX2	GOVERNMENT NATIONAL MTGE ASSN POOL #1888	05/04/1989	12/15/2010	78.89	78.50	0.39	0.00
Total Long Term 15% Sales					**715,058.21**	**693,795.87**	**21,262.34**	**0.00**

This is important tax information and is being furnished to you

2010 Tax Information Statement

Account Number: 1035000979
Recipient's Tax ID Number: 23-7356000

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
HARRIMAN FOUNDATION
C/O BARBARA O'CONNELL
140 BROADWAY FL 4
NEW YORK, NY 10005

BROWN BROTHERS HARRIMAN
140 BROADWAY
NEW YORK, NY 10005

2010 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
Long Term 15% Sales								
36363.6360	76628T645	RIDGEWORTH SEIX HIGH YIELD	06/25/2004	01/26/2010	337,818.18	400,000.00	-62,181.82	0.00
Total Long Term 15% Sales					**337,818.18**	**400,000.00**	**-62,181.82**	**0.00**

This is important tax information and is being furnished to you

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BBH REAL STATE INCOME FD	21,537.	0.	21,537.
BROWN BROTHERS HARRIMAN & CO	350,821.	0.	350,821.
BROWN BROTHERS HARRIMAN & CO	41,774.	41,774.	0.
BROWN BROTHERS HARRIMAN & CO	2,836.	0.	2,836.
TOTAL TO FM 990-PF, PART I, LN 4	416,968.	41,774.	375,194.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OIL & GAS ROYALTY INCOME	8,418.	8,418.	
TAX OVERPAYMENT APPLIED TO 2010	19,164.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	27,582.	8,418.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	20,954.	0.		20,954.
AUDITING FEES	7,000.	0.		7,000.
TO FORM 990-PF, PG 1, LN 16B	27,954.	0.		27,954.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	17,203.	17,203.		0.
TO FORM 990-PF, PG 1, LN 16C	17,203.	17,203.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	110.	0.		110.
OVERPAYMENT APPLIED TO 2010	19,164.	0.		0.
TO FORM 990-PF, PG 1, LN 18	19,274.	0.		110.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVITE EXPENSE	1,355.	0.		1,355.
MEMBERSHIP	1,500.	0.		1,500.
COMPUTER SYSTEM MAINTENANCE	671.	0.		671.
COMMERCIAL INSURANCE	4,380.	0.		4,380.
PORTFOLIO DEDUCTION	2,888.	2,888.		0.
WORKER'S COMP INSURANCE	117.	0.		117.
FILLING FEE	750.	0.		750.
TO FORM 990-PF, PG 1, LN 23	11,661.	2,888.		8,773.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
UNION PACIFIC CORP - SEE ATTACHED	8,816.	1,853,200.
MUTUAL FUNDS - SEE ATTACHED	17,433,685.	18,148,200.
TOTAL TO FORM 990-PF, PART II, LINE 10B	17,442,501.	20,001,400.

FORM 990-PF MORTGAGE LOANS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORTGAGE LOANS - SEE ATTACHED	27,189.	29,735.
TOTAL TO FORM 990-PF, PART II, LINE 12	27,189.	29,735.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BBH REAL RETURN FUND CL I	COST	1,067,469.	1,002,369.
BBH ABS RET O/S SER A TR - SEE ATTACHED	COST	169,619.	146,989.
BBH ASIAN OPPTY FUND - SEE ATTACHED	COST	1,500,000.	1,786,854.
BBH L/S EQTY O/S FD SER A TR - SEE ATTACHED	COST	3,000,000.	3,871,395.
BBH PEP FUND	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,737,088.	6,807,607.

Mary W. Harriman Foundation

Security Portfolio
12/31/2010

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Market Value
	Mortgage Backed Securities				
	36203XYE0 GOVERNMENT NATIONAL MTGE ASSN POOL #362609 7% 01/15/2026 OFV 500000	5474 13	114 43	5,514 42	6,264 00
	36204FCX0 GOVERNMENT NATIONAL MTGE ASSN POOL #368286 8% 01/15/2024 OFV 21951	791 85	117 83	813 83	933 00
	36204QDQ0 GOVERNMENT NATIONAL MTGE ASSN POOL #376411 8% 02/15/2024 OFV 468064	6568 32	115 95	6,743 95	7,616 00
	36208PQW1 GOVERNMENT NATIONAL MTGE ASSN POOL #456869 6 5% 05/15/2013 OFV 506953	7868 45	109 17	7,887 20	8,590 00
	36217BWX2 GOVERNMENT NATIONAL MTGE ASSN POOL #188862 10% 10/15/2016 OFV 545850	6258 69	101 17	6,227 58	6,332 00
	Total For Mortgage Backed Securities	**26961.44**		**27,186.98**	**29,735.00**
	Common Stock				
UNP	907818108 UNION PACIFIC CORP	20000	92 66	8,815 75	1,853,200 00
	Total For Common Stock	**20000**		**8,815.75**	**1,853,200.00**
	Mutual Funds - Equity				
BBBMX	05528X802 BBH BROAD MARKET FUND CL N	265003 67	10 41	2,653,915 05	2,758,688 00
PTTRX	693390700 PIMCO TOTAL RETURN FUND	145674 21	10 85	1,579,801 98	1,580,565 00
TRHYX	77958B204 T ROWE PRICE INST HIGH YIELD	68899 725	9 81	700,000 01	675,906 00
VIPSX	922031869 VANGUARD FIXED INCOME SEC FDIN FLATION-PROTE	68055 348	13 00	869,303 53	884,720 00
BBHEX	05528X307 BBH INTERNATIONAL EQUITY FUND CL N	239608 27	13 06	3,100,000 00	3,129,284 00
BBTEX	05528X604 BBH CORE SELECT CL N	297669 81	14 33	3,500,000 00	4,265,608 00
OAKLX	413838608 OAKMARK SELECT FUND-CL 1	71789 768	27 45	2,539,921 99	1,970,629 00
RAISX	750869604 RAINIER INVT MGMT MUT FDS SM CAP EQ INST	10625	33 46	400,456 25	355,513 00
USAUX	903288405 USAA MUT FUND INC AGGRESSIVE GROWTH FUND	53559 614	32 99	1,402,190 70	1,766,932 00
VINIX	922040100 VANGUARD INSTL INDEX FD	6611 211	115 01	688,094 84	760,355 00
	Total For Mutual Funds - Equity	**1227496.6**		**17,433,684.35**	**18,148,200.00**

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DAVID H. MORTIMER C/O 140 BROADWAY, 11TH FL. NEW YORK, NY 10005	PRESIDENT/DIR 1.00	0.	0.	0.
KATHLEEN L.F. AMES C/O 140 BROADWAY, 11TH FL. NEW YORK, NY 10005	VP/DIR 0.50	0.	0.	0.
ANNA T. KORNICZKY C/O 140 BROADWAY, 11TH FL. NEW YORK, NY 10005	TREASURER 1.00	0.	0.	0.
BARBARA O'CONNELL C/O 140 BROADWAY, 11TH FL. NEW YORK, NY 10005	SECRETARY 6.00	13,377.	1,601.	0.
KATHLEEN H. MORTIMER C/O 140 BROADWAY, 11TH FL. NEW YORK, NY 10005	DIRECTOR 0.50	0.	0.	0.
MARJORIE NORTHROP FRIEDMAN C/O 140 BROADWAY, 11TH FL. NEW YORK, NY 10005	DIRECTOR 0.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		13,377.	1,601.	0.

5:38 PM
11/09/11
Accrual Basis

MARY W. HARRIMAN FOUNDATION
SCHEDULE OF GRANT CONTRIBUTION
January through December 2010

Date	Num	Name	Name Address	Memo	Debit
4000 · GRANTS					
6/28/2010	1880	AMERICAN UNIVERSITY BEIRUT	3 Dag hammerskjold Plaza New York, NY 10017-2303		7,500 00
6/28/2010	1881	BENNINGTON COLLEGE	One College Dr Bennington, VT 05201-6001		1,000 00
6/28/2010	1882	LEARNING LEADERS	80 Maiden Lane 11th Fl New York, NY 10038-4729		15,000 00
6/28/2010	1883	PALISADES INTERSTATE PARK COMMISSION	Administration Building Bear Mountain, NY 10911-0427		20,000 00
6/28/2010	1884	FRIENDS OF DARTMOUTH ROWING	Dartmouth College 6083 Alumni Gymnasium Hanover, NH 03755-3590	VOID	0 00
6/28/2010	1885	MIDDLESEX SCHOOL	Lewis Alumni House 1400 Lowell Rd Concord, MA 01742-9122		7,500 00
6/28/2010	1886	ORANGE PATHWAYS INC	182 Greenwich Ave Goshen, NY 10924		4,000 00
6/28/2010	1887	BENNINGTON COLLEGE	One College Dr Bennington, VT 05201-6001		30,000 00
6/28/2010	1888	CEI-PEA	28 West 44th Street New York, NY 10036-6600		18,000 00
6/28/2010	1889	TRUSTEES OF COLUMBIA UNIVERSITY	161 Ft Washington Ave Herbert Irving Pavillion 310 New York, NY 10032		5,000 00
6/28/2010	1890	GOOD SAMARITAN HOSPITAL	255 Lafayette Avenue Suffern, NY 10901-4869		18,000 00
6/28/2010	1891	HELEN HAYES HOSPITAL FOUNDATION	51-55 Route 9W Haverstraw, NY 10993-1195		1,500 00
6/28/2010	1892	WEILL MEDICAL COLLEGE OF CORNELL UNIVERS	525 East 68th Street New York, NY 10021		25,000 00
6/28/2010	1893	BATES COLLEGE	2 Andrews Rd Lewiston, ME 04240-6028		30,000 00
6/28/2010	1894	COBB SCHOOL, MONTESSORI	112 Sand Hill Rd Simsbury, CT 06070		7,500 00
6/28/2010	1895	ROWLAND HALL ST MARK'S SCHOOL	720 Guardsman Way Salt Lake City, UT 84108-1374		5,000 00
6/28/2010	1896	VERMONT LAW SCHOOL	PO Box 96 Chelsea St South Royalton, VT 05068		1,000 00
6/28/2010	1897	YALE UNIVERSITY	SCHOOL OF MEDICINE PO Box 208091 New Haven, CT 06520-8091		15,000 00
6/28/2010	1898	DARTMOUTH COLLEGE	THE TUCK SCHOOL OF BUSINESS HB 9000 Hanover, NH 03755		10,000 00
6/28/2010	1899	CAMPFIRE FOUNDATION	PO Box 6421 Ketchum, ID 83340		7,500 00
6/28/2010	1900	HOLDERNESS SCHOOL	Chapel Lane PO Box 1879 Plymouth, NH 03264-1879		24,000 00
6/28/2010	1901	UNIVERSITY OF COLORADO	Macky Room 229 Campus Box 282 Boulder, CO 80309-0282		4,000 00
6/28/2010	1902	ASSOCIATION EARLY CARE & EDUCATION	95 Berkeley St Suite 306 Boston, MA 02116		1,000 00
6/28/2010	1903	BROOKLINE COMMUNITY FOUNDATION	40 Webster Place Brookline, MA 02445		10,000 00
6/28/2010	1904	BROOKLINE EDUCATION FOUNDATION	PO Box 470652 Brookline, MA 02447		15,000 00
6/28/2010	1905	BREARLEY SCHOOL	610 East 83 Street New York NY 10028		10,000 00
6/28/2010	1906	MASSACHUSETTS GENERAL HOSPITAL	55 Fruit Street Boston, MA 02114-2792		10,000 00
6/28/2010	1907	WHEELOCK COLLEGE	200 The Riverway Boston, MA 02215		30,000 00
6/28/2010	1908	PHILLIPS EXETER ACADEMY	20 Main Street Exeter, NH 03833		5,000 00
6/28/2010	1909	CONCORD ACADEMY	166 Main Street Concord, MA 1742		15,000 00
6/28/2010	1910	TRUSTEES OF RESERVATION	572 Essex Street Beverly, MA 01915-1530		7,500 00
6/28/2010	1911	AMERICAN FOREIGN SERVICE ASSOCIATION	2101 E Street NW Washington, DC 20037		5,000 00
6/28/2010	1912	DEFENDERS OF WILDLIFE	1130 17th Street NW Washington, DC 20036		500 00
6/28/2010	1913	NATIONAL PARKS & CONSERVATON ASSOCIATION	1300 19th St NW Washington, DC 20036		22,000 00
6/28/2010	1914	WORLD WILDLIFE FUND	1250 24th St NW Washington, DC 20037-1132		30,000 00
6/28/2010	1915	CHOATE ROSEMARY HALL	333 Christian Street Wallingford, CT 06492		5,000 00
6/28/2010	1916	CHRIST EPISCOPAL SCHOOL	109 South Washington St Rockville, MD 20850		3,000 00
6/28/2010	1917	PARK SCHOOL OF BALTIMORE	PO Box 8200 Brooklandville, MD 21022		3,000 00
6/28/2010	1918	WALDORF SCHOOL OF BALTIMORE	4801 Tamarind Rd Baltimore, MD 21209		15,000 00
6/28/2010	1919	NATURE CONSERVANCY OF IDAHO	116 First Avenue North Hailey,ID 83333		5,000 00
6/28/2010	1920	NEW HOPE CHARITIES	626 North Dixie Hwy West Palm Beach FL 33401		2,000 00
6/28/2010	1921	SCHOOL OF THE ARTS FOUNDATION	PO Box 552 West Palm Beach, FL 33402-0552		15,000 00
6/28/2010	1922	SOCIETY OF THE FOUR ARTS	2 Four Arts Plaza Palm Beach, FL 33480		1,000 00
6/28/2010	1923	SUN VALLEY SKI EDUCATION FOUNDATION	PO Box 203 Sun Valley, ID 8353		5,000 00
6/28/2010	1924	UNITED STATES COURT TENNIS ASSOCIATION	370 Park Avenue New York, NY 10022-5968		5,000 00
6/28/2010	1925	ZOOLOGICAL SOCIETY- PALM BEACHES	1301 Summit Blvd West Palm Beach, FL 33405		2,000 00
6/28/2010	1926	THE BUCKLEY SCHOOL	113 East 73 Street New York, NY 10021		10,000 00
6/28/2010	1927	NYU FACES	223 East 34 Street New York, NY 10016		15,000 00

MARY W. HARRIMAN FOUNDATION
SCHEDULE OF GRANT CONTRIBUTION
January through December 2010

Date	Num	Name	Name Address	Memo	Debit
6/28/2010	1928	THE CENTER FOR DISCOVERY	1350 Broadway Suite 201 New York, NY 10018		20,000 00
6/28/2010	1929	TAFT SCHOOL	110 Woodbury Rd Watertown, CT 06795		10,000 00
6/28/2010	1930	GEORGETOWN UNIVERSITY	Office of Advancement 2115 Wisconsin Ave NW Ste 500 Washington, DC		20,000 00
6/28/2010	1931	CALIFORNIA INSTITUTE OF ARTS	14700 McBean Pkwy Valencia, CA 91355-2340		2,000 00
6/28/2010	1932	COMMON GOOD INC	477 Madison Ave 7th Fl New York, NY 10022		3,000 00
6/28/2010	1933	COUNCIL ON FOREIGN RELATIONS	58 East 68th St New York, NY 10065		2,000 00
6/28/2010	1934	GLYNWOOD CENTER	PO Box 157 Cold Spring, NY 10530		2,000 00
6/28/2010	1935	NEW YORK CITY BALLET INC	20 Lincoln Center New York, NY 10023		30,000 00
6/28/2010	1936	PALISADES INTERSTATE PARK COMMISSION	Administration Building Bear Mountain, NY 10911-0427		15,000 00
6/28/2010	1937	ST GEORGE'S SCHOOL	PO Box 1910 Newport, RI 02840-0190		500 00
6/28/2010	1938	SCENIC HUSDON, INC	One Civic Center Plaza Suite 200 Poughkeepsie, NY 12601		30,000 00
6/28/2010	1939	SCHOOL OF AMERICAN BALLET INC	70 Lincoln Center Plaza New York, NY 10023-6592		3,000 00
6/28/2010	1940	BROOKS SCHOOL	1160 Great Pond Rd North Andover, MA 01845-1298		2,500 00
6/28/2010	1941	COLLEGE OF CHARLESTON	66 George Street Charleston, SC 29424		2,500 00
6/28/2010	1942	THE DRAWING CENTER	35 Wooster Street New York, NY 10003		2,000 00
6/28/2010	1943	FILM FORUM (THE MOVING IMAGE INC)	209 West Houston Street New York, NY 10014		15,000 00
6/28/2010	1944	NEIGHBORHOOD COALITION FOR SHELTER	157 East 86th Street New York, NY 10028		7,500 00
6/28/2010	1945	CENTER FOR HEARING & COMMUNICATION	50 Broadway 6th Fl New York, NY 10010-4302		3,000 00
6/28/2010	1946	COLUMBIA UNIVERSITY	Lewison Hall Room 303 MC 4110 2970 Broadway New York, NY 10027		3,500 00
6/28/2010	1947	THE FORMAN SCHOOL	12 Norfolk Rd PO Box 80 Litchfield, CT 06759-0080		5,000 00
6/28/2010	1949	GROSVENOR NEIGHBORHOOD HOUSE, INC	176 wEST 105TH Street New York, NY 10025-4099		6,000 00
6/28/2010	1950	NATIONAL JR WHEELCHAIR ATHLETE'S FUND	455 East 57th Street #5A New York, NY 10022	VOID	0 00
6/28/2010	1951	AMERICAN ASSEMBLY	475 Riverside Drive New York, NY 10115-0456		50,000 00
6/28/2010	1952	BLACK ROCK FOREST CONSORTIUM	129 Continental Rd Cornwall, NY 12518		5,000 00
6/28/2010	1953	BLAINE COUNTY RECREATON DISTRICT	1050 Fox Acres Rd Room 107 Hailey, ID 83333		6,000 00
6/28/2010	1954	BOY'S CLUB OF NEW YORK	287 East Tenth Street New York, NY 10009		25,000 00
6/28/2010	1955	COLUMBIA UNIV HARRIMAN INSTITUTE	MC 3345 420 West 118th St New York, NY 10027		35,000 00
6/28/2010	1956	HUDSON HIGHLANDS NATURE MUSEUM	PO Box 181 The Boulevard Cornwall-on-Hudson, NY 12520		2,500 00
6/28/2010	1957	LAND TRUST ALLIANCE	1660 L Street NW Washington, DC 20036		25,000 00
6/28/2010	1958	METROPOLITAN MUSEUM OF ART	1000 FIfth Avenue New York, NY 10028-0198		10,000 00
6/28/2010	1959	MUSEUM VILLAGE	1010 Route 17M Monroe, NY 10950		2,500 00
6/28/2010	1960	NATIONAL PUBLIC RADIO	635 Massachusetts Ave NW Washington, DC 20001-3753		10,000 00
6/28/2010	1961	NEW YORK PUBLIC LIBRARY	Fifth Avenue at 42 Street New York , NY 10018		10,000 00
6/28/2010	1962	ORANGE COUNTY HISTORICAL SOCIETY	Clove Furnace Historical Society Box 55 Arden, NY 10910		15,000.00
6/28/2010	1963	ORANGE REGIONAL MEDICAL CENTER	4 Harriman Drive Goshen, NY 10924		1,000 00
6/28/2010	1964	SLOATSBURG COMMUNITY AMBULANCE CORP	PO Box 21 62 Washington Ave Sloatsburg, NY 10974		2,500 00
6/28/2010	1965	STORM KING ART CENTER	PO Box 280 Old Pleasant Hill Rd Mountainville, NY 10953-0280		32,500 00
6/28/2010	1966	THIRTEEN/WNET NY	450 West 33 Street New York, NY 10001		30,000 00
6/28/2010	1967	WGBH EDUCATIONAL FOUNDATION	125 Western Avenue Boston, MA 02134		10,000 00
6/28/2010	1968	VISITING NURSE SERVICE NEW YORK	107 East 70th Street New York, NY 10021-5087		10,000 00
6/28/2010	1969	WNYC RADIO	160 Varick Street New York, NY 10013		20,000 00
6/28/2010	1970	MARYMOUNT MANHATTAN COLLEGE	221 East 71st Street New York, NY 10021		10,000 00
6/28/2010	1971	NY LEAGUE OF CONSERVATION VOTERS	30 Broad St 30th Fl New York, NY 10004		5,000 00
6/28/2010	1972	PARK AVENUE ARMORY	643 Park Avenue New York, NY 10055		15,000 00
6/28/2010	1973	ORANGE COUNTY LAND TRUST	PO Box 2442 Middletown, NY 10940		10,000 00
6/28/2010	1974	OPEN SPACE INSTITUTE	1350 Broadway Suite 201 New York, NY 1001		50,000 00
8/18/2010	1987	WOODBURY COMMUNITY AMBULANCE CORPS INC	376 Route 32 PO Box 561 Central Valley, NY 10917		3,000 00
8/18/2010	1988	PATTEN FREE LIBRARY	33 Summer St Bath, ME 04530		5,000 00
8/18/2010	1989	RECTORY SCHOOL	528 Pomfret St PO Box 68 Pomfret, CT 06258		1,000 00

5:38 PM
11/09/11
Accrual Basis

MARY W. HARRIMAN FOUNDATION
SCHEDULE OF GRANT CONTRIBUTION
January through December 2010

Date	Num	Name	Name Address	Memo	Debit
8/18/2010	1990	HARNESS RACING MUSEUM & HALL OF FAME	PO Box 590 240 Main St Goshen, NY 10924		7,000 00
8/18/2010	1991	NYSPCC	161 William St New York, NY 10038		3,500 00
8/18/2010	1992	LONG ISLAND MASTERWORKS,INC	PO Box 458 Northport, NY 11768		3,000 00
8/18/2010	1993	ST IGNATIUS SCHOOL	48 East 84th St New York, NY 10028		3,000 00
8/18/2010	1994	CIRCUS SMIRKUS	1 Circus Rd Greensboro, VT 05841		1,000 00
8/18/2010	1995	CHILDREN'S HOME SOCIETY OF FLORIDA	1485 S Semoran Blvd Suite 1448 Winter Park, FL 32792		8,000 00
8/18/2010	1996	NATIONAL MUSEUM POLO HALL OF FAME	9011 Lake Worth Rd Lake Worth, FL 33467		5,000 00
8/18/2010	1975	AMERICAN MUSEUM OF NATURAL HISTORY	Central Park West at 69th St New York, NY 10024-5192		5,000 00
8/18/2010	1976	AMERICAN RED CROSS NEW YORK	520 West 49ht Street New York, NY 10019		10,000 00
8/18/2010	1977	WINSTON CHURCHILL FOUNDATION	600 Madison Ave 16th Fl New York, NY 10022-1615		10,000 00
8/18/2010	1978	HENRY STREET SETTLEMENT	265 Henry St New York, NY 10002		5,000 00
8/18/2010	1979	MEMORIAL SLOAN KETTERING CANCER CENTER	1275 York Ave New York, NY 10021		10,000 00
8/18/2010	1980	MONROE COMMUNITY AMBULANCE CORPS	PO Box 841 Monroe, NY 10950		2,000 00
8/18/2010	1981	NATIONAL URBAN LEAGUE	120 Wall St New York, NY 10005		7,500 00
8/18/2010	1982	NY BOTANICAL GARDEN	Bronx, NY 10458		4,000 00
8/18/2010	1983	PLANNED PARENTHOOD NEW YORK CITY	26 Bleecker St New York, NY 10012		25,000 00
8/18/2010	1984	TUXEDO VOLUNTEER AMBULANCE CORPS	Box 726 Tuxedo Park, NY 10987		2,000 00
8/18/2010	1985	UNITED NEGRO COLLEGE FUND	8260 Willow Oaks Corp Dr Fairfax, VA 22031		10,000 00
8/18/2010	1986	WILDLIFE CONSERVATION SOCIETY	2300 Southern Blvd Bronx, NY 10460		10,000 00
Total 4000 GRANTS					1,220,000 00
TOTAL					**1,220,000.00**