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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

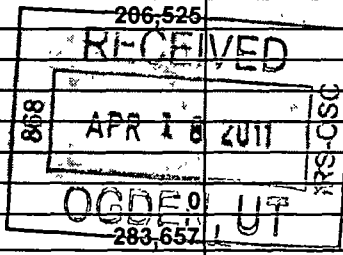
Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

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 Chemed Foundation		A Employer identification number 31-1326421
Number and street (or P O box number if mail is not delivered to street address) 255 East Fifth St., 2600 Chemed Cen		B Telephone number (see page 10 of the instructions) (513) 762-6870
City or town, state, and ZIP code Cincinnati OH 45202-4726		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization <input 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		D 1. Foreign organizations, check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 7,802,018		D 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	9	9		
	4 Dividends and interest from securities	77,123	77,123		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	206,525			
	b Gross sales price for all assets on line 6a	268,824			
	7 Capital gain net income (from Part IV, line 2)		206,525		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	0				
12 Total. Add lines 1 through 11	283,657	283,657		0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	27,000			27,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	0	0	0	0
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	2,550	0	0	1,275
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,034	0	3,034	0
	24 Total operating and administrative expenses. Add lines 13 through 23	32,584	0	3,034	28,275
	25 Contributions, gifts, grants paid	353,718			353,718
26 Total expenses and disbursements. Add lines 24 and 25	386,302	0	3,034	381,993	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-102,645				
b Net investment income (if negative, enter -0-)		283,657			
c Adjusted net income (if negative, enter -0-)			0		



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	41,834	1,490	1,490
	3 Accounts receivable	0		
	Less allowance for doubtful accounts	0	0	0
	4 Pledges receivable	0		
	Less allowance for doubtful accounts	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule)	0		
	Less allowance for doubtful accounts	0	0	0
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	2,125,488	2,063,189	7,800,528
	c Investments—corporate bonds (attach schedule)	0	0	0
	11 Investments—land, buildings, and equipment basis	0		
Less accumulated depreciation (attach schedule)	0	0	0	
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	0	0	0	
14 Land, buildings, and equipment basis	0			
Less accumulated depreciation (attach schedule)	0	0	0	
15 Other assets (describe)	0	0	0	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,167,322	2,064,679	7,802,018	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe)	0	0	
23 Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds		0	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	2,167,322	2,064,679	
30 Total net assets or fund balances (see page 17 of the instructions)	2,167,322	2,064,679		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,167,322	2,064,679		

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	2,167,322
2	Enter amount from Part I, line 27a	2	-102,645
3	Other increases not included in line 2 (itemize) Rounding	3	2
4	Add lines 1, 2, and 3	4	2,064,679
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	2,064,679

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 4,500 shares Chemed Corp		D	10/6/2003	3/16/2010
b 300 shares Chemed Corp		D	10/6/2003	12/15/2010
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 249,890	0	58,405	191,485	
b 18,934	0	3,894	15,040	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a 0	0	0		191,485
b 0	0	0		15,040
c 0	0	0		0
d 0	0	0		0
e 0	0	0		0
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	206,525	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	0	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	304,238	5,552,873	0.054789
2008	234,639	5,832,311	0.040231
2007	200,667	7,765,858	0.025840
2006	176,035	6,617,993	0.026599
2005	126,782	6,157,595	0.020590
2 Total of line 1, column (d)			0.168049
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			0.033610
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5		6,906,151	
5 Multiply line 4 by line 3			232,116
6 Enter 1% of net investment income (1% of Part I, line 27b)			2,837
7 Add lines 5 and 6			234,953
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18.			381,993

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

1 a 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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,837
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	2,837
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	2,837
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,984	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	2,984	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	147	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 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? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> OH		
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? <i>If "No," attach explanation</i>	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 on page 27)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address	13	X	
14	The books are in care of David J. Lohbeck Telephone no (513) 762-6870 Located at 255 East Fifth St., 2600 Chemed Center Cincinnati OH ZIP+4 45202-4726			
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		<input type="checkbox"/>
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 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 <input type="checkbox"/>	1b	N/A
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 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input 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)	3b	N/A
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)? (see page 22 of the instructions) Yes No

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here **5b** N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No If "Yes," attach the statement required by Regulations section 53.4945–5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No **6b** X

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? Yes No **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Sandra E. Laney 255 East Fifth St., 2600 Cincinnati OH 45202	Dir & Pres 3.00	15,000	0	0
David J. Lohbeck 255 East Fifth St., 2600 Cincinnati OH 45202	Treas 3.00	12,000	0	0
Thomas C. Hutton 255 East Fifth St., 2600 Cincinnati OH 45202	Dir 1.00	0	0	0
Kevin J. McNamara 255 East Fifth St., 2600 Cincinnati OH 45202	Sec 1.00	0	0	0

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions	
3	0
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	6,875,442
b	Average of monthly cash balances	1b	135,879
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	7,011,321
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	7,011,321
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	105,170
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,906,151
6	Minimum investment return. Enter 5% of line 5	6	345,308

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	345,308
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,837
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	2,837
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	342,471
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	342,471
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	342,471

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	381,993
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	381,993
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	2,837
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	379,156

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				342,471
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005	0			
b From 2006	0			
c From 2007	0			
d From 2008	0			
e From 2009	27,794			
f Total of lines 3a through e	27,794			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 381,993				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				342,471
e Remaining amount distributed out of corpus	39,522			
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	67,316			
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			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) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	67,316			
10 Analysis of line 9				
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	0			
d Excess from 2009	27,794			
e Excess from 2010	39,522			

Part XIV Private Operating Foundations (see page 27 of the 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)

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

Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	
	0			0
b 85% of line 2a	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0			0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0			0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

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

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

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

Sandra E. Laney 255 East Fifth St. Cincinnati OH 45202 (513) 762-6912

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

Letter explaining organization, exempt purpose and use of funds

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)				
<p>a <i>Paid during the year</i> See attached schedule</p>				353,718
Total			▶ 3a	353,718
<p>b <i>Approved for future payment</i></p>				
Total			▶ 3b	0

Chemed Foundation
31-1326421
2010 Form 990-PF

Part 1, Line 18, Taxes

Tax on net investment income	<u>\$2,550</u>
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Part 1, Line 23, Other expenses

State filing fee	\$200
Insurance premiums	2,250
Dues and miscellaneous	<u>584</u>

Total	<u>\$3,034</u>
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<u>Part II, Line 10 b, Investments - corporate stock</u>	<u>Book Value</u>	Fair <u>Market Value</u>
Chemed Corporation - 118,676 shares	\$1,612,565	\$7,537,113
Washington REIT - 8,500 shares	200,624	263,415
Axiom	<u>250,000</u>	<u>0</u>
Total	<u>\$2,063,189</u>	<u>\$7,800,528</u>

Part IV - Supplementary Information

3. Grants and Contributions Paid during the Year

Recipient - Name and Address	Purpose	Contribution	Relationship to any Foundation manager or substantial contributor.	Foundation status of Recipient
St Joseph Home of Cincinnati	Program Support	\$ 250 00	None	Public Charity
Cincinnati Zoo	Zoofan 2010	\$ 3,500 00	None	Public Charity
St Ursula Villa	Program Support	\$ 1,500 00	None	Public Charity
Marvin Lewis Comm Fund	Program Support	\$ 10,000 00	None	Public Charity
Marvin Lewis Comm Fund	Hometown Huddle	\$ 10,000 00	None	Public Charity
Cincinnati Symphony Orchestra	Annual Sponsorship	\$ 8,502 00	None	Public Charity
One Way Farm	Program Support	\$ 250 00	None	Public Charity
Cincinnati Nature Center	Program Support	\$ 250 00	None	Public Charity
National Multiple Sclerosis Soc	2010 Annual Fund Drive	\$ 200 00	None	Public Charity
Planned Parenthood Fed of Am	Program Support	\$ 200 00	None	Public Charity
Habitat for Humanity of Monroe County	Program Support	\$ 250 00	None	Public Charity
Recovery Center of Hamilton Cty	Program Support	\$ 200 00	None	Public Charity
Madeira Woman's Club	Program Support	\$ 200 00	None	Public Charity
Project Uplift	Program Support	\$5,000	None	Public Charity
Holy Family Church & School	Program Support	\$200 00	None	Public Charity
CET	Program Support	\$500 00	None	Public Charity
Make A Wish Foundation of Greater OH, KY, IN	Program Support	\$ 250 00	None	Public Charity
YMCA of Greater Cincinnati	Program Support	\$ 250 00	None	Public Charity
Lower Price Hill Community School	Program Support	\$ 15,000 00	None	Public Charity
The Mercantile Library	Program Support	\$ 500 00	None	Public Charity
The Children's Theatre	Program Support	\$ 12,500 00	None	Public Charity
The Boys & Girls Clubs of Gr Cinti	Annual Achievement Luncheon	\$ 750 00	None	Public Charity
Greater Cincinnati Coalition for the Homeless	Program Support	\$ 250 00	None	Public Charity
Civic Garden Center	Program Support	\$ 250 00	None	Public Charity
Pro Seniors	Program Support	\$ 200 00	None	Public Charity
American Cancer Society	Annual Cattle Baron's Ball	\$ 5,000 00	None	Public Charity
Bethany House Services	Program Support	\$ 1,500 00	None	Public Charity
Cincinnati Museum Center	Program Support	\$ 5,000 00	None	Public Charity
Fine Arts Fund	Annual Pledge Drive	\$ 6,000 00	None	Public Charity
Legal Aid Society	Program Support	\$ 3,334 00	None	Public Charity
Xavier University	BMX Campaign	\$ 2,500 00	None	Public Charity
Cincinnati Ballet	Program Support	\$ 500 00	None	Public Charity
Art Academy	Annual Fund	\$ 500 00	None	Public Charity
Emma's House	Program Support	\$ 10,000 00	None	Public Charity
The Greenacres Foundation FBO A&A	Program Support	\$ 2,500 00	None	Public Charity
Hair for Kids Fund	Program Support	\$ 250 00	None	Public Charity
University of the Cumberlands	Mountain Outreach	\$ 18,000 00	None	Public Charity
Hamilton County Special Olympics	Annual Sponsorship	\$ 2,500 00	None	Public Charity
Muscular Dystrophy Assn	Program Support	\$ 200 00	None	Public Charity
Autism Speaks	Program Support	\$ 250 00	None	Public Charity
Always Our Sunshine	Program Support	\$ 500 00	None	Public Charity
Seton High School	Program Support	\$ 400 00	None	Public Charity
Children's Wish Foundation Int'l	Program Support	\$ 200 00	None	Public Charity
Kids Wish Network	Program Support	\$ 145 00	None	Public Charity
Warren County Foundation	Sue Ruehl Memorial Fund	\$ 500 00	None	Public Charity
Visiting Nurse Association	Program Support	\$ 500 00	None	Public Charity
Cincinnati Exceptional Educ Support	Program Support	\$ 250 00	None	Public Charity
Community Land Coop	Program Support	\$ 20,000 00	None	Public Charity
Friars Club	Program Support	\$ 250 00	None	Public Charity
Wood Hudson Cancer Research	Program Support	\$ 250 00	None	Public Charity
Prevent Blindness Ohio	Program Support	\$250 00	None	Public Charity
National Multiple Sclerosis Soc	Program Support	\$ 200 00	None	Public Charity
Planned Parenthood Fed of Am	Program Support	\$ 200 00	None	Public Charity
Remke Charnty Golf Classic - Rising Stars Studio Charity	Program Support	\$ 2,200 00	None	Public Charity
Cincinnati Habitat for Humanity	Program Support	\$ 1,000 00	None	Public Charity
Cincinnati Public Radio	Program Support	\$ 250 00	None	Public Charity
Special Olympics Ohio	Program Support	\$ 250 00	None	Public Charity
Sophie's Angel Run	Program Support	\$250 00	None	Public Charity
Clovermook Center for the Blind	Program Support	\$ 200 00	None	Public Charity
American Cancer Society	Program Support	\$ 10,000 00	None	Public Charity
InterParish Ministry	Program Support	\$ 250 00	None	Public Charity
Ronald McDonald House Chanties	Program Support	\$ 250 00	None	Public Charity
Emma's House	Program Support	\$ 30,000 00	None	Public Charity

Part IV - Supplementary Information
3. Grants and Contributions Paid during the Year

Recipient - Name and Address	Purpose	Contribution	Relationship to any Foundation manager or substantial contributor.	Foundation status of Recipient
SOJO Basketball Extravaganza	Program Support	\$ 500 00	None	Public Charity
Junior Achievement	Annual Fund	\$ 1,500 00	None	Public Charity
CancerFree KIDS	Program Support	\$ 250 00	None	Public Charity
Tin Roof Foundation, Inc	Program Support	\$ 700 00	None	Public Charity
Freestore Foodbank	Program Support	\$ 2,000 00	None	Public Charity
The Lords Rose Garden	Program Support	\$ 200 00	None	Public Charity
Greater Cincinnati Police Athletic Assoc	Program Support	\$ 250 00	None	Public Charity
The Beechwood Home	Program Support	\$ 250 00	None	Public Charity
Our Daily Bread	Program Support	\$ 250 00	None	Public Charity
Budget Meals, Inc	Program Support	\$ 200 00	None	Public Charity
Assoc of Small Foundations	Program Support	\$ 500 00	None	Public Charity
Let Us Never Forget	Program Support	\$ 250 00	None	Public Charity
St Rita School for the Deaf	Program Support	\$ 1,000 00	None	Public Charity
Holly Hill Childrens Services	Program Support	\$ 250 00	None	Public Charity
Christ Church Cathedral-HAITI	Program Support	\$ 250 00	None	Public Charity
Berea College	Program Support	\$ 250 00	None	Public Charity
University of the Cumberlands	Christmas Giveaway	\$ 1,000 00	None	Public Charity
One Way Farm	Program Support	\$ 250 00	None	Public Charity
St Joseph Orphanage	Program Support	\$ 250 00	None	Public Charity
Stepping Stones Center	Program Support	\$ 250 00	None	Public Charity
St Boniface School	Program Support	\$ 250 00	None	Public Charity
Glen Helen	Program Support	\$ 250 00	None	Public Charity
Children's Law Center, Inc	Program Support	\$ 250 00	None	Public Charity
U C Foundation/Nightingale	Program Support	\$ 2,500 00	None	Public Charity
The Salvation Army	Program Support	\$ 200 00	None	Public Charity
Community Land Coop	Program Support	\$ 20,000 00	None	Public Charity
Miami U - Farmer School of Bus	Program Support	\$ 5,000 00	None	Public Charity
Indiana University Foundation	Program Support	\$ 15,000 00	None	Public Charity
Josh Cares	Program Support	\$ 250 00	None	Public Charity
Freestore Foodbank	Program Support	\$ 500 00	None	Public Charity
Lower Price Hill Community School	matching contribution	\$ 1,000 00	None	Public Charity
Valparaiso University	matching contribution	\$ 50 00	None	Public Charity
University of Kentucky	matching contribution	\$ 150 00	None	Public Charity
LaSalle High School	matching contribution	\$ 50 00	None	Public Charity
The Seven Hills School	matching contribution	\$ 5,689 00	None	Public Charity
Princeton University	matching contribution	\$ 25,428 00	None	Public Charity
St Ursula Villa	matching contribution	\$ 1,000 00	None	Public Charity
St Ignatius School	matching contribution	\$ 1,000 00	None	Public Charity
Springer School & Center	matching contribution	\$ 3,000 00	None	Public Charity
Legal Aid Society	Annual Fund	\$ 500 00	None	Public Charity
Tim Roof Foundation, Inc	Program Support	\$ 700 00	None	Public Charity
Claremont McKenna College	matching contribution	\$ 1,910 00	None	Public Charity
University of Chicago	matching contribution	\$ 1,910 00	None	Public Charity
Seven Hills School	matching contribution	\$ 15,000 00	None	Public Charity
Denison University	matching contribution	\$ 2,500 00	None	Public Charity
Forest Hills School Dist	matching contribution	\$ 2,000 00	None	Public Charity
Freestore Foodbank	Program Support	\$ 8,000 00	None	Public Charity
Friends of School for Creative and Performing Arts	Program Support	\$ 5,000 00	None	Public Charity
Stepping Stones Center	Program Support	\$ 2,000 00	None	Public Charity
Neediest Kids of All	Program Support	\$ 2,000 00	None	Public Charity
Cincinnati Art Museum	Program Support	\$ 2,000 00	None	Public Charity
St Rita School for the Deaf	Program Support	\$ 2,000 00	None	Public Charity
Cincinnati Playhouse in the Park	Program Support	\$ 2,000 00	None	Public Charity
Special Olympics Ohio	Program Support	\$ 2,000 00	None	Public Charity
Beech Acres Parenting Center	Program Support	\$ 1,000 00	None	Public Charity
University of the Cumberlands	Mountain Outreach	\$ 2,000 00	None	Public Charity
Thomas More College	Program Support	\$ 2,000 00	None	Public Charity
Bedford North Lawrence	Program Support	\$ 10,000 00	None	Public Charity
Total		\$ 353,718.00		