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Form **990-PF**

Department of the Treasury  
Internal Revenue Service

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

OMB No 1545-0052

**2010**

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 , **2010**, and ending , **20**

**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 **THE BARR FUND** **A** Employer identification number **36-6111449**

Number and street (or P O box number if mail is not delivered to street address) **C/O PHILLIP C RAVID, RAVID & BERNSTEIN LLP** Room/suite **330** **B** Telephone number (see page 10 of the instructions) **(312) 782-4710**  
**230 WEST MONROE STREET**

City or town, state, and ZIP code **CHICAGO, IL 60606**

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

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 5,206,611.** **J** Accounting method.  Cash  Accrual  
 Other (specify) \_\_\_\_\_ (Part I, column (d) must be on cash basis)

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

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	0.			
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	124,773.	124,773.	124,773.	ATCH 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	421,255.			
b Gross sales price for all assets on line 6a <b>3,029,815.</b>				
7 Capital gain net income (from Part IV, line 2)		421,255.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	546,028.	546,028.	124,773.	
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans; employee benefits				
16a Legal fees (attach schedule) <b>ATCH 2</b>	459.	0.	0.	459.
b Accounting fees (attach schedule) <b>ATCH 3</b>	7,500.	0.	0.	7,500.
c Other professional fees (attach schedule) *	45,030.	45,030.	0.	0.
17 Interest <b>222</b>				
18 Taxes (attach schedule) (see page 14 of the instructions) *	1,647.	0.	0.	0.
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) <b>ATCH 6</b>	15.	0.	0.	15.
24 Total operating and administrative expenses. Add lines 13 through 23	54,651.	45,030.	0.	7,974.
25 Contributions, gifts, grants paid	200,800.			200,800.
26 Total expenses and disbursements. Add lines 24 and 25	255,451.	45,030.	0.	208,774.
27 Subtract line 26 from line 12	290,577.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		500,998.		
c Adjusted net income (if negative, enter -0-)			124,773.	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	-49,700.	1.	1.
	2 Savings and temporary cash investments	610,861.	180,662.	180,662.
	3 Accounts receivable			
	Less allowance for doubtful accounts			
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U.S. and state government obligations (attach schedule), **	371,875.	527,083.	527,631.
	b Investments - corporate stock (attach schedule) <b>ATCH 8</b>	2,686,436.	2,994,945.	3,645,298.
	c Investments - corporate bonds (attach schedule) <b>ATCH 9</b>	932,688.	831,915.	846,548.
	11 Investments - land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)				
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe <b>ATCH 10</b> )	1,396.	6,471.	6,471.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	4,553,556.	4,541,077.	5,206,611.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe )			
	23 Total liabilities (add lines 17 through 22)		0.	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	4,553,556.	4,541,077.	
	28 Paid-in or capital surplus, or land, bldg. and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances (see page 17 of the instructions)	4,553,556.	4,541,077.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,553,556.	4,541,077.		

**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	4,553,556.
2 Enter amount from Part I, line 27a	2	290,577.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	4,844,133.
5 Decreases not included in line 2 (itemize) <b>ATTACHMENT 11</b>	5	303,056.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,541,077.

\*\*ATCH 7

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)				(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a						
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69						
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))			
a						
b						
c						
d						
e						
2 Capital gain net income or (net capital loss) <span style="font-size: 2em;">}</span> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7				2	421,255.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8.				3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	185,182.	4,461,087.	0.041511
2008	264,612.	5,333,040.	0.049617
2007	261,738.	5,563,557.	0.047045
2006	324,789.	5,654,224.	0.057442
2005	277,512.	5,497,941.	0.050476
2 Total of line 1, column (d)			0.246091
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			0.049218
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4,918,777.
5 Multiply line 4 by line 3			242,092.
6 Enter 1% of net investment income (1% of Part I, line 27b)			5,010.
7 Add lines 5 and 6			247,102.
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			208,774.

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

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, tax under section 511, add lines 1 and 2, subtitle A tax, tax based on investment income, credits/payments, total credits, penalty, tax due, overpayment, and amount credited to 2011.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political purposes, Form 1120-POL filing, political expenditures, reimbursement, IRS reporting, changes in governing instruments, unrelated business income, liquidation, 508(e) requirements, state reporting, and substantial contributors.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) . . . . . 11 X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . . 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . . 13 X
Website address N/A
14 The books are in care of RAVID & BERNSTEIN LLP Telephone no 312-782-4710
Located at 230 WEST MONROE ST., # 330, CHICAGO, IL ZIP + 4 60606
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . 15
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 Yes No 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

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . Yes X 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 X 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 X 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)? . . . . . 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 X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions) . . . . . 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . Yes X 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
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 propoganda, 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)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

**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
ATTACHMENT 12		-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

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

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
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 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3 . . . . .	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	4,738,957.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	254,725.
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions)	<b>1c</b>	0.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	4,993,682.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	4,993,682.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	74,905.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	4,918,777.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	245,939.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	245,939.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	10,020.
<b>b</b>	Income tax for 2010 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	10,020.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	235,919.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	235,919.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	235,919.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	208,774.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	0.
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	0.
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0.
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	208,774.
<b>5</b>	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)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	208,774.

**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 . . . . .				235,919.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only . . . . .				
b Total for prior years 20 08, 20 07, 20 06 . . . . .				
3 Excess distributions carryover, if any, to 2010				
a From 2005 . . . . .				
b From 2006 . . . . . 29,679.				
c From 2007 . . . . .				
d From 2008 . . . . .				
e From 2009 . . . . .				
f Total of lines 3a through e . . . . .	29,679.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 208,774.				
a Applied to 2009, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .				
d Applied to 2010 distributable amount . . . . .				208,774.
e Remaining amount distributed out of corpus . . . . .	0.			
f Total of lines 4a through 4e . . . . .	27,145.			27,145.
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a) )				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	2,534.			
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
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 . . . . .				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011 . . . . .				
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) . . . . .				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	2,534.			
10 Analysis of line 9				
a Excess from 2006 . . . . . 2,534.				
b Excess from 2007 . . . . .				
c Excess from 2008 . . . . .				
d Excess from 2009 . . . . .				
e Excess from 2010 . . . . .				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

- 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)

Table with 5 columns: Tax year (a) 2010, Prior 3 years (b) 2009, (c) 2008, (d) 2007, (e) Total. Rows include 2a-2e (Qualifying distributions) and 3a-3c (Alternative tests).

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))
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 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
N/A

b The form in which applications should be submitted and information and materials they should include
ATTACHMENT 13

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
ATTACHMENT 14

**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 <i>Paid during the year</i>  ATTACHMENT 15				
<b>Total</b> ..... ▶ <b>3a</b>				200,800.
b <i>Approved for future payment</i>				
<b>Total</b> ..... ▶ <b>3b</b>				

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, and (e) Related or exempt function income. Rows include categories like Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, and Subtotal.

(See worksheet in line 13 instructions on page 29 to verify calculations )

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

Table with 2 columns: Line No. and 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.

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

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... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A' for (b) and (d).

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

b If "Yes," complete the following schedule Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship

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

Paid Preparer Use Only Print/Type preparer's name PHILLIP C. RAVID Preparer's signature Date MAY 10 2011 Firm's name RAVID & BERNSTEIN LLP Firm's address 230 W. MONROE STREET SUITE 330 CHICAGO, IL 60606 Firm's EIN 36-3207723 Phone no 312-782-4710

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					722.	
324,599.		SCHEDULE ATTACHED - FIDELITY 675544620 318,181.					VAR 6,418.	VAR
87,907.		SCHEDULE ATTACHED - FIDELITY 674193194 61,792.					VAR 26,115.	VAR
26,811.		SCHEDULE ATTACHED - FIDELITY 674193194 15,566.					VAR 11,245.	VAR
107,067.		SCHEDULE ATTACHED - FIDELITY 675789976 94,253.					VAR 12,814.	VAR
209,531.		SCHEDULE ATTACHED - FIDELITY 675789976 162,081.					VAR 47,450.	VAR
459,819.		SCHEDULE ATTACHED - FIDELITY 675544647 441,757.					VAR 18,062.	VAR
385,126.		SCHEDULE ATTACHED - FIDELITY 675544647 357,317.					VAR 27,809.	VAR
49,825.		SCHEDULE ATTACHED - FIDELITY 675789984 28,550.					VAR 21,275.	VAR
39,399.		SCHEDULE ATTACHED - FIDELITY 675789984 28,011.					VAR 11,388.	VAR
65,287.		SCHEDULE ATTACHED - FIDELITY 675789968 47,324.					VAR 17,963.	VAR
155,513.		SCHEDULE ATTACHED - FIDELITY 675789968 116,909.					VAR 38,604.	VAR
407,111.		SCHEDULE ATTACHED - FIDELITY 675544655 346,103.					VAR 61,008.	VAR

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
711,097.		SCHEDULE ATTACHED - FIDELITY 675544655 590,716.					VAR 120,381.	VAR
1.		GOLDMAN SACHS - 34483-4					VAR 1.	VAR
TOTAL GAIN (LOSS) .....		.....					<u>421,255.</u>	

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
DIVIDENDS - STOCK	40,976.	40,976.	40,976.
DIVIDENDS - FOREIGN	29,933.	29,933.	29,933.
INTEREST - TREASURY	11,941.	11,941.	11,941.
INTEREST - CORPORATE BONDS	41,923.	41,923.	41,923.
TOTAL	<u>124,773.</u>	<u>124,773.</u>	<u>124,773.</u>

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	459.	0.	0.	459.
TOTALS	<u>459.</u>	<u>0.</u>	<u>0.</u>	<u>459.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	7,500.	0.	0.	7,500.
TOTALS	<u>7,500.</u>	<u>0.</u>	<u>0.</u>	<u>7,500.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FEE - INVESTMENT MGMT SERVICE	45,030.	45,030.	0.	0.
TOTALS	<u>45,030.</u>	<u>45,030.</u>	<u>0.</u>	<u>0.</u>

ATTACHMENT 5

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
EXCISE TAX	1,647.	0.	0.	0.
TOTALS	<u>1,647.</u>	<u>0.</u>	<u>0.</u>	<u>0.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
IL CHARITY BUREAU FUND	15.	0.	0.	15.
TOTALS	<u>15.</u>	<u>0.</u>	<u>0.</u>	<u>15.</u>

THE BARR FUND

36-61111449

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FIDELITY - 544647	527,083.	527,631.
US OBLIGATIONS TOTAL	<u>527,083.</u>	<u>527,631.</u>

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GOLDMAN SACHS - 20344834	0.	0.
FIDELITY - 193194	270,860.	334,896.
FIDELITY - 789976	239,923.	247,435.
FIDELITY - 789984	290,264.	425,977.
FIDELITY - 789968	384,675.	518,489.
FIDELITY - 544655	885,154.	1,106,307.
FIDELITY - 544639	445,002.	517,949.
FIDELITY - 544620	479,067.	494,245.
TOTALS	<u>2,994,945.</u>	<u>3,645,298.</u>

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FIDELITY - 544647	831,915.	846,548.
TOTALS	<u>831,915.</u>	<u>846,548.</u>

ATTACHMENT 10

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FEDERAL TAX DEPOSIT	1,648.	1,648.
DIVIDENDS RECEIVABLE	4,823.	4,823.
TOTALS	<u>6,471.</u>	<u>6,471.</u>

ATTACHMENT 11

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

DESCRIPTION

AMOUNT

BOOK/TAX DIFFERENCES

303,056.

TOTAL

303,056.

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

ATTACHMENT 12

TITLE AND AVERAGE HOURS PER  
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

CHAIRMAN & TREASURER

HOWARD ISENBERG  
247 EAST CHESTNUT  
CHICAGO, IL 60611

PRESIDENT

DONALD G. LUBIN  
233 S WACKER DRIVE, SUITE 7800  
CHICAGO, IL 60606

SECRETARY

AMY S. LUBIN  
233 S WACKER DRIVE, SUITE 7800  
CHICAGO, IL 60606

DIRECTOR

MARC S. ISENBERG  
247 EAST CHESTNUT  
CHICAGO, IL 60611

DIRECTOR

HOWARD ISENBERG  
247 EAST CHESTNUT  
CHICAGO, IL 60611

DIRECTOR

AMY S. LUBIN  
233 S WACKER DRIVE, SUITE 7800  
CHICAGO, IL 60606

THE BARR FUND

36-6111449

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

ATTACHMENT 12 (CONT'D)

TITLE AND AVERAGE HOURS PER  
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

DIRECTOR

DONALD G. LUBIN  
233 S WACKER DRIVE, SUITE 7800  
CHICAGO, IL 60606

DIRECTOR

ALAN L. ISENBERG  
50 W. 15TH ST APT 6E  
NEW YORK, NY 10011

DIRECTOR

ALICE L. SPAHR  
233 S WACKER DRIVE, SUITE 7800  
CHICAGO, IL 60606

GRAND TOTALS

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

THERE IS NO STANDARD APPLICATION FORM. A LETTER REQUESTING A CONTRIBUTION IS SUFFICIENT.

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

ALL DONEES MUST BE QUALIFIED ORGANIZATIONS UNDER SECTION 170(C)  
OF THE INTERNAL REVENUE CODE.

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 15

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE STATEMENT ATTACHED	NONE 501 (C) 3	CHARITABLE, RELIGIOUS OR EDUCATIONAL	200,800.

TOTAL CONTRIBUTIONS PAID 200,800.

**The Barr Fund - 2010 Check Register**  
**2010 Contributions**  
**ID #36-6111449**

Check #	Date		
1573	3/4/10	Project Education Plus, Chicago, IL	\$ 2,500 00
1575	3/4/10	Pancreatic Cancer Action Network, El Segundo, IL	\$ 500.00
1576	3/4/10	Philadelphia Wooden Boat Factory, Philadelphia, PA	\$ 500 00
1577	3/15/10	Youth Renewal Fund, New York, NY	\$ 500 00
1580	4/22/10	The Barr-Harris Center of the Institute of Psychoanalysis	\$ 50,000.00
1588	12/8/10	DOCA, Washington DC	\$ 10,000 00
1590	12/8/10	WETA Public Television, Atlanta, GA	\$ 2,500 00
1591	12/8/10	Westcoast Sport Associates, Los Angeles, CA	\$ 2,500 00
1592	12/8/10	Jewish United Fund, Chicago, IL	\$ 4,000 00
1593	12/8/10	Shedd Aquarium, Chicago, IL	\$ 2,500 00
1594	12/8/10	Illinois Self Help Center, Chicago, IL	\$ 2,000.00
1595	12/8/10	Los Angeles County Museum of Art, Los Angeles, CA	\$ 2,000 00
1596	12/8/10	UCLA Athletic Foundation, Los Angeles, CA	\$ 2,000 00
1597	12/8/10	Project Education Plus, Chicago, IL	\$ 2,000 00
1599		Los Angeles County Museum of Art MCAC, Los Angeles, CA	\$ 1,000 00
1600	12/8/10	University of Pennsylvania, Philadelphia, PA	\$ 1,000 00
1601	12/8/10	University of Pennsylvania, Philadelphia, PA	\$ 1,800.00
1602	12/8/10	Doctors Without Borders, New York, NY	\$ 1,000.00
1603	12/8/10	Epiphany, Dorchester, MA	\$ 1,000.00
1604	12/8/10	Grant Park Music Festival, Chicago, IL	\$ 1,000 00
1605	12/8/10	Ounce of Prevention Fund, Chicago, IL	\$ 1,000 00
1606	12/8/10	Lake Forest Academy, Lake Forest, IL	\$ 1,000 00
1607	12/8/10	Response	\$ 1,000 00
1608	12/8/10	College Bound Opportunities, Riverwoods, IL	\$ 750 00
1610	12/8/10	New Leaders for New Schools, Chicago, IL	\$ 750 00
1611	12/8/10	New Israel Fund, Washington, DC	\$ 750 00
1612	12/8/10	Grossman Burn Foundation, Los Angeles, CA	\$ 600.00
1613	12/8/10	WFMT, Chicago, IL	\$ 500 00
1614	12/8/10	Pancreatic Cancer Action Network, New York, NY	\$ 500 00
1615	12/8/10	Lyric Opera, Chicago IL	\$ 500.00
1616	12/8/10	ASPCA, New York, NY	\$ 500.00
1617	12/8/10	Partnership for Public Service, Washington, DC	\$ 500.00
1618	12/8/10	Horizon Hospice, Chicago, IL	\$ 500.00
1619	12/8/10	Museum of Science and Industry, Chicago, IL	\$ 500 00
1620	12/8/10	Golden Apple Foundation, Chicago, IL	\$ 500 00
1621	12/8/10	Mayo Clinic Foundation, Rochester, MN	\$ 500.00
1622	12/8/10	Providence St Mel, Chicago, IL	\$ 25,000 00
1623	12/13/10	Harvard Law School, Cambridge, MA	\$ 1,000.00
1624	12/13/10	WBEZ, Chicago, IL	\$ 1,000 00
1625	12/13/10	Anti-Defamation League, Chicago, IL	\$ 1,000.00
1626	12/13/10	University of Pennsylvania, Philadelphia, PA	\$ 1,000 00
1627	12/13/10	University of Chicago School of Social Service Admin.	\$ 5,000.00
1628	12/13/10	Chicago Botanic Garden, Glencoe, IL	\$ 1,000.00
1629	12/13/10	North Lawndale College Prep, Chicago, IL	\$ 1,000.00
1630	12/13/10	WTTW, Chicago, IL	\$ 1,000 00

**The Barr Fund - 2010 Check Register**  
**2010 Contributions**  
**ID #36-6111449**

<b>Check #</b>	<b>Date</b>		
1631	12/13/10	Highland Park Highwood Home Care, Highland Park, IL	\$ 1,000.00
1632	12/13/10	Highland Park Community Foundation, Highland Park, IL	\$ 1,000.00
1633	12/13/10	Ragdale, Lake Forest, IL	\$ 1,000.00
1634	12/13/10	Ravinia Festival Association, Highland Park, IL	\$ 10,000.00
1635	12/13/10	Jewish United Fund, Chicago, IL	\$ 15,000.00
1636	12/13/10	Ounce of Prevention Fund, Chicago, IL	\$ 1,000.00
1637	12/13/10	Lake County Community Foundation, Waukegan, IL	\$ 1,000.00
1638	12/13/10	Joffrey Ballet, Chicago, IL	\$ 1,000.00
1639	12/13/10	Rush University Medical Center, Chicago, IL	\$ 11,000.00
1640	12/13/10	University of Chicago Lab School, Chicago, IL	\$ 3,750.00
1641	12/13/10	Colorado College, Colorado Springs, CO	\$ 500.00
1642	12/13/10	Art Institute of Chicago, Chicago, IL	\$ 150.00
1643	12/13/10	University of Chicago Booth School, Chicago, IL	\$ 250.00
1644	12/13/10	Families of Spinal Muscular Atrophy, Elk Grove Village, IL	\$ 200.00
1645	12/13/10	Ravinia Festival Association, Highland Park, IL	\$ 3,500.00
1646	12/13/10	Dartmouth, Hanover, NY	\$ 200.00
1648	12/13/10	University of Chicago Law School, Mandel Clinic, Chicago	\$ 700.00
1649	12/13/10	Equestrian Connection, Libertyville, IL	\$ 2,050.00
1650	12/13/10	Paaact Learning Center, Oak Park, IL	\$ 2,050.00
1651	12/13/10	Waldorf School, Chicago, IL	\$ 5,000.00
1652	12/13/10	Duke University, Durham, NC	\$ 750.00
1653	12/13/10	Cornell University, Ithaca, NY	\$ 750.00
1654	12/13/10	Museum of Contemporary Art, Chicago, IL	\$ 150.00
1655	12/16/10	The Ark, Chicago, IL	<u>\$ 2,000.00</u>
			\$ 201,650.00
		Less Adjustment from prior year	<u>\$ (850.00)</u>
		2010 Total	<u><u>\$ 200,800.00</u></u>

**SCHEDULE D  
(Form 1041)**

**Capital Gains and Losses**

OMB No 1545-0092

**2010**

Department of the Treasury  
Internal Revenue Service

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

Name of estate or trust

Employer identification number

THE BARR FUND

36-6111449

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

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .	<b>1b</b>	163,655.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .	<b>2</b>	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>3</b>	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet . . . . .	<b>4</b>	( )
5 <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back . . . . . ▶	<b>5</b>	163,655.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .	<b>6b</b>	256,878.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .	<b>7</b>	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>8</b>	
9 Capital gain distributions . . . . .	<b>9</b>	722.
10 Gain from Form 4797, Part I . . . . .	<b>10</b>	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet . . . . .	<b>11</b>	( )
12 <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back . . . . . ▶	<b>12</b>	257,600.

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

Schedule D (Form 1041) 2010

<b>Part III Summary of Parts i and ii</b>		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>13</b>	<b>Net short-term gain or (loss)</b> . . . . .	<b>13</b>		163,655.
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year . . . . .	<b>14a</b>		257,600.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh) . . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss).</b> Combine lines 13 and 14a . . . . . ▶	<b>15</b>		421,255.

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

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

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

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero

**Caution:** Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

**Form 990-T trusts.** Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .	<b>17</b>		
<b>18</b>	Enter the smaller of line 14a or 15 in column (2) but not less than zero . . . . .	<b>18</b>		
<b>19</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	<b>19</b>		
<b>20</b>	Add lines 18 and 19 . . . . .	<b>20</b>		
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . . . ▶	<b>21</b>		
<b>22</b>	Subtract line 21 from line 20. If zero or less, enter -0- . . . . .	<b>22</b>		
<b>23</b>	Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	<b>23</b>		
<b>24</b>	Enter the smaller of the amount on line 17 or \$2,300 . . . . .	<b>24</b>		
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23. . . . .	<b>25</b>		
<b>26</b>	Subtract line 25 from line 24. . . . .	<b>26</b>		
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22 . . . . .	<b>27</b>		
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	<b>28</b>		
<b>29</b>	Subtract line 28 from line 27 . . . . .	<b>29</b>		
<b>30</b>	Multiply line 29 by 15% ( 15) . . . . .			<b>30</b>
<b>31</b>	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .			<b>31</b>
<b>32</b>	Add lines 30 and 31 . . . . .			<b>32</b>
<b>33</b>	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .			<b>33</b>
<b>34</b>	<b>Tax on all taxable income.</b> Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .			<b>34</b>





Attachment to 990 PF Part IV Schedule D

RMB Capital Management, LLC  
**REALIZED GAINS AND LOSSES**  
 The Barr Fund 36-6111449  
 Bond Account  
 bar10n01

From 01-01-10 Through 12-31-10

Custodian	Account #	Open Date	Close Date	Quantity	Security Symbol	Security	Adjusted Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
										Short Term	Long Term
fidelity	675544647	04-23-2009	03-31-10	50,000	369550ak4	GENERAL DYNAMICS CORPNT	51,718.90	-483.95	53,441.00	1,722.10	
fidelity	675544647	08-05-2009	03-31-10	25,000	369550ak4	GENERAL DYNAMICS CORPNT	26,116.40	-221.10	26,720.50	604.10	
fidelity	675544647	09-21-2010	10-08-10	5,000	46625hbv1	JPMORGAN CHASE & CO SUBNT	5,468.25	-5.25	5,531.09	62.84	
fidelity	675544647	06-02-2009	03-31-10	50,000	589331ak3	MERCK & CO MW+15BP NTS	52,013.46	-303.04	54,078.00	2,064.54	
fidelity	675544647	07-24-2009	03-31-10	25,000	589331ak3	MERCK & CO MW+15BP NTS	26,495.20	-189.05	27,039.00	543.80	
fidelity	675544647	01-14-2010	05-13-10	30,000	912810FD5	UNITED STATES TREAS BOSTIPS	49,660.74	-358.06	51,446.33	1,785.59	
fidelity	675544647	05-13-2010	10-01-10	60,000	912810p14	U S TSY INFL PROT BOND	62,254.22	-43.97	66,261.91	4,007.69	
fidelity	675544647	03-31-2010	10-01-10	10,000	912828mt4	U S TREASURY NOTE	9,950.55	9.92	10,207.81	257.26	
fidelity	675544647	03-31-2010	10-04-10	80,000	912828hw7	U S TREASURY NOTE	79,813.70	19.94	84,962.48	5,148.78	
fidelity	675544647	04-23-2009	03-31-10	75,000	931142c15	WAL MART STORES INC NT	78,266.04	-951.96	80,130.75	1,864.71	
							441,757.45	-2,526.53	459,818.87	18,061.42	
fidelity	675544647	04-23-2009	10-01-10	10,000	17275rae2	CISCO SYSTEMS INC	10,224.01	-30.59	11,441.10	1,217.09	
fidelity	675544647	04-23-2009	10-01-10	50,000	22160kae9	COSTCO WHSL CORP	52,421.81	-449.64	58,950.00	6,528.19	
fidelity	675544647	04-23-2009	08-15-10	75,000	22541lbn5	CREDIT SUISSE FB USA INC	75,000.00	-1,023.75	75,000.00		
fidelity	675544647	04-23-2009	10-08-10	20,000	459200gm7	INTL BUSINESS MACH NTS	23,377.70	-482.30	26,873.40	3,495.70	
fidelity	675544647	04-23-2009	05-13-10	75,000	912810FD5	UNITED STATES TREAS BOSTIPS	115,408.05	-2,268.66	128,615.83	13,207.78	
fidelity	675544647	04-23-2009	09-21-10	50,000	912828c15	U S TREASURY NOTE	54,349.92	-1,497.71	56,164.05	1,814.13	
fidelity	675544647	07-27-2009	09-21-10	25,000	912828c15	U S TREASURY NOTE	26,536.52	-423.57	28,082.03	1,545.51	
							357,318.01	-6,178.22	385,126.41	27,808.40	
							799,075.46	-8,704.74	844,945.28	18,061.42	

TOTAL

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Attachment to 990 PF - Part IV - Schedule D

RMB Capital Management, LLC  
**REALIZED GAINS AND LOSSES**  
*The Barr Fund 36-6111449*  
*All Cap Account*  
*bar10n02*

From 01-01-10 Through 12-31-10

Custodian	Account #	Open Date	Close Date	Quantity	Security Symbol	Security	Adjusted Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
										Short Term	Long Term
Fidelity	675544655	04-14-2009	03-24-10	635 000	560377103	MAINE & MARITIMES CORP CASIMERGER AT 45 00	22,366 84		27,558 65	5,191 81	
Fidelity	675544655	07-24-2009	03-24-10	145 000	560377103	MAINE & MARITIMES CORP CASIMERGER AT 45 00	5,002 50		6,292 92	1,290 42	
Fidelity	675544655	05-21-2010	07-12-10	0 999	abcb	AMERIS BANCORP	10 44		10 19	-0 25	
Fidelity	675544655	04-02-2009	03-30-10	135 000	amt	AMERN TOWER CORP CLASS A	4,456 35		5,763 19	1,306 84	
Fidelity	675544655	04-03-2009	03-30-10	281 000	amt	AMERN TOWER CORP CLASS A	9,688 88		11,995 97	2,307 09	
Fidelity	675544655	07-24-2009	05-06-10	376 000	amt	AMERN TOWER CORP CLASS A	12,548 57		14,884 95	2,336 38	
Fidelity	675544655	12-21-2009	05-06-10	228 000	amt	AMERN TOWER CORP CLASS A	9,759 27		9,025 98	-733 29	
Fidelity	675544655	03-23-2010	05-05-10	63 000	amr	A ATLANTIC TELE-NETWORK, INC	2,671 03		3,417 06	746 03	
Fidelity	675544655	05-04-2010	06-04-10	596 000	bp	BP PLC SPON ADR	30,467 40		22,382 22	-8,085 18	
Fidelity	675544655	04-02-2009	02-12-10	250 000	brkb	BERKSHIRE HATHAWAY B NEW CLASS B	14,768 75		18,917 95	4,149 20	
Fidelity	675544655	04-03-2009	02-12-10	58 000	brkb	BERKSHIRE HATHAWAY B NEW CLASS B	3,489 28		4,388 97	899 69	
Fidelity	675544655	04-16-2010	10-29-10	1,403 000	crbc	CITIZENS REPUBLIC BANCORP INC	1,839 05		1,047 46	-791 59	
Fidelity	675544655	04-20-2010	10-29-10	1,646 000	crbc	CITIZENS REPUBLIC BANCORP INC	2,319 21		1,228 88	-1,090 33	
Fidelity	675544655	04-21-2010	10-29-10	2,178 000	crbc	CITIZENS REPUBLIC BANCORP INC	3,197 96		1,626 07	-1,571 89	
Fidelity	675544655	04-26-2010	10-29-10	5,781 000	crbc	CITIZENS REPUBLIC BANCORP INC	7,912 45		3,857 02	-4,055 43	
Fidelity	675544655	04-26-2010	10-29-10	126 000	crbc	CITIZENS REPUBLIC BANCORP INC	172 46		94 07	-78 39	
Fidelity	675544655	09-22-2009	02-17-10	189 000	dgdt	DG FASTCHANNEL INC COM	4,033 05		6,376 28	2,343 23	
Fidelity	675544655	09-22-2009	05-05-10	151 000	dgdt	DG FASTCHANNEL INC COM	3,222 18		6,025 24	2,803 06	
Fidelity	675544655	09-23-2009	05-05-10	392 000	dgdt	DG FASTCHANNEL INC COM	8,040 27		15,641 69	7,601 42	
Fidelity	675544655	10-21-2009	05-05-10	68 000	dgdt	DG FASTCHANNEL INC COM	1,538 63		2,713 36	1,174 73	
Fidelity	675544655	10-21-2009	08-04-10	175 000	dgdt	DG FASTCHANNEL INC COM	4,011 17		6,524 97	2,513 80	
Fidelity	675544655	10-28-2009	08-04-10	108 000	dgdt	DG FASTCHANNEL INC COM	2,349 68		4,026 84	1,677 16	
Fidelity	675544655	10-29-2009	08-04-10	7 000	dgdt	DG FASTCHANNEL INC COM	150 86		261 00	110 14	
Fidelity	675544655	10-29-2009	08-04-10	199 000	dgdt	DG FASTCHANNEL INC COM	4,288 83		7,582 78	3,293 95	
Fidelity	675544655	10-30-2009	08-04-10	25 000	dgdt	DG FASTCHANNEL INC COM	522 62		952 61	429 99	
Fidelity	675544655	01-15-2010	08-04-10	69 000	dgdt	DG FASTCHANNEL INC COM	1,800 83		2,629 21	828 38	
Fidelity	675544655	01-15-2010	08-09-10	87 000	dgdt	DG FASTCHANNEL INC COM	2,270 61		3,017 76	747 15	
Fidelity	675544655	01-19-2010	08-09-10	88 000	dgdt	DG FASTCHANNEL INC COM	2,312 28		3,052 45	740 17	
Fidelity	675544655	04-01-2010	08-09-10	96 000	dgdt	DG FASTCHANNEL INC COM	2,982 54		3,329 94	347 40	
Fidelity	675544655	04-02-2009	01-28-10	10 000	eca	ENCANA CORP COM SHS ISIN#CA2925051047	230 59		309 86	79 27	
Fidelity	675544655	04-03-2009	01-28-10	490 000	eca	ENCANA CORP COM SHS ISIN#CA2925051047	11,504 64		15,182 89	3,678 25	
Fidelity	675544655	07-24-2009	05-05-10	79 000	mdt	MEDTRONIC INC	2,760 03		3,400 17	640 14	
Fidelity	675544655	07-24-2009	05-14-10	727 000	mdt	MEDTRONIC INC	25,399 24		30,714 37	5,315 13	
Fidelity	675544655	12-07-2009	05-05-10	106 000	micc	MILLICOM INTL CELLU NEWF	8,117 91		8,956 84	838 93	
Fidelity	675544655	07-24-2009	07-16-10	32 000	mon	MONSANTO CO NEW DEL	2,673 89		1,792 16	-881 73	
Fidelity	675544655	03-30-2010	10-13-10	162 000	mon	MONSANTO CO NEW DEL	11,579 07		8,849 34	-2,729 73	
Fidelity	675544655	04-02-2009	01-12-10	232 000	nlc	NALCO HLDG CO COM	3,643 55		6,446 60	2,803 05	
Fidelity	675544655	08-19-2009	04-29-10	189 000	nlc	NALCO HLDG CO COM	12,357 84		4,603 98	1,302 53	
Fidelity	675544655	06-09-2009	02-23-10	446 000	payx	PAYCHEX INC	406 17		13,357 30	990 46	
Fidelity	675544655	07-21-2009	02-23-10	16 000	payx	PAYCHEX INC			479 19	73 02	

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# Attachment to 990PF Part IV Schedule D

## RMB Capital Management, LLC REALIZED GAINS AND LOSSES The Barr Fund 36-6111449 All Cap Account bar10n02

From 01-01-10 Through 12-31-10

Custodian	Account #	Open Date	Close Date	Quantity	Security Symbol	Security	Adjusted Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
										Short Term	Long Term
fideli	675544655	07-24-2009	02-23-10	312 000	payx	PAYCHEX INC	8,129 72		9,344 12	1,214 40	
fideli	675544655	10-06-2009	09-10-10	68 000	qcom	QUALCOMM INC	2,909 25		2,733 84	-175 41	
fideli	675544655	10-06-2009	09-22-10	41 000	qcom	QUALCOMM INC	1,754 61		1,772 61	18 50	
fideli	675544655	12-07-2009	09-22-10	159 000	qcom	QUALCOMM INC	7,177 78		6,874 26	-303 52	
fideli	675544655	12-21-2009	09-22-10	156 000	qcom	QUALCOMM INC	7,103 04		6,744 56	-358 48	
fideli	675544655	01-28-2010	09-22-10	73 000	qcom	QUALCOMM INC	2,996 23		3,156 11	159 88	
fideli	675544655	03-30-2010	09-22-10	86 000	qcom	QUALCOMM INC	3,636 57		3,718 16	81 59	
fideli	675544655	06-08-2010	07-30-10	151 000	rtm	RAYTHEON CO COM NEW ISIN#US7551115071	7,603 01		6,993 10	-609 91	
fideli	675544655	06-11-2009	05-05-10	132 000	slh	SOLERA HOLDINGS LLC	3,059 28		4,968 86	1,909 58	
fideli	675544655	07-06-2009	05-05-10	294 000	slh	SOLERA HOLDINGS LLC	7,142 23		11,066 99	3,924 76	
fideli	675544655	07-07-2009	05-05-10	30 000	slh	SOLERA HOLDINGS LLC	726 01		1,129 29	403 28	
fideli	675544655	09-23-2009	05-05-10	2,126 000	tlab	TELLABS INC	14,862 64		18,708 89	3,846 25	
fideli	675544655	10-14-2009	05-05-10	351 000	tlab	TELLABS INC	2,547 91		3,088 81	540 90	
fideli	675544655	12-29-2009	10-27-10	543 000	tlab	TELLABS INC	3,173 89		3,648 95	475 06	
fideli	675544655	06-01-2010	10-27-10	487 000	tlab	TELLABS INC	2,846 56		3,260 07	413 51	
fideli	675544655	06-24-2010	10-28-10	487 000	tlab	TELLABS INC	3,994 65		3,192 00	-802 65	
fideli	675544655	04-03-2009	02-01-10	92 000	vltr	VOLTERRA SEMICONDUCTR NEW	1,850 16		1,480 29	-369 87	
fideli	675544655	04-03-2009	02-02-10	97 000	vltr	VOLTERRA SEMICONDUCTR NEW	830 98		3,276 81	118 81	
fideli	675544655	06-01-2010	10-28-10	220 000	vltr	VOLTERRA SEMICONDUCTR NEW	876 14		1,937 83	1,061 69	
fideli	675544655	04-03-2009	02-17-10	139 000	vltr	VOLTERRA SEMICONDUCTR NEW	1,255 50		3,064 97	1,809 47	
fideli	675544655	11-30-2009	10-22-10	390 000	vrts	VIRTUS INVESTMENT PTNRS	6,047 38		13,943 47	7,896 09	
fideli	675544655	09-03-2010	10-22-10	75 000	xray	DENTSPLY INTL INC	2,231 92		2,450 44	218 52	
fideli	675544655	04-02-2009	05-05-10	61 000	aapl	APPLE INC	346,103 33		407,111 39	61,008 06	
fideli	675544655	04-03-2009	05-05-10	42 000	aapl	APPLE INC	6,906 86		15,560 29	8,653 43	
fideli	675544655	04-03-2009	08-26-10	54 000	aapl	APPLE INC	4,864 21		10,713 65	5,849 44	
fideli	675544655	10-01-2009	10-22-10	9 000	aapl	APPLE INC	6,253 99		13,010 73	6,756 74	
fideli	675544655	04-01-2009	10-22-10	13 000	aapl	APPLE INC	1,042 33		2,778 79	1,736 46	
fideli	675544655	09-26-2008	03-30-10	300 000	amt	AMERN TOWER CORP CLASS A	2,375 79		4,013 81	1,638 02	
fideli	675544655	04-03-2009	05-06-10	104 000	amt	AMERN TOWER CORP CLASS A	11,199 00		12,807 08	1,608 08	
fideli	675544655	04-02-2009	04-16-10	395 000	been	BEACON ROOFING SUPPLY	3,585 92		4,117 11	531 19	
fideli	675544655	04-03-2009	04-16-10	34 000	been	BEACON ROOFING SUPPLY	486 87		8,089 63	2,330 89	
fideli	675544655	04-03-2009	05-05-10	180 000	brkb	BERKSHIRE HATHAWAY B NEW CLASS B	10,828 80		696 32	209 45	
fideli	675544655	04-02-2009	04-28-10	224 000	cgmx	COGNEX CORP	3,198 21		13,723 57	2,894 77	
fideli	675544655	04-02-2009	04-28-10	181 000	cgmx	COGNEX CORP	2,584 27		4,788 20	1,589 99	
fideli	675544655	04-02-2009	04-29-10	343 000	cgmx	COGNEX CORP	4,897 27		3,875 93	1,291 66	
fideli	675544655	04-02-2009	05-03-10	116 000	cgmx	COGNEX CORP	1,656 22		7,553 58	2,456 31	
fideli	675544655	04-03-2009	05-03-10	128 000	cgmx	COGNEX CORP	1,823 92		2,483 60	827 38	
fideli	675544655	04-03-2009	05-05-10	458 000	cgmx	COGNEX CORP	6,526 20		2,740 52	916 60	

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Attachment to 990PF. Part IV. Schedule D

RMB Capital Management, LLC  
**REALIZED GAINS AND LOSSES**  
*The Barr Fund 36-6111449*  
*All Cap Account*  
*bar10n02*  
*From 01-01-10 Through 12-31-10*

Custodian	Account #	Open Date	Close Date	Quantity	Security Symbol	Security	Adjusted Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
										Short Term	Long Term
fideli	675544655	04-03-2009	09-13-10	269 000	cgmx	COGNEX CORP	3,833 07		5,964 53		2,131 46
fideli	675544655	04-03-2009	09-29-10	353 000	cgmx	COGNEX CORP	5,030 02		9,443 83		4,413 81
fideli	675544655	04-03-2009	09-30-10	162 000	cgmx	COGNEX CORP	2,308 39		4,346 64		2,038 25
fideli	675544655	04-03-2009	10-01-10	195 000	cgmx	COGNEX CORP	2,778 62		5,231 82		2,453 20
fideli	675544655	04-02-2009	05-05-10	196 000	cprt	COPART INC	6,046 35		6,983 36		937 01
fideli	675544655	04-02-2009	09-03-10	174 000	cprt	COPART INC	5,567 67		5,972 72		605 05
fideli	675544655	04-03-2009	09-03-10	53 000	cprt	COPART INC	1,579 40		1,819 28		239 88
fideli	675544655	04-03-2009	09-07-10	233 000	cprt	COPART INC	6,943 40		8,002 11		1,058 71
fideli	675544655	04-03-2009	09-08-10	99 000	cprt	COPART INC	2,950 20		3,413 91		463 71
fideli	675544655	07-08-2009	09-08-10	83 000	cprt	COPART INC	2,133 14		2,241 45		108 31
fideli	675544655	09-02-2009	09-09-10	11 000	cprt	COPART INC	2,723 85		2,868 85		145 00
fideli	675544655	09-02-2009	09-09-10	11 000	cprt	COPART INC	391 37		380 21		-11 16
fideli	675544655	09-26-2008	09-13-10	160 000	cprt	CISCO SYSTEMS INC	5,692 60		5,510 17		-182 43
fideli	675544655	04-02-2009	10-22-10	425 000	csco	CISCO SYSTEMS INC	10,132 00		11,280 07		1,148 07
fideli	675544655	04-02-2009	05-05-10	455 000	csco	CISCO SYSTEMS INC	8,348 58		12,076 31		3,727 73
fideli	675544655	04-02-2009	05-05-10	10 000	cve	CENOVUS ENERGY INC F	3,210 99		4,102 05		891 06
fideli	675544655	04-03-2009	05-05-10	324 000	cve	CENOVUS ENERGY INC F	217 16		273 51		56 35
fideli	675544655	09-26-2008	05-05-10	12 000	goog	GOOGLE INC CLASS A	7,164 01		8,861 56		1,697 55
fideli	675544655	04-02-2009	05-05-10	19 000	goog	GOOGLE INC CLASS A	5,233 68		6,113 78		880 10
fideli	675544655	04-02-2009	10-22-10	14 000	goog	GOOGLE INC CLASS A	6,981 93		9,680 14		2,698 21
fideli	675544655	04-02-2009	05-05-10	141 000	ibm	GOOGLE INC CLASS A	5,144 58		8,570 95		3,426 37
fideli	675544655	04-02-2009	10-22-10	33 000	ibm	INTL BUSINESS MACHINES	14,218 44		17,947 72		3,729 28
fideli	675544655	06-15-2006	05-05-10	14 000	ibm	INTL BUSINESS MACHINES	3,327 72		4,612 13		1,284 41
fideli	675544655	10-31-2007	05-05-10	75 000	jpm	JPMORGAN CHASE & CO	567 56		595 76		28 20
fideli	675544655	11-14-2008	05-05-10	140 000	jpm	JPMORGAN CHASE & CO	3,472 50		3,191 57		-280 93
fideli	675544655	04-02-2009	05-05-10	9 000	jpm	JPMORGAN CHASE & CO	6,622 00		5,957 60		-664 40
fideli	675544655	04-03-2009	05-05-10	160 000	jpm	JPMORGAN CHASE & CO	318 78		382 99		64 21
fideli	675544655	04-03-2009	05-05-10	87 000	jpm	JPMORGAN CHASE & CO	4,529 46		6,808 69		2,279 23
fideli	675544655	04-03-2009	05-05-10	296 000	jpm	JPMORGAN CHASE & CO	2,468 19		3,702 22		1,234 03
fideli	675544655	04-02-2009	05-05-10	1,472 000	labl	JPMORGAN CHASE & CO	8,397 52		12,096 01		3,698 49
fideli	675544655	04-02-2009	10-05-10	26 000	labl	MULTI COLOR CORP	18,366 52		17,754 07		-612 45
fideli	675544655	04-02-2009	10-22-10	377 000	labl	MULTI COLOR CORP	324 41		408 88		84 47
fideli	675544655	04-03-2009	10-22-10	214 000	labl	MULTI COLOR CORP	4,703 93		6,320 78		1,616 85
fideli	675544655	04-02-2009	04-22-10	380 000	mdt	MEDTRONIC INC	2,675 00		3,387 93		912 93
fideli	675544655	04-03-2009	04-22-10	24 000	mdt	MEDTRONIC INC	11,503 60		16,762 04		5,258 44
fideli	675544655	04-03-2009	05-05-10	356 000	mdt	MEDTRONIC INC	716 16		1,058 66		342 50
fideli	675544655	04-02-2009	05-05-10	140 000	mon	MONSANTO CO NEW DEL	10,623 04		15,322 31		4,699 27
fideli	675544655	04-03-2009	05-05-10	23 000	mon	MONSANTO CO NEW DEL	11,741 80		8,547 04		-3,194 76
fideli	675544655	04-03-2009	07-16-10	122 000	mon	MONSANTO CO NEW DEL	1,840 46		1,404 16		-436 30
fideli	675544655	04-03-2009	07-16-10	122 000	mon	MONSANTO CO NEW DEL	9,762 44		6,832 59		-2,929 85

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Attachment to 990PF. Part IV. Schedule D

RMB Capital Management, LLC  
 REALIZED GAINS AND LOSSES  
 The Barr Fund 26-6114491  
 All Cap Account  
 bar10n02

From 01-01-10 Through 12-31-10

Custodian	Account #	Open Date	Close Date	Quantity	Security Symbol	Security	Adjusted Cost Basis	Amount of Accretion	Proceeds	Gain Or Loss	
										Short Term	Long Term
fideli	675544655	04-08-2009	07-16-10	56 000	mon	MONSANTO CO NEW DEL	4,516 16		3,136 27	-1,379 89	
fideli	675544655	05-28-2009	07-16-10	104 000	mon	MONSANTO CO NEW DEL	8,384 06		5,824 50	-2,559 56	
fideli	675544655	07-24-2009	10-13-10	83 000	mon	MONSANTO CO NEW DEL	6,935 40		4,533 92	-2,401 48	
fideli	675544655	08-20-2009	10-13-10	125 000	mon	MONSANTO CO NEW DEL	10,291 10		6,828 20	-3,462 90	
fideli	675544655	04-02-2009	04-29-10	170 000	nlc	NALCO HLDG CO COM	9,659 00		15,840 69	6,181 69	
fideli	675544655	04-03-2009	04-29-10	650 000	nlc	NALCO HLDG CO COM	2,866 72		4,874 06	2,007 34	
fideli	675544655	04-08-2009	04-29-10	200 000	nlc	NALCO HLDG CO COM	22,550 28		20,137 51	-2,412 77	
fideli	675544655	04-02-2009	05-05-10	375 000	ntrs	NORTHERN TRUST CORP	5,522 71		4,886 70	-636 01	
fideli	675544655	04-03-2009	05-05-10	91 000	ntrs	NORTHERN TRUST CORP	6,680 40		7,822 26	1,141 86	
fideli	675544655	04-24-2009	10-22-10	2,344 000	peyo	PURECYCLE CORP NEW	2,133 33		2,643 68	510 35	
fideli	675544655	01-29-2009	02-01-10	141 000	pfe	PFIZER INC	438 77		498 81	60 04	
fideli	675544655	01-29-2009	05-05-10	29 000	pfe	PFIZER INC	9,956 46		12,298 14	2,341 68	
fideli	675544655	04-02-2009	05-05-10	715 000	pfe	PFIZER INC	10,429 91		10,986 59	556 68	
fideli	675544655	04-02-2009	07-14-10	749 000	pfe	PFIZER INC	153 18		161 69	8 51	
fideli	675544655	04-02-2009	07-14-10	11 000	pfe	PFIZER INC	14,405 40		15,581 31	1,175 91	
fideli	675544655	04-03-2009	07-14-10	1,060 000	pfe	PFIZER INC	8,289 90		8,996 18	706 28	
fideli	675544655	04-03-2009	07-14-10	610 000	pfe	PFIZER INC	2,297 50		2,422 56	125 06	
fideli	675544655	09-26-2008	01-12-10	50 000	qcom	QUALCOMM INC	6,387 05		5,217 27	-1,169 78	
fideli	675544655	04-02-2009	05-05-10	139 000	qcom	QUALCOMM INC	1,673 95		1,538 91	-135 04	
fideli	675544655	04-02-2009	05-05-10	41 000	qcom	QUALCOMM INC	6,287 51		5,846 32	-441 19	
fideli	675544655	04-02-2009	07-30-10	154 000	qcom	QUALCOMM INC	7,123 67		6,567 62	-556 05	
fideli	675544655	04-03-2009	07-30-10	173 000	qcom	QUALCOMM INC	6,423 66		6,242 34	-181 32	
fideli	675544655	04-03-2009	09-03-10	156 000	qcom	QUALCOMM INC	1,688 27		1,649 42	-38 85	
fideli	675544655	04-03-2009	09-03-10	41 000	qcom	QUALCOMM INC	3,995 32		3,580 46	-414 86	
fideli	675544655	06-08-2009	09-03-10	89 000	qcom	QUALCOMM INC	2,693 47		2,412 22	-281 25	
fideli	675544655	04-02-2009	09-10-10	60 000	qcom	QUALCOMM INC	4,571 14		3,661 73	-909 41	
fideli	675544655	04-02-2009	10-26-10	103 000	rtc	RANGE RESOURCES CORP	11,025 60		8,532 19	-2,493 41	
fideli	675544655	04-03-2009	10-26-10	240 000	rtc	RANGE RESOURCES CORP	2,864 98		2,275 25	-589 73	
fideli	675544655	07-21-2009	10-26-10	64 000	rtc	RANGE RESOURCES CORP	7,619 44		5,830 33	-1,789 11	
fideli	675544655	07-24-2009	10-26-10	164 000	rtc	RANGE RESOURCES CORP	9,284 50		13,282 12	3,997 62	
fideli	675544655	04-02-2009	05-05-10	229 000	rm	RAYTHEON CO COM NEW ISIN#US7551115071	2,270 45		2,669 75	399 30	
fideli	675544655	04-02-2009	07-29-10	56 000	rm	RAYTHEON CO COM NEW ISIN#US7551115071	13,098 60		16,304 57	3,205 97	
fideli	675544655	04-03-2009	07-30-10	342 000	rm	RAYTHEON CO COM NEW ISIN#US7551115071	8,923 90		10,790 67	1,866 77	
fideli	675544655	07-07-2009	08-23-10	140 000	slh	SOLERA HOLDINGS LLC	3,388 05		3,945 67	557 62	
fideli	675544655	07-07-2009	10-04-10	92 000	slh	SOLERA HOLDINGS LLC	2,226 44		2,744 82	518 38	
fideli	675544655	07-08-2009	10-04-10	64 000	slh	SOLERA HOLDINGS LLC	1,539 96		2,030 48	490 52	
fideli	675544655	07-08-2009	10-05-10	105 000	slh	SOLERA HOLDINGS LLC	2,526 49		2,744 82	218 33	
fideli	675544655	07-08-2009	10-22-10	78 000	slh	SOLERA HOLDINGS LLC	1,876 82		3,646 15	1,769 33	
fideli	675544655	07-08-2009	11-04-10	31 000	slh	SOLERA HOLDINGS LLC	745 92		1,612 49	866 57	

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# Attachment to 990 PF Part IV Schedule D

RMB Capital Management, LLC  
**REALIZED GAINS AND LOSSES**  
*The Barr Fund 36-6111449*  
*All Cap Account*  
*bar10n02*  
 From 01-01-10 Through 12-31-10

Custodian	Account #	Open Date	Close Date	Quantity	Security Symbol	Security	Adjusted Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
										Short Term	Long Term
fideliy	675544655	04-02-2009	05-05-10	96,000	su	SUNCOR ENERGY INC NEW F	2,318.40		3,044.90		726.50
fideliy	675544655	04-03-2009	05-05-10	178,000	su	TEVA PHARMACEUTICALS IND LTD ISRAEL ADR	4,346.76		5,645.76		1,299.00
fideliy	675544655	04-02-2009	05-05-10	275,000	teva	TEVA PHARMACEUTICALS IND LTD ISRAEL ADR	12,379.04		16,604.57		4,225.53
fideliy	675544655	10-14-2009	10-19-10	397,000	tlab	TELLABS INC	2,881.82		3,038.84		157.02
fideliy	675544655	10-14-2009	10-20-10	235,000	tlab	TELLABS INC	1,705.87		1,814.98		109.11
fideliy	675544655	10-14-2009	10-20-10	902,000	tlab	TELLABS INC	6,567.55		6,966.44		398.89
fideliy	675544655	10-15-2009	10-20-10	13,000	tlab	TELLABS INC	91.15		100.40		9.25
fideliy	675544655	10-15-2009	10-27-10	248,000	tlab	TELLABS INC	1,738.96		1,660.16		-78.80
fideliy	675544655	10-22-2009	10-27-10	727,000	tlab	TELLABS INC	4,908.85		4,866.67		-42.18
fideliy	675544655	04-03-2009	05-05-10	748,000	vtr	VOL.TERRA SEMICONDUCTR NEW	6,756.20		17,509.78		10,753.58
fideliy	675544655	04-04-2008	05-05-10	59,000	wmt	WAL-MART STORES INC	3,227.89		3,229.14		1.25
fideliy	675544655	04-11-2008	05-05-10	27,000	wmt	WAL-MART STORES INC	1,486.89		1,477.74		-9.15
fideliy	675544655	04-02-2009	05-05-10	230,000	wmt	WAL-MART STORES INC	12,482.10		12,588.17		106.07
fideliy	675544655	04-03-2009	05-05-10	5,000	wmt	WAL-MART STORES INC	267.10		273.66		6.56
fideliy	675544655	04-03-2009	09-22-10	168,000	wmt	WAL-MART STORES INC	8,974.56		9,022.57		48.01
<b>TOTAL</b>							590,715.70	0.00	711,097.39	120,381.69	
							936,819.03	0.00	1,118,208.78	61,008.06	120,381.69

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ATTACHMENT TO 440 PT. Part IV. Schedule D

RMB Capital Management, LLC  
**REALIZED GAINS AND LOSSES**  
 The Barr Fund 26-b111449  
 Horizon Account  
 bar10n03  
 From 01-01-10 Through 12-31-10

Custodian	Account #	Open Date	Close Date	Quantity	Security Symbol	Security	Adjusted Cost Basis	Amort. or Accretion	Proceeds	Short Term	Long Term	Gain Or Loss
fideliy	675789968	04-01-2009	06-04-10	65 000	dis	DISNEY WALT CO	1,219.40		2,231.09		1,011.69	
fideliy	675789968	04-01-2009	06-18-10	147 000	dis	DISNEY WALT CO	2,757.72		5,158.56		2,400.84	
fideliy	675789968	04-01-2009	04-20-10	66 000	cca	ENCANA CORP COM SHS ISIN#CA2925051047	1,432.34		2,101.88		669.54	
fideliy	675789968	04-01-2009	11-23-10	278 000	cca	ENCANA CORP COM SHS ISIN#CA2925051047	6,033.18		1,779.28		1,779.28	
fideliy	675789968	04-01-2009	09-23-10	198 000	ep	EL PASO CORPORATION	1,285.02		2,397.53		1,112.51	
fideliy	675789968	04-01-2009	10-01-10	479 000	ep	EL PASO CORPORATION	3,108.71		5,938.78		2,830.07	
fideliy	675789968	04-01-2009	12-09-10	232 000	gen	GENON ENERGY INC COM	760.96		861.21		100.25	
fideliy	675789968	04-08-2009	12-09-10	431 000	gen	GENON ENERGY INC COM	1,846.15		1,599.91		-246.24	
fideliy	675789968	04-27-2009	09-22-10	141 000	genz	GENON ENERGY INC COM	7,668.53		9,976.87		2,308.34	
fideliy	675789968	04-01-2009	08-02-10	400	hldwf	HENDERSON CORP FORMERLY COM-GEN DIVTO 05/ HENZYME LAND DEVELOPMENT CO LTD WTS06/01/	0.00		63.69		63.69	
fideliy	675789968	04-01-2009	06-02-10	185 000	hnp	HUANING POWER INTERNATIONAL INC ADREACH REP	5,013.50		3,941.79		-1,071.71	
fideliy	675789968	04-01-2009	12-21-10	87 000	imo	IMPERIAL OIL LTD F	3,203.34		3,354.64		151.30	
fideliy	675789968	04-01-2009	06-25-10	206 000	lduxf	LONDON STK EXCH NEW ORDF	1,672.91		1,855.62		182.71	
fideliy	675789968	04-01-2009	07-23-10	954 000	ldnxf	LONDON STK EXCH NEW ORDF	7,747.38		9,225.39		1,478.01	
fideliy	675789968	04-01-2009	07-07-10	86 000	lm	LEGG MASON INC	1,410.40		2,409.65		999.25	
fideliy	675789968	04-01-2009	07-20-10	64 000	lm	LEGG MASON INC	1,049.60		1,721.33		671.73	
fideliy	675789968	04-01-2009	07-27-10	168 000	lm	LEGG MASON INC	2,755.20		4,883.91		2,128.71	
fideliy	675789968	04-01-2009	08-04-10	81 000	lm	LEGG MASON INC	1,328.40		2,351.96		1,023.56	
fideliy	675789968	12-04-2009	12-20-10	89 000	lps	LENDER PROCESSING SVCS	3,667.65		2,647.49		-1,020.16	
fideliy	675789968	04-01-2009	11-01-10	126 000	ogzpy	GAZPROM O A O SPON ADR REG S RESTRICTION L	1,971.90		2,765.65		793.75	
fideliy	675789968	04-01-2009	12-15-10	108 000	ogzpy	GAZPROM O A O SPON ADR REG S RESTRICTION L	1,690.20		2,763.67		1,073.47	
fideliy	675789968	04-01-2009	12-29-10	132 000	ogzpy	GAZPROM O A O SPON ADR REG S RESTRICTION L	2,065.80		3,334.80		1,269.00	
fideliy	675789968	08-20-2007	03-22-10	45 000	pm	PHILIP MORRIS INTL INC	2,101.50		2,372.18		270.68	
fideliy	675789968	08-20-2007	07-07-10	3 000	pm	PHILIP MORRIS INTL INC	140.10		141.35		1.25	
fideliy	675789968	05-20-2008	07-07-10	90 000	pm	PHILIP MORRIS INTL INC	4,790.70		4,240.44		-550.26	
fideliy	675789968	04-01-2009	07-07-10	3 000	pm	PHILIP MORRIS INTL INC	108.39		141.35		32.96	
fideliy	675789968	04-01-2009	08-10-10	47 000	pm	PHILIP MORRIS INTL INC	1,698.11		2,474.23		776.12	
fideliy	675789968	04-01-2009	08-19-10	41 000	pm	PHILIP MORRIS INTL INC	1,481.33		2,127.06		645.73	
fideliy	675789968	04-01-2009	08-26-10	87 000	pm	PHILIP MORRIS INTL INC	3,143.31		4,449.69		1,306.38	
fideliy	675789968	04-01-2009	09-07-10	87 000	pm	PHILIP MORRIS INTL INC	3,143.31		4,673.21		1,529.90	
fideliy	675789968	04-01-2009	09-15-10	2 000	pm	PHILIP MORRIS INTL INC	72.26		110.50		38.24	
fideliy	675789968	04-01-2009	07-07-10	28 000	pm	RIO TINTO PLC SPON ADR F SPONSORED ADR 1 A	965.93		1,299.60		333.67	
fideliy	675789968	04-01-2009	06-23-10	49 000	twx	TIME WARNER INC NEW	1,016.75		1,563.80		547.05	
fideliy	675789968	04-01-2009	08-04-10	83 000	twx	TIME WARNER INC NEW	1,722.25		2,726.30		1,004.05	
fideliy	675789968	04-01-2009	08-17-10	69 000	twx	TIME WARNER INC NEW	1,431.75		2,146.76		715.01	
fideliy	675789968	04-01-2009	08-19-10	144 000	twx	TIME WARNER INC NEW	2,988.00		4,426.18		1,438.18	
fideliy	675789968	04-01-2009	09-02-10	112 000	twx	TIME WARNER INC NEW	2,324.00		3,485.85		1,161.85	
							116,909.12		155,513.11		38,603.99	
							164,233.12	0.00	220,800.42	17,963.31	38,603.99	

**TOTAL**

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Attachment to 990PF Part IV Schedule D

RMB Capital Management, LLC  
 REALIZED GAINS AND LOSSES  
 The Barr Fund 30-6111449  
 Delaware Account  
 bar 10n04

From 01-01-10 Through 10-25-10

Custodian	Account #	Open Date	Close Date	Quantity	Security Symbol	Security	Adjusted Cost Basis	Amort or Accretion	Proceeds	Gain Or Loss	
										Short Term	Long Term
fideli	675789976	01-22-2010	10-22-10	31.00	alpmj	ASTELLAS PHARMA INC ADRF UNSPONSORED ADR I	1,208.38		1,163.10	-45.28	
fideli	675789976	05-13-2010	10-22-10	8.00	alpmj	ASTELLAS PHARMA INC ADRF UNSPONSORED ADR I	274.72		300.15	25.43	
fideli	675789976	06-08-2010	10-22-10	39.00	alpmj	ASTELLAS PHARMA INC ADRF UNSPONSORED ADR I	1,240.26		1,463.25	222.99	
fideli	675789976	06-16-2010	10-22-10	36.00	alpmj	ASTELLAS PHARMA INC ADRF UNSPONSORED ADR I	1,181.93		1,350.70	168.77	
fideli	675789976	08-26-2010	10-22-10	32.00	alpmj	ASTELLAS PHARMA INC ADRF UNSPONSORED ADR I	1,091.85		1,200.62	108.77	
fideli	675789976	10-13-2010	10-22-10	46.00	alpmj	ASTELLAS PHARMA INC ADRF UNSPONSORED ADR I	1,753.30		1,725.89	-29.41	
fideli	675789976	05-13-2010	10-22-10	23.00	anacr	AMCOR LTD NEW AU ADR	543.95		585.34	41.39	
fideli	675789976	04-07-2009	03-01-10	7.00	bayry	BAYER A G SPON ADR	344.75		474.31	129.56	
fideli	675789976	04-07-2009	03-10-10	9.00	bayry	BAYER A G SPON ADR	443.25		646.82	203.57	
fideli	675789976	05-13-2010	10-22-10	7.00	bayry	BAYER A G SPON ADR	431.41		535.56	104.15	
fideli	675789976	01-21-2010	10-22-10	27.00	bhklj	BOC HONG KONG HOLDINGS LTD SPON ADR	1,144.53		1,759.56	615.03	
fideli	675789976	05-13-2010	10-22-10	7.00	bhklj	BOC HONG KONG HOLDINGS LTD SPON ADR	309.26		456.18	146.92	
fideli	675789976	04-07-2009	02-22-10	30.00	buipj	BNP PARIBAS ADR EACH REPR1/2 ORD LVL (SPO	672.00		1,106.08	434.08	
fideli	675789976	05-13-2010	10-22-10	35.00	bp	BP PLC SPON ADR	1,695.32		1,420.34	-274.98	
fideli	675789976	05-13-2010	10-22-10	14.00	brgyj	***BG GROUP PLC ADR FINAL INS	1,098.72		1,127.46	228.74	
fideli	675789976	04-07-2009	03-30-10	25.00	caj	CANON INC SPONSORED ADR F 1 ADR REP 1 ORD	758.78		1,164.28	405.50	
fideli	675789976	05-13-2010	10-22-10	44.00	caj	CANON INC SPONSORED ADR F 1 ADR REP 1 ORD	1,947.88		2,043.17	95.29	
fideli	675789976	05-13-2010	10-22-10	98.00	crj	CARREI OUR UNSP ADR EACHREPR 0 20 ORD	882.00		1,050.54	168.54	
fideli	675789976	05-13-2010	10-22-10	119.00	dtgyj	DEUTSCHE TELEKOM AG ADRF SPONSORED 1 ADR R	1,381.58		1,661.21	279.63	
fideli	675789976	08-25-2010	10-22-10	33.00	e	ENI S P A SPON ADR F SPONSORED ADR 1 SPON	1,289.58		1,486.29	196.71	
fideli	675789976	09-23-2010	10-22-10	35.00	e	ENI S P A SPON ADR F SPONSORED ADR 1 SPON	1,457.82		1,576.37	118.55	
fideli	675789976	05-13-2010	10-22-10	30.00	e	ENI S P A SPON ADR F SPONSORED ADR 1 SPON	1,365.27		1,351.18	-14.09	
fideli	675789976	05-13-2010	10-22-10	44.00	enl	REED LLSVIEW NV ADR REPR2 SHS EURO 07	991.32		1,153.55	162.23	
fideli	675789976	05-13-2010	10-22-10	186.00	fbwry	FOSTER GROUP LTD NEW SPONS ADR SPON ADR	877.92		1,106.68	228.76	
fideli	675789976	04-30-2010	10-22-10	51.00	fte	FRANCE TELECOM SA ADR F 1 ADR REPS 1 ORD	1,118.03		1,182.36	64.33	
fideli	675789976	05-13-2010	10-22-10	12.00	fte	FRANCE TELECOM SA ADR F 1 ADR REPS 1 ORD	243.09		278.20	35.11	
fideli	675789976	06-07-2010	10-22-10	69.00	fte	FRANCE TELECOM SA ADR F 1 ADR REPS 1 ORD	1,262.15		1,599.66	337.51	
fideli	675789976	06-17-2010	10-22-10	70.00	fte	FRANCE TELECOM SA ADR F 1 ADR REPS 1 ORD	1,342.28		1,622.84	280.56	
fideli	675789976	07-12-2010	10-22-10	73.00	fte	FRANCE TELECOM SA ADR F 1 ADR REPS 1 ORD	1,363.11		1,692.40	329.29	
fideli	675789976	05-13-2010	10-22-10	54.00	gsk	GLAXOSMITHKLINE PLC ADRF SPONSORED ADR 1 A	1,908.90		2,174.75	265.85	
fideli	675789976	05-13-2010	10-22-10	148.00	hgkey	POWER ASSETS HLDGS LTD SPONSORED ADR	852.48		931.86	81.38	
fideli	675789976	03-15-2010	10-22-10	37.00	ibdry	IBERDROLA SA SPON ADR	1,261.37		1,223.20	-38.17	
fideli	675789976	05-13-2010	10-22-10	55.00	ibdry	IBERDROLA SA SPON ADR	1,567.50		1,818.27	250.77	
fideli	675789976	07-08-2010	07-08-10	268	ibdry nt	IBERDROLA SA SPON ADR RTS	257.28		267.27	-9.99	
fideli	675789976	05-13-2010	10-22-10	76.00	ing	ING GROEP NV SPONS ADR-EACHREPR 1 ORD EURO	680.58		849.72	169.14	
fideli	675789976	06-07-2010	10-22-10	158.00	ing	ING GROEP NV SPONS ADR-EACHREPR 1 ORD EURO	1,147.08		1,766.52	619.44	
fideli	675789976	05-13-2010	10-22-10	65.00	krpyj	KAO CORP SPONS ADR EACHREPR 1 COM NPV	1,509.95		1,577.52	67.57	
fideli	675789976	04-07-2009	03-03-10	48.00	nabzy	NATIONAL AUSTRALIA BANKSPONS ADR EACH CNVI	791.04		1,130.86	339.82	
fideli	675789976	04-07-2009	03-12-10	45.00	nabzy	NATIONAL AUSTRALIA BANKSPONS ADR EACH CNVI	741.60		1,103.61	362.01	
fideli	675789976	04-07-2009	03-22-10	45.00	nabzy	NATIONAL AUSTRALIA BANKSPONS ADR EACH CNVI	741.60		1,090.78	349.18	

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Attachment to 990 PF Part IV Schedule D

RMB Capital Management, LLC  
 REALIZED GAINS AND LOSSES  
 The Barr Fund 30-6111419  
 Delaware Account

bar10n04

From 01-01-10 Through 10-25-10

Custodian	Account #	Open Date	Close Date	Quantity	Security Symbol	Security	Adjusted Cost Basis	Amort. or Accretion	Gain Or Loss	
									Short Term	Long Term
fideli	675789976	05-13-2010	10-22-10	15 00	ngg	NATIONAL GRID NEW ADREACH REPR 5 ORD GBP0	694 50		691 93	-2 57
fideli	675789976	08-18-2010	10-22-10	3 00	ngg	NATIONAL GRID NEW ADREACH REPR 5 ORD GBP0	107 99		138 39	30 40
fideli	675789976	06-22-2010	10-22-10	74	ngg rt	NATIONAL GRID PLC NEW SPON ADR RTS	0 00		314 72	314 72
fideli	675789976	05-13-2010	10-22-10	54 00	ntt	NIPPON TELE & TEL ADR F SPONSORED ADR 1 AD	1,083 66		1,225 34	141 68
fideli	675789976	04-07-2009	10-22-10	22 00	nvs	NOVARTIS A G SPON ADR F SPONSORED ADR 1 AD	824 78		1,184 30	359 52
fideli	675789976	05-13-2010	10-22-10	41 00	nvs	NOVARTIS A G SPON ADR F SPONSORED ADR 1 AD	1,993 42		2,399 04	405 62
fideli	675789976	05-13-2010	10-22-10	50 00	nzt	TELECOM CP N Z SPON ADR F SPONSORED ADR 1 A	382 00		389 21	7 21
fideli	675789976	05-13-2010	10-22-10	27 00	rdsa	ROYAL DUTCH SHELL PLC CL A SPON ADR	1,502 82		1,695 95	193 13
fideli	675789976	05-13-2010	10-22-10	23 00	rweoy	RWE AG ADR EACH REPR 1 ORD NPV	1,770 08		1,613 88	-156 20
fideli	675789976	05-13-2010	10-22-10	133 00	segly	SOCIETE GENERALE FRANCE SPONS ADR ADR	1,294 09		1,617 25	323 16
fideli	675789976	05-13-2010	10-22-10	72 00	seoyt	STORA ENSO OYL REPSTG SER R SLS SPON ADR	536 40		582 89	46 49
fideli	675789976	05-13-2010	10-22-10	56 00	sgapy	SINGAPORE TELECOM LTD NEW 2006 SPON ADR	1,204 00		1,314 30	110 30
fideli	675789976	05-13-2010	10-22-10	9 00	sl	SIEMENS A G SPONSORED ADR ISIN#US826197501	876 78		1,043 44	-38 34
fideli	675789976	02-11-2010	10-22-10	30 00	snj	SANOFI AVENTIS ADR F SPONSORED ADR 2 ADR R	1,081 78		1,078 22	-81 71
fideli	675789976	04-01-2010	10-22-10	31 00	snj	SANOFI AVENTIS ADR F SPONSORED ADR 2 ADR R	1,159 93		1,078 22	-46 92
fideli	675789976	04-19-2010	10-22-10	31 00	snj	SANOFI AVENTIS ADR F SPONSORED ADR 2 ADR R	1,125 14		1,078 22	-46 92
fideli	675789976	04-30-2010	10-22-10	34 00	snj	SANOFI AVENTIS ADR F SPONSORED ADR 2 ADR R	1,162 79		1,078 22	-46 92
fideli	675789976	05-13-2010	10-22-10	29 00	snj	SANOFI AVENTIS ADR F SPONSORED ADR 2 ADR R	945 11		1,008 66	63 55
fideli	675789976	06-30-2010	10-22-10	34 00	snj	SANOFI AVENTIS ADR F SPONSORED ADR 2 ADR R	945 11		1,008 66	63 55
fideli	675789976	08-06-2010	10-22-10	52 00	snj	SANOFI AVENTIS ADR F SPONSORED ADR 2 ADR R	1,023 35		1,182 56	159 21
fideli	675789976	05-13-2010	10-22-10	23 00	ssl	SANOFI AVENTIS ADR F SPONSORED ADR 2 ADR R	1,566 56		1,808 63	242 07
fideli	675789976	05-13-2010	10-22-10	30 00	sid	SASOL SPON ADR EACH CVNTO1 1 ORD NPV	874 92		1,049 47	174 55
fideli	675789976	01-22-2010	10-22-10	90 00	svdy	BANCO SANTANDER S A SPON ADR	1,027 53		1,206 04	178 51
fideli	675789976	05-13-2010	10-22-10	30 00	svdy	SEVEN & HLDG CO ADR F UNSPONSORED ADR 1	1,300 50		1,417 48	116 98
fideli	675789976	05-13-2010	10-22-10	24 00	svdy	SEVEN & HLDG CO ADR F UNSPONSORED ADR 1	1,211 76		1,133 98	-77 78
fideli	675789976	05-13-2010	10-22-10	30 00	svdy	SEVEN & HLDG CO ADR F UNSPONSORED ADR 1	1,428 00		1,417 48	-10 52
fideli	675789976	10-13-2010	10-22-10	31 00	tef	TELEFONICA SPON ADR F SPONSORED ADR 1 ADR	1,822 72		2,503 38	680 66
fideli	675789976	05-18-2010	10-22-10	17 00	tef	TELEFONICA SPON ADR F SPONSORED ADR 1 ADR	969 12		1,372 82	403 70
fideli	675789976	05-13-2010	10-22-10	47 00	tkomy	TOKIO MARINE HLDGS ADR F SPONSORED ADR 1 A	1,336 21		1,521 62	185 41
fideli	675789976	05-13-2010	10-22-10	65 00	tkpyy	TAKEDA PHARMA CO ADR F SPONSORED ADR 1 ADR	1,387 75		1,521 62	133 87
fideli	675789976	03-15-2010	10-22-10	68 00	tlisy	TELSTAR CORP LTD (FINAL) ADR	950 11		880 59	-69 52
fideli	675789976	05-13-2010	10-22-10	89 00	tlisy	TELSTAR CORP LTD (FINAL) ADR	1,189 93		1,152 53	-37 40
fideli	675789976	04-07-2009	01-12-10	13 00	tm	TOYOTA MOTOR CP ADR NEWF SPONSORED ADR 1 A	946 92		1,155 51	208 59
fideli	675789976	05-13-2010	10-22-10	16 00	tm	TOYOTA MOTOR CP ADR NEWF SPONSORED ADR 1 A	1,236 80		1,150 70	-86 10
fideli	675789976	05-13-2010	10-22-10	40 00	tot	TOTAL S A FRANCE SPON ADR	2,013 86		2,183 24	169 38
fideli	675789976	05-13-2010	10-22-10	108 00	tsm	TAIWAN SEMICONDUCTR ADR F SPONSORED ADR 1 A	1,066 86		2,643 61	76 50
fideli	675789976	05-13-2010	10-22-10	91 00	ul	UNILEVER PLC AMER SHS NEW SPON ADR	2,567 11		2,643 61	76 50
fideli	675789976	05-13-2010	10-22-10	27 00	uwoey	UNITED OVERSEAS BK LTD SPONS ADR SINGAPORE A	750 60		760 85	10 25
fideli	675789976	04-07-2009	03-25-10	43 00	upmky	UPM-KYMENE CP SPON ADR F SPONSORED ADR 1 A	293 26		550 18	256 92
fideli	675789976	05-13-2010	09-02-10	25 00	upmky	UPM-KYMENE CP SPON ADR F SPONSORED ADR 1 A	336 25		373 24	36 99
fideli	675789976	02-12-2010	10-22-10	87 00	veysy	VINCI S A ADR	1,104 09		1,192 75	88 66

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Attachment to 990PF Part IV Schedule D  
 RMB Capital Management, LLC  
 REALIZED GAINS AND LOSSES  
 The Barr Fund 3b-6111449  
 Delaware Account  
 bar10n04

From 01-01-10 Through 10-25-10

Custodian	Account #	Open Date	Close Date	Quantity	Security Symbol	Security	Adjusted Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
										Short Term	Long Term
fideli	675789976	02-23-2010	10-22-10	81 00	vcsy	VINCI S A ADR	1,054 16		1,110 49	56 33	
fideli	675789976	05-13-2010	10-22-10	48 00	vcsy	VINCI S A ADR	580 80		658 07	77 27	
fideli	675789976	09-27-2010	10-22-10	105 00	vcsy	VINCI S A ADR	1,305 15		1,439 52	134 37	
fideli	675789976	01-05-2010	10-22-10	61 00	vod	VODAFONE GROUP PLC SPON ADR NEW ISIN#US928	1,400 56		1,604 32	203 76	
fideli	675789976	05-13-2010	10-22-10	65 00	vod	VODAFONE GROUP PLC SPON ADR NEW ISIN#US928	1,327 19		1,709 52	382 33	
fideli	675789976	10-26-2009	10-22-10	49 00	zfsy	ZURICH FINANCIAL SERVICESAG SPON ADR 10REP	1,181 87		1,191 17	9 30	
fideli	675789976	11-10-2009	10-22-10	55 00	zfsy	ZURICH FINANCIAL SERVICESAG SPON ADR 10REP	1,248 50		1,337 03	88 53	
fideli	675789976	05-13-2010	10-22-10	36 00	zfsy	ZURICH FINANCIAL SERVICESAG SPON ADR 10REP	789 12		875 14	86 02	
							94,252 65		107,067 00	12,814 35	
fideli	675789976	04-07-2009	10-22-10	119 00	amry	AMCOR LTD NEW AU ADR	1,618 40		3,028 49	1,410 09	
fideli	675789976	04-07-2009	10-22-10	30 00	bayr	BAYER A G SPON ADR	1,477 50		2,295 26	817 76	
fideli	675789976	04-07-2009	10-22-10	145 00	bp	BP PLC SPON ADR	5,740 55		5,884 27	143 72	
fideli	675789976	04-07-2009	10-22-10	61 00	brgy	***BG GROUP PLC ADR FINAL INS	4,812 29		5,783 91	971 62	
fideli	675789976	04-07-2009	10-22-10	184 00	caj	CANON INC SPONSORED ADR 1 ADR REP 1 ORD	5,584 62		8,544 17	2,959 55	
fideli	675789976	04-07-2009	10-22-10	227 00	crey	CARREFOUR UNSP ADR EACHREPR 0 20 ORD	1,747 90		2,433 40	685 50	
fideli	675789976	08-06-2009	10-22-10	58 00	crey	CARREFOUR UNSP ADR EACHREPR 0 20 ORD	530 33		621 75	91 42	
fideli	675789976	08-11-2009	10-22-10	54 00	crey	CARREFOUR UNSP ADR EACHREPR 0 20 ORD	490 60		578 87	88 27	
fideli	675789976	09-09-2009	10-22-10	28 00	crey	CARREFOUR UNSP ADR EACHREPR 0 20 ORD	256 76		300 15	43 39	
fideli	675789976	09-10-2009	10-22-10	100 00	crey	CARREFOUR UNSP ADR EACHREPR 0 20 ORD	902 00		1,071 98	169 98	
fideli	675789976	04-07-2009	10-22-10	523 00	dieg	DEUTSCHE TELEKOM AG ADR F SPONSORED 1 ADR R	6,537 50		7,300 95	763 45	
fideli	675789976	04-07-2009	10-22-10	181 00	enl	REED ELSEVIER NV ADR REPR2 SHS EUR0 07	3,930 97		4,745 31	814 34	
fideli	675789976	04-07-2009	10-22-10	760 00	fbwy	FOSTERS GROUP LTD NEW SPONS ADR SPON ADR	2,736 00		4,521 92	1,785 92	
fideli	675789976	04-07-2009	10-22-10	244 00	gsk	GLAXOSMITHKLINE PLC ADR F SPONSORED ADR 1 A	7,393 20		9,826 63	2,433 43	
fideli	675789976	04-07-2009	10-22-10	596 00	hgky	POWER ASSETS HLDGS LTD SPONSORED ADR	3,504 48		3,760 70	256 22	
fideli	675789976	04-07-2009	10-22-10	127 00	ibdy	IBERDROLA SA SPON ADR	3,787 14		4,198 55	411 41	
fideli	675789976	07-16-2009	10-22-10	28 00	ibdy	IBERDROLA SA SPON ADR	893 58		925 66	32 08	
fideli	675789976	09-11-2009	10-22-10	21 00	ibdy	IBERDROLA SA SPON ADR	792 75		694 25	-98 50	
fideli	675789976	04-07-2009	10-22-10	307 00	ing	ING GROEP NV SPONS ADR-EACHREPR 1 COM NPV	2,029 27		3,432 41	1,403 14	
fideli	675789976	04-07-2009	10-22-10	31 00	kerpy	KAO CORP SPONS ADR EACHREPR 1 COM NPV	0 00		752 36	752 36	
fideli	675789976	04-07-2009	10-22-10	279 00	kerpy	KAO CORP SPONS ADR EACHREPR 1 COM NPV	5,952 00		6,771 21	819 21	
fideli	675789976	04-07-2009	04-15-10	47 00	naby	NATIONAL AUSTRALIA BANKSPONS ADR EACH CNVI	774 56		1,239 53	464 97	
fideli	675789976	04-07-2009	04-20-10	32 00	naby	NATIONAL AUSTRALIA BANKSPONS ADR EACH CNVI	527 36		855 34	327 98	
fideli	675789976	04-07-2009	10-22-10	59 00	nig	NATIONAL GRID NEW ADREACH REPR 5 ORD GBP0	2,339 35		2,721 62	382 27	
fideli	675789976	04-07-2009	06-07-10	57 00	nit	NIPPON TELE & TEL ADR F SPONSORED ADR 1 AD	1,075 79		1,126 23	50 44	
fideli	675789976	04-07-2009	06-18-10	54 00	nit	NIPPON TELE & TEL ADR F SPONSORED ADR 1 AD	1,019 17		1,087 67	68 50	
fideli	675789976	04-07-2009	10-22-10	101 00	nit	NIPPON TELE & TEL ADR F SPONSORED ADR 1 AD	1,906 23		2,291 84	385 61	
fideli	675789976	04-07-2009	10-22-10	176 00	nvs	NOVARTIS A G SPON ADR F SPONSORED ADR 1 AD	6,598 24		10,298 32	3,700 08	
fideli	675789976	04-07-2009	10-22-10	230 00	nzt	TELECOM CP N Z SPON ADR F SPONSORED ADR 1 A	1,619 20		1,790 34	171 14	
fideli	675789976	04-07-2009	10-22-10	120 00	rdsa	ROYAL DUTCH SHELL PLC CL A SPON ADR	5,262 00		7,537 56	2,275 56	
fideli	675789976	04-07-2009	10-22-10	98 00	rwea	RWE AG ADR EACH REPR 1 ORD NPV	7,120 68		6,876 54	-244 14	

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**Attachment to 990 PF - Part IV - Schedule D**  
**RMB Capital Management, LLC**  
**REALIZED GAINS AND LOSSES**  
**The Barr Fund 30-6111449**  
**Delaware Account**

*bar10n04*  
 From 01-01-10 Through 10-25-10

Custodian	Account #	Open Date	Close Date	Quantity	Security Symbol	Security	Adjusted Cost Basis	Amort or Accretion	Proceeds	Gain Or Loss	
										Short Term	Long Term
fideli	675789976	04-07-2009	10-22-10	412.00	scgly	SOCIETE GENERALE FRANCE SPONS ADR ADR	3,642.08		5,009.83	1,367.75	
fideli	675789976	06-29-2009	10-22-10	11.00	scgly	SOCIETE GENERALE FRANCE SPONS ADR ADR	99.42		133.76	34.34	
fideli	675789976	04-07-2009	06-14-10	186.00	seoy	STORA ENSO OY REPSTG SER R SHS SPON ADR	810.96		1,543.19	732.23	
fideli	675789976	04-07-2009	06-23-10	79.00	seoy	STORA ENSO OY REPSTG SER R SHS SPON ADR	344.44		639.55	295.11	
fideli	675789976	04-07-2009	10-22-10	225.00	sgapy	SINGAPORE TELECOM LTD NEW 2006 SPON ADR	3,768.75		5,280.65	1,511.90	
fideli	675789976	04-07-2009	09-24-10	1.50	st	SIEMENS A G SPONSORED ADR ISIN#US826197501	873.90		1,599.73	725.83	
fideli	675789976	04-07-2009	10-20-10	14.00	st	SIEMENS A G SPONSORED ADR ISIN#US826197501	815.64		1,616.99	801.35	
fideli	675789976	04-07-2009	10-22-10	11.00	st	SIEMENS A G SPONSORED ADR ISIN#US826197501	640.86		1,279.72	638.86	
fideli	675789976	04-07-2009	09-01-10	36.00	ssl	SASOL SPON ADR EACH CNVINTO 1 ORD NPV	1,029.96		1,415.47	385.51	
fideli	675789976	04-07-2009	09-27-10	39.00	ssl	SASOL SPON ADR EACH CNVINTO 1 ORD NPV	1,115.79		1,727.04	612.15	
fideli	675789976	04-07-2009	10-22-10	22.00	ssl	SASOL SPON ADR EACH CNVINTO 1 ORD NPV	629.42		1,003.84	374.42	
fideli	675789976	04-07-2009	10-22-10	334.00	std	BANCO SANTANDER S A SPON ADR	2,595.18		4,475.76	1,880.58	
fideli	675789976	04-07-2009	10-22-10	35.00	svndy	SEVEN & 1 HLDG CO ADR F UNSPONSORED ADR 1	1,515.50		1,653.72	138.22	
fideli	675789976	04-28-2009	10-22-10	20.00	svndy	SEVEN & 1 HLDG CO ADR F UNSPONSORED ADR 1	894.55		944.98	50.43	
fideli	675789976	09-16-2009	10-22-10	21.00	svndy	SEVEN & 1 HLDG CO ADR F UNSPONSORED ADR 1	986.89		992.23	5.34	
fideli	675789976	04-07-2009	10-22-10	107.00	tef	TELEFONICA SPON ADR F SPONSORED ADR 1 ADR	6,466.06		8,640.71	2,174.65	
fideli	675789976	04-07-2009	10-22-10	227.00	tkomy	TOKIO MARINE HLDGS ADR F SPONSORED ADR 1 A	5,930.20		6,389.93	459.73	
fideli	675789976	04-07-2009	10-22-10	264.00	tkpyy	TAKEDA PHARMA CO ADR F SPONSORED ADR 1 ADR	4,567.20		6,180.13	1,612.93	
fideli	675789976	04-07-2009	10-22-10	337.00	tlsty	TELSTRA CORP LTD (FINAL) ADR	4,017.04		4,364.07	347.03	
fideli	675789976	04-07-2009	10-22-10	63.00	tm	TOYOTA MOTOR CP ADR NEW SPONSORED ADR 1 A	4,588.92		4,530.88	-58.04	
fideli	675789976	04-07-2009	10-22-10	158.00	tot	TOTAL S A FRANCE SPON ADR	7,653.52		8,623.79	970.27	
fideli	675789976	04-07-2009	10-22-10	472.64	tsm	TAIWAN SEMICONDUCTR ADR F SPONSORED ADR 1 A	4,467.69		4,972.55	504.86	
fideli	675789976	04-07-2009	10-22-10	2.36	tsm	TAIWAN SEMICONDUCTR ADR F SPONSORED ADR 1 A	22.36		24.88	2.52	
fideli	675789976	04-07-2009	08-03-10	38.00	ul	UNILEVER PLC AMER SHS NEW SPON ADR	756.96		1,100.09	343.13	
fideli	675789976	04-07-2009	10-22-10	323.00	ul	UNILEVER PLC AMER SHS NEW SPON ADR	6,434.16		9,383.38	2,949.22	
fideli	675789976	04-07-2009	10-22-10	131.00	uovey	UNITD OVERSEAS BK LTD SPONS ADR SINGAPORE A	1,807.80		3,691.51	1,883.71	
fideli	675789976	04-07-2009	04-22-10	85.00	upmky	UPM-KYMENE CP SPON ADR F SPONSORED ADR 1 A	579.70		1,225.38	645.68	
fideli	675789976	04-07-2009	09-02-10	93.00	upmky	UPM-KYMENE CP SPON ADR F SPONSORED ADR 1 A	634.26		1,388.47	754.21	
fideli	675789976	08-14-2009	10-22-10	50.00	vod	VODAFONE GROUP PLC SPON ADR NEW ISIN#US928	1,054.67		1,315.01	260.34	
fideli	675789976	08-24-2009	10-22-10	51.00	vod	VODAFONE GROUP PLC SPON ADR NEW ISIN#US928	1,102.12		1,341.31	239.19	
fideli	675789976	09-02-2009	10-22-10	52.00	vod	VODAFONE GROUP PLC SPON ADR NEW ISIN#US928	1,105.00		1,367.61	262.61	
fideli	675789976	10-19-2009	10-22-10	46.00	vod	VODAFONE GROUP PLC SPON ADR NEW ISIN#US928	1,018.49		1,209.81	191.32	
fideli	675789976	09-23-2009	10-22-10	48.00	zfsvy	ZURICH FINANCIAL SERVICESAG SPON ADR 10REP	1,151.52		1,166.86	15.34	
<b>TOTAL</b>							162,081.43	0.00	209,530.92	47,449.49	
							256,334.08		316,597.92	12,814.35	47,449.49

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Attachment to 990PF - Part IV - Schedule D

RMB Capital Management, LLC  
 REALIZED GAINS AND LOSSES  
 The Barr Fund 36-6111449  
 Strategic Bond Account  
 bar10n07  
 From 01-01-10 Through 12-31-10

Custodian	Account #	Open Date	Close Date	Quantity	Security Symbol	Security	Adjusted Cost Basis	Amort or Accretion	Proceeds	Gain (L) Loss	
										Short Term	Long Term
fidelity	675544620	08-13-2010	10-22-10	162.665	ffthx	FIDELITY FLOATING RATE HIGH INCOME	1,550.20		1,582.73	32.53	
fidelity	675544620	01-27-2010	05-05-10	4,504.505	ombx	JPMORGAN MORTGAGE BACKED SECURITIES SEL	49,684.69		50,000.00	315.31	
fidelity	675544620	01-27-2010	07-01-10	14,402.829	ombx	JPMORGAN MORTGAGE BACKED SECURITIES SEL	158,863.20		161,167.66	2,304.46	
fidelity	675544620	01-27-2010	08-13-10	7,209.119	ombx	JPMORGAN MORTGAGE BACKED SECURITIES SEL	79,516.58		81,463.04	1,946.46	
fidelity	675544620	01-27-2010	10-22-10	235.751	ombx	JPMORGAN MORTGAGE BACKED SECURITIES SEL	2,600.33		2,692.28	91.95	
fidelity	675544620	07-01-2010	08-13-10	1,755.570	pelbx	PIMCO EMRG LOCAL BD FD INSTL CL	17,696.15		18,521.26	825.11	
fidelity	675544620	07-01-2010	10-22-10	820.413	pelbx	PIMCO EMRG LOCAL BD FD INSTL CL	8,269.76		9,172.22	902.46	
<b>TOTAL</b>							318,180.91	0.00	324,599.19	6,418.28	0.00

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# Attachment to 990 PF Part IV Schedule D

RMB Capital Management, LLC  
**REALIZED GAINS AND LOSSES**  
*The Barr Fund 30-611144A*  
**MAR Lazard Account**  
*bar10n06*

From 01-01-10 Through 12-31-10

Custodian	Account #	Open Date	Close Date	Quantity	Security Symbol	Security	Adjusted Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
										Short Term	Long Term
fideli	674193194	04-02-2009	03-30-10	127 00	akby	AKBANK T A S ADR F SPONSORED ADR I ADR REP	887 73		1,676 37	788 64	
fideli	674193194	04-02-2009	03-30-10	29 00	amx	AMERICA MOVIL SAB L ADR F SPONSORED ADR I A	862 46		1,472 30	609 84	
fideli	674193194	04-02-2009	03-30-10	236 00	asx	ADV SEMICNDCTOR ENG ADR F FUNGIBLE SPON ADR	660 80		1,056 08	395 28	
fideli	674193194	01-04-2010	03-30-10	102 00	bdory	BANCO DO BRASIL ADR F SPONSORED ADR I ADR	1,818 84		1,718 67	-100 17	
fideli	674193194	04-02-2009	03-30-10	38 00	bna	BANCO MACRO SA ADR F SPONSORED ADR I ADR R	368 22		1,157 08	788 86	
fideli	674193194	11-25-2009	03-30-10	124 000	cel	CELLCOM ISRAEL LTD ILS0 01	3,968 00		4,275 20	307 20	
fideli	674193194	12-14-2009	03-30-10	3 000	cel	CELLCOM ISRAEL LTD ILS0 01	94 44		103 43	8 99	
fideli	674193194	06-22-2009	02-01-10	246 00	cibey	COMMERCIAL INTL BK ADR F SPONSORED ADR I A	2,108 88		2,657 03	548 15	
fideli	674193194	06-22-2009	03-30-10	106 00	cibey	COMMERCIAL INTL BK ADR F SPONSORED ADR I A	908 71		1,192 47	283 76	
fideli	674193194	07-16-2009	03-30-10	16 00	cibey	COMMERCIAL INTL BK ADR F SPONSORED ADR I A	132 37		180 00	47 63	
fideli	674193194	07-16-2009	05-27-10	32 00	cibey	COMMERCIAL INTL BK ADR F SPONSORED ADR I A	264 74		398 32	133 58	
fideli	674193194	12-08-2010	12-08-10	135	crchyr	CHINA CONSTR BANK AKD F UNSPONSORED RTS	0 00		161 38	161 38	
fideli	674193194	04-02-2009	03-30-10	22 00	fmx	FOMENTO ECO MEX SAB ADR F SPON ADR REP 10 U	590 70		1,042 34	451 64	
fideli	674193194	04-02-2009	03-30-10	47 00	hxm	HOMEX DEVELOPMENT CORP F	754 35		1,332 53	578 18	
fideli	674193194	11-06-2009	09-23-10	5 00	hxm	HOMEX DEVELOPMENT CORP F	166 81		160 75	-6 06	
fideli	674193194	05-28-2009	03-30-10	17 00	infy	INFOSYS TECH SPON ADR F SPONSORED ADR I AD	566 28		1,014 88	448 60	
fideli	674193194	05-28-2009	03-30-10	22 00	infy	INFOSYS TECH SPON ADR F SPONSORED ADR I AD	732 84		1,307 21	574 37	
fideli	674193194	05-04-2009	04-21-10	63 00	ischy	ICL-ISRAEL CHEMICALS UNSPADR EACH REP 1 O	568 92		786 26	217 34	
fideli	674193194	05-11-2010	11-03-10	390 00	ischy	ICL-ISRAEL CHEMICALS UNSPADR EACH REP 1 O	4,543 50		6,072 35	1,528 85	
fideli	674193194	04-02-2009	02-11-10	49 00	kecdmy	KIMBERLY CLARK DE ADR F SPONSORED ADR I AD	820 75		1,167 65	346 90	
fideli	674193194	04-02-2009	03-30-10	40 00	kecdmy	KIMBERLY CLARK DE ADR F SPONSORED ADR I AD	670 00		1,111 98	441 98	
fideli	674193194	09-03-2009	02-01-10	87 00	kholy	KOC HOLDINGS AS ADR F UNSPONSORED ADR I AD	1,111 40		1,480 26	368 86	
fideli	674193194	09-03-2009	03-30-10	92 00	kholy	KOC HOLDINGS AS ADR F UNSPONSORED ADR I AD	1,175 27		1,542 81	367 54	
fideli	674193194	09-03-2009	05-26-10	45 00	kholy	KOC HOLDINGS AS ADR F UNSPONSORED ADR I AD	574 86		752 68	177 82	
fideli	674193194	12-18-2009	11-22-10	117 00	kholy	KOC HOLDINGS AS ADR F UNSPONSORED ADR I AD	1,637 66		3,072 28	1,434 62	
fideli	674193194	04-02-2009	03-30-10	32 00	kyroy	KUMBA IRON ORE LTD ADR F SPONSORED ADR I A	616 00		1,511 97	895 97	
fideli	674193194	04-02-2009	03-30-10	28 00	lukoy	LUKOIL OIL CO SPON ADR F SPONSORED ADR I A	1,159 20		1,289 96	384 21	
fideli	674193194	04-02-2009	01-06-10	25 00	mbt	MOBILE TELESYSTEMS ADR F SPONSORED ADR I A	797 06		1,206 67	409 61	
fideli	674193194	04-02-2009	03-30-10	22 00	mbt	MOBILE TELESYSTEMS ADR F SPONSORED ADR I A	761 67		1,132 38	370 71	
fideli	674193194	06-18-2009	03-30-10	38 00	mmrty	MASSMART HOLDINGS ADR F UNSPONSORED ADR 1	821 80		1,228 07	406 27	
fideli	674193194	06-18-2009	04-01-10	41 00	mmrty	MASSMART HOLDINGS ADR F UNSPONSORED ADR 1	380 83		540 78	159 95	
fideli	674193194	06-18-2009	05-07-10	19 00	mmrty	MURRAY & ROBERTS ADR F UNSPONSORED ADR 1	1,325 00		1,574 07	249 07	
fideli	674193194	04-02-2009	03-30-10	265 00	mrury	MURRAY & ROBERTS ADR F UNSPONSORED ADR 1	380 83		1,025 98	509 47	
fideli	674193194	04-02-2009	03-30-10	27 00	ndbky	NEDBANK GROUP LTD ADR F SPONSORED ADR 1 ADR	516 51		1,283 50	-152 03	
fideli	674193194	08-13-2009	03-30-10	35 00	ntes	NETEASE COM INC ADR F SPONSORED ADR 1 ADR	1,435 53		1,500 68	530 93	
fideli	674193194	04-02-2009	03-30-10	37 00	oflmy	ORFLAME COSMETICS ADR F SPONSORED ADR 1 A	619 75		764 20	115 58	
fideli	674193194	04-02-2009	02-12-10	14 00	phi	PHILIPPINE LONG DST ADR F 1 ADR REP 1 ORD S	648 62		1,566 84	223 27	
fideli	674193194	04-02-2009	03-30-10	29 00	phi	PHILIPPINE LONG DST ADR F 1 ADR REP 1 ORD S	1,343 57		229 12	16 43	
fideli	674193194	01-28-2010	03-10-10	11 00	pfimy	PT INDOFOOD SUKSES MAKAMURTBK UNSP ADR EACH	212 69		3,075 18	232 81	
fideli	674193194	01-28-2010	03-30-10	147 00	pfimy	PT INDOFOOD SUKSES MAKAMURTBK UNSP ADR EACH	2,842 37				

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Attachment to 990PF Part IV Schedule D  
 RMB Capital Management, LLC  
 REALIZED GAINS AND LOSSES  
 The Barr Fund 3b-6111449  
 MAR Lazard Account  
 bar10n06

From 01-01-10 Through 12-31-10

Custodian	Account #	Open Date	Close Date	Quantity	Security Symbol	Security	Adjusted Cost Basis	Amort or Accretion	Proceeds	Short Term	Long Term	Gain Or Loss
fideli	674193194	08-19-2009	03-30-10	52.00	ppery	PT BK MANDIRI PRSRO ADR F UNSPONSORED ADR I	2,010.24		3,190.14	1,179.90		
fideli	674193194	08-19-2009	07-29-10	52.00	ppery	PT BK MANDIRI PRSRO ADR F UNSPONSORED ADR I	201.02		343.44	142.42		
fideli	674193194	08-19-2009	08-19-10	148.00	ppery	PT BK MANDIRI PRSRO ADR F UNSPONSORED ADR I	572.15		983.54	411.39		
fideli	674193194	08-20-2009	08-19-10	50.00	ppery	PT BK MANDIRI PRSRO ADR F UNSPONSORED ADR I	198.64		332.28	133.64		
fideli	674193194	08-20-2009	08-20-10	15.00	ppery	PT BK MANDIRI PRSRO ADR F UNSPONSORED ADR I	59.59		99.62	40.03		
fideli	674193194	10-07-2009	09-20-10	24.00	ppery	PT BK MANDIRI PRSRO ADR F UNSPONSORED ADR I	130.51		175.89	45.38		
fideli	674193194	04-13-2010	10-12-10	22.00	psgty	SEMEN GRESIK ADR F UNSPONSORED ADR I	995.50		1,191.46	195.96		
fideli	674193194	04-02-2009	02-02-10	8.00	puiky	PT UTD TRACTORS TBK ADR F UNSPONSORED ADR I	101.20		281.17	181.97		
fideli	674193194	04-02-2009	03-30-10	46.00	puiky	STANDARD BANK GROUP ADR F UNSPONSORED ADR I	581.90		1,897.46	1,315.56		
fideli	674193194	07-20-2009	03-30-10	35.00	sbgoy	SHINIAN FINL GROUP ADR F UNSPONSORED ADR I	850.58		1,077.98	227.40		
fideli	674193194	04-02-2009	03-30-10	23.00	shg	SHINIAN FINL GROUP ADR F UNSPONSORED ADR I	985.32		1,850.54	865.22		
fideli	674193194	02-05-2010	03-30-10	30.00	sid	CIA SIDERURGICA SPN ADR F UNSPONSORED ADR I	855.59		1,193.16	337.57		
fideli	674193194	06-05-2009	03-30-10	82.00	slidy	SANLAM LTD NEW ADR F UNSPONSORED ADR I	865.23		1,369.37	504.14		
fideli	674193194	11-11-2009	03-30-10	53.00	srlng	SHOPRITE HLDNGS ADR F UNSPONSORED ADR I	808.55		1,059.98	151.43		
fideli	674193194	11-11-2009	04-08-10	46.00	srlng	SHOPRITE HLDNGS ADR F UNSPONSORED ADR I	788.56		984.38	195.82		
fideli	674193194	11-11-2009	05-10-10	19.00	srlng	SHOPRITE HLDNGS ADR F UNSPONSORED ADR I	325.71		391.57	65.86		
fideli	674193194	08-06-2009	03-30-10	47.00	tblmy	TIGER BRANDS ADR NEW F UNSPONSORED ADR I	1,181.23		1,523.89	342.66		
fideli	674193194	04-02-2009	02-03-10	134.00	tkc	TURKCELL ILETSM NEW ADR F UNSPONSORED ADR I	1,679.02		2,477.62	798.60		
fideli	674193194	04-02-2009	03-30-10	84.00	tkc	TURKCELL ILETSM NEW ADR F UNSPONSORED ADR I	1,052.52		1,251.75	199.23		
fideli	674193194	04-02-2009	01-13-10	32.00	tlk	PERUSAHAAN PERSEROAN F PERSERO PT TELEKOM	845.44		1,309.11	463.67		
fideli	674193194	04-02-2009	03-30-10	34.00	tlk	PERUSAHAAN PERSEROAN F PERSERO PT TELEKOM	938.28		1,204.25	305.97		
fideli	674193194	04-02-2009	03-30-10	96.00	tsm	TAIWAN SEMICONDUCTR ADR F UNSPONSORED ADR I	898.09		1,012.30	54.21		
fideli	674193194	04-02-2009	03-30-10	78.00	tv	GRUPO TELEVIS SA DE CVF GLOBAL DEP RCPT R	1,194.18		1,640.70	446.52		
fideli	674193194	04-02-2009	03-31-10	32.00	tv	GRUPO TELEVIS SA DE CVF GLOBAL DEP RCPT R	489.92		673.62	183.70		
fideli	674193194	04-02-2009	03-30-10	61.00	usnzy	USINAS SIDE MINAS ADR F UNSPONSORED ADR I	870.47		2,063.59	1,193.12		
fideli	674193194	02-10-2010	03-30-10	40.00	valep	VALLE SA SPN ADR F UNSPONSORED ADR I	906.92		1,105.98	199.06		
							61,791.35		87,906.71	26,115.36		
fideli	674193194	04-02-2009	05-26-10	55.00	akbry	AKBANK T A S ADR F UNSPONSORED ADR I	288.34		523.89	235.55		
fideli	674193194	04-02-2009	09-13-10	0.70	asx	ADV SEMICNDCTOR ENG ADR F UNSPONSORED ADR I	1.78		2.59	0.81		
fideli	674193194	04-02-2009	12-17-10	195.00	asx	ADV SEMICNDCTOR ENG ADR F UNSPONSORED ADR I	496.41		1,148.63	652.22		
fideli	674193194	04-02-2009	10-01-10	16.00	bma	BANCO MACRO SA ADR F UNSPONSORED ADR I	155.04		703.59	548.55		
fideli	674193194	04-02-2009	05-11-10	0.30	cug	CIA ENER DE MINAS ADR F UNSPONSORED ADR I	3.53		4.72	1.19		
fideli	674193194	04-02-2009	09-23-10	55.00	hxm	HOMEX DEVELOPMENT CORP F	882.75		1,768.21	885.46		
fideli	674193194	04-02-2009	04-21-10	268.00	ischy	ICL-ISRAEL CHEMICALS UNSPADR EACH REP I O	2,385.20		3,344.75	959.55		
fideli	674193194	05-04-2009	11-03-10	54.00	ischy	ICL-ISRAEL CHEMICALS UNSPADR EACH REP I O	487.64		840.79	353.15		
fideli	674193194	07-21-2009	11-03-10	82.00	ischy	ICL-ISRAEL CHEMICALS UNSPADR EACH REP I O	810.45		1,276.75	466.30		
fideli	674193194	09-03-2009	11-04-10	37.00	kholy	KOC HOLDINGS AS ADR F UNSPONSORED ADR I	472.66		945.45	472.79		
fideli	674193194	09-03-2009	11-22-10	4.00	kholy	KOC HOLDINGS AS ADR F UNSPONSORED ADR I	51.10		105.04	53.94		
fideli	674193194	04-02-2009	09-15-10	38.00	lukoy	LUKOIL OIL CO SPON ADR F UNSPONSORED ADR I	1,571.20		2,108.07	534.87		

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Attachment to QADPF Part IV Schedule D

RMB Capital Management, LLC  
**REALIZED GAINS AND LOSSES**  
*The Barr Fund 36-6111449*  
**MAR Lazard Account**  
*bar10n06*

From 01-01-10 Through 12-31-10

Custodian	Account #	Open Date	Close Date	Quantity	Security Symbol	Security	Adjusted Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
										Short Term	Long Term
fidelity	674193194	08-13-2009	09-15-10	40.00	ntes	NETEASE COM INC ADR F SPONSORED ADR I ADR	1,640.61		1,573.18		-67.43
fidelity	674193194	08-31-2009	09-15-10	19.00	ntes	NETEASE COM INC ADR F SPONSORED ADR I ADR	798.95		747.26		-51.69
fidelity	674193194	08-20-2009	09-20-10	115.00	ppery	PT BK MANDIRI PRSRO ADRF UNSPONSORED ADR I	456.86		842.81		385.95
fidelity	674193194	04-02-2009	09-20-10	1.00	puiky	PT UTD TRACTORS TBK ADRF UNSPONSORED I ADR	12.65		44.03		31.38
fidelity	674193194	04-02-2009	11-10-10	87.00	puiky	PT UTD TRACTORS TBK ADRF UNSPONSORED I ADR	1,100.55		4,678.77		3,578.22
fidelity	674193194	04-02-2009	12-20-10	21.00	shg	SHINHAN FINL GROUP ADR F SPONSORED ADR I A	899.64		1,903.91		1,004.27
fidelity	674193194	06-05-2009	12-23-10	61.00	slidy	SANLAM LTD NEW ADR F SPONSORED ADR I ADR R	643.65		1,242.02		598.37
fidelity	674193194	04-02-2009	12-17-10	105.00	tsm	TAIWAN SEMICONDUCTR ADRF SPONSORED ADR I A	1,047.91		1,333.12		285.21
fidelity	674193194	04-02-2009	12-22-10	136.00	tsm	TAIWAN SEMICONDUCTR ADRF SPONSORED ADR I A	1,357.29		1,673.33		316.04
<b>TOTAL</b>							15,566.21	0.00	26,810.91	11,244.70	11,244.70
							77,357.56		114,717.62	26,115.36	11,244.70

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# Investment Report

December 1, 2010 - December 31, 2010

ID: G13212035

00002874 01 AV 0 325 06002874 Envelope 021124472  
PHILLIP RAVID  
230 W MONROE ST STE 330  
CHICAGO IL 60606-4701

Online Fidelity.com  
FAST(sm)-Automated Telephone 800-544-5555  
Customer Service 800-544-6666

THE BARR FUND  
36-6111449  
Attachment to 990FF Part II

## Brokerage 675-544620 THE BARR FUND

### Account Summary

Beginning value as of Dec 1 \$497,887.84  
Change in investment value 1,278.94  
Ending value as of Dec 31 \$499,166.78

### Income Summary

This Period Year to Date  
Taxable Dividends \$2,464.76 \$22,560.81  
Interest 0.04 12.30  
Total \$2,464.80 \$22,573.11

### Holdings (Symbol) as of December 31, 2010

#### Mutual Funds

FIDELITY FLOATING RATE HIGH INCOME (FFRHX) 30-day yield: 3.40%  
JPMORGAN MORTGAGE BACKED SEC SELECT CL (OMBIX)  
PIMCO EMERGING LOCAL BOND FD INST CL (PEL BX)

#### Core Account

CASH

#### Total Market Value

All positions held in cash account unless indicated otherwise.

	Performance December 31, 2010	Quantity December 31, 2010	Price per Unit		Total Value December 1, 2010	Total Value December 31, 2010
			December 31, 2010	December 1, 2010		
FIDELITY FLOATING RATE HIGH INCOME (FFRHX)		10,408.209	\$9.790	\$100,925.64	\$101,896.37	
JPMORGAN MORTGAGE BACKED SEC SELECT CL (OMBIX)		22,072.944	11.260	249,252.14	248,541.34	
PIMCO EMERGING LOCAL BOND FD INST CL (PEL BX)		13,503.000	10.650	142,887.98	143,906.95	
<b>Core Account</b>						
CASH		4,922.120	1.000	4,922.08	4,922.12	
<b>Total Market Value</b>						
						<b>\$499,166.78</b>



THE BARR FUND  
20-6111449

Attachment to 990PF-Part II

**Investment Report**

December 1, 2010 - December 31, 2010

**THE BARR FUND**

Brokerage 675-544647

Your Financial Advisor: ISS

**Holdings** (Symbol) as of December 31, 2010

	Quantity December 31, 2010	Price per Unit December 31, 2010	Total Value December 1, 2010	Total Value December 31, 2010
CISCO SYS INC SR NT 4.95000% 02/15/2019 FIXED COUPON MOODYS A1 S&P A+ SEMIANNUALLY MAKE WHOLE CALL AI: \$1,215.50 EAI: \$3,217.50 CUSIP: 17276RAE2	65,000,000	108.976	73,094.45	70,834.40
UNITED STATES TREAS BDS 1.75000% 01/15/2028 INFL FACTOR = 1.04394 FIXED COUPON MOODYS Aaa S&P AAA SEMIANNUALLY CUSIP: 912810PV4	70,000,000	101.797	77,469.02	74,388.97
ABBOTT LABS NT 5.600% 05/15/2011 FIXED COUPON MOODYS A1 S&P AA SEMIANNUALLY MAKE WHOLE CALL AI: \$536.67 EAI: \$2,100.00 CUSIP: 002824AS9	75,000,000	\$101.969	\$76,827.00	\$76,476.75

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# Investment Report

December 1, 2010 - December 31, 2010

## Brokerage 675-544647 THE BARR FUND

Your Financial Advisor: ISS

**Holdings** (Symbols) as of December 31, 2010

DISNEY WALT CO MTNS BE ISIN #US25468PBX3

6.37500% 03/01/2012  
 FIXED COUPON  
 MOODYS A2 S&P A  
 SEMIANNUALLY  
 AI: \$1,487.50  
 EAI: \$4,462.50  
 CUSIP: 25468PBX3

PEPSICO INC BOND  
 5.150% 05/15/2012  
 FIXED COUPON  
 MOODYS Aa3 S&P A-  
 SEMIANNUALLY  
 AI: \$658.06  
 EAI: \$5,150.00  
 CUSIP: 713448BF4

UNITED STATES TREASNTS  
 1.37500% 03/15/2013  
 FIXED COUPON  
 MOODYS Aaa S&P AAA  
 SEMIANNUALLY  
 AI: \$615.33  
 EAI: \$2,062.50  
 CUSIP: 912828MT4

DEERE & CO GLBL NT  
 6.85000% 04/25/2014  
 FIXED COUPON  
 MOODYS A2 S&P A  
 SEMIANNUALLY  
 AI: \$1,592.71  
 EAI: \$8,687.50  
 CUSIP: 244199BB0

JPMORGAN CHASE & CO SUB NT  
 5.12500% 09/15/2014  
 FIXED COUPON  
 MOODYS A1 S&P A  
 SEMIANNUALLY  
 AI: \$1,056.32  
 EAI: \$3,587.50  
 CUSIP: 46625HBV1

Quantity December 31, 2010	Price per Unit December 31, 2010	Total Value December 1, 2010	Total Value December 31, 2010
70,000.000	106.499	74,817.40	74,549.30
100,000.000	105.704	106,128.00	105,704.00
150,000.000	101.461	152,847.00	152,191.50
125,000.000	116.109	147,515.00	145,136.62
70,000.000	106.407	75,560.80	74,484.90



# Investment Report

December 1, 2010 - December 31, 2010

## THE BARR FUND

Brokers 675-544647

Your Financial Advisor: ISS

Holdings (Symbols) as of December 31, 2010

BERKSHIRE HATHAWAY FIN CORP

4.8500% 01/15/2015

FIXED COUPON

MOODYS Aa2 S&P AA+

SEMIANNUALLY

MAKE WHOLE CALL

AI: \$3,019.12

EAI: \$6,547.50

CUSIP: 084684AT8

UNITED STATES TREASNTS TIPS

2.000% 01/15/2016

INFL FACTOR = 1.10190

FIXED COUPON

MOODYS Aaa S&P AAA

SEMIANNUALLY

CUSIP: 912828ET3

BAXTER INTL SR UNSEC

5.800% 09/01/2016

FIXED COUPON

MOODYS A3 S&P A+

SEMIANNUALLY

MAKE WHOLE CALL

AI: \$1,278.33

EAI: \$3,835.00

CUSIP: 071813AW9

UNITED STATES TREASNTS

2.37500% 01/15/2017

INFL FACTOR = 1.08449

FIXED COUPON

MOODYS Aaa S&P AAA

SEMIANNUALLY

CUSIP: 912828GD6

IBM CORP NOTES

07.62500% 10/15/2018

FIXED COUPON

MOODYS Aa3 S&P A+

SEMIANNUALLY

MAKE WHOLE CALL

AI: \$965.83

EAI: \$4,575.00

CUSIP: 459200GMT7

Quantity	Price per Unit	Total Value	Total Value
December 31, 2010	December 31, 2010	December 1, 2010	December 31, 2010
135,000.000	109.360	150,071.40	147,636.00

125,000.000	108.891	151,895.15	149,983.73
-------------	---------	------------	------------

65,000.000	115.921	77,477.40	75,348.65
------------	---------	-----------	-----------

125,000.000	111.438	153,609.68	151,066.73
-------------	---------	------------	------------

60,000.000	127.296	78,793.20	76,377.60
------------	---------	-----------	-----------

US BONDS 527,630.93  
CORP BONDS 846,548.22

Total \$1,374,179.15

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THE BARR FUND  
36-6111449

Attachment to 990 PF - Part II

**Investment Report**

December 1, 2010 - December 31, 2010

Holdings (Symbol as of December 31, 2010)	Quantity December 31, 2010	Price per Unit December 31, 2010	Total Value December 1, 2010	Total Value December 31, 2010
<b>Brokers 674-193194 THE BARR FUND</b>				
Separate Account Manager: LAZARD ASSET MANAGEMENT LLC - EMERGING MARKETS				
<b>Holdings (Symbol as of December 31, 2010)</b>				
ULTRAPAR PARTICIPACOES SA	94,000	64.620	5,561.04	6,074.28
SPON ADR EACH REPR 1 PFD SHS LVL III (UGP)	735,000	11.542	7,991.65	8,483.37
USINAS SIDERURGICAS DE MINAS GERAIS SA (USINZY)	404,000	30.220	11,469.56	12,208.88
VALE S A ADR REPSTG PFD (VALEP)	96,000	61.554	6,352.41	5,909.18
WEICHAJ POWER CO UNSP ADR EACH REPR 10 SHS (WEICY)	1,163,000	\$5.740	\$6,925.80	\$6,675.62
<b>Stocks</b>				
ADVANCED SEMICONDUCTOR ENGR INC SPON ADR ISIN #US00756M4042	494,000	11.150	5,571.33	5,508.10
SEDOL #2646521 (ASX)	179,000	57.340	10,106.34	10,263.86
AKBANK TURK ANONIM SIRKETI ADR (AKBTY)	531,000	18.928	10,157.49	10,050.76
AMERICA MOVIL S.A.B DE C.V. SPONS ADR REPSTG SER L SHS ISIN #US02364W1053				
SEDOL #2722670 (AMX)				
BANCO DO BRASIL SA SPONS ADR EA REPR 1 ORD SHS (BDORY)				

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# Investment Report

December 1, 2010 - December 31, 2010

## Brokerage 674-193194 THE BARR FUND Separate Account Manager: LAZARD ASSET MANAGEMENT LLC - EMERGING MARKETS

Holdings (Symbol) as of December 31, 2010	Quantity December 31, 2010	Price per Unit December 31, 2010	Total Value December 31, 2010	Total Value December 31, 2010
BANCO MACRO BANSUD S A SPONSORED ADR	145,000	50.200	7,236.95	7,279.00
REPSTG CL B (BMA)	337,000	17.932	6,093.22	6,043.08
CHINA CONSTRUCTION BANK UNSP ADR EACH				
REPR 20 ORD (CICHY)	1,538,000	8.102	11,556.44	12,460.87
CIELO SA SPONS ADR EA REPR 1 ORD SHS (CIOXY)	1,402,000	8.165	10,050.93	11,447.33
COMMERCIAL INTL BK EGYPT S A E ADR (CIBEY)	516,000	16.670	5,821.80	8,601.72
COMPANHIA SIDERURGICA NACIONAL				
CSN SPONS ADR(1 ADR REP 1 ORD) NPV (SID)	600,000	16.590	10,248.00	9,954.00
COMPANHIA ENER DE MINAS GERAIS SPONS ADR PAR \$01 REP NON VTG PFD (CIG)	235,000	31.030		7,292.05
COMPANHIA DE BEBIDAS DAS AMERICAS SPON ADR REP 1 PRF SHS (ABV)	174,000	33.810	5,855.10	5,882.94
DESARROLLADORA HOMEX SAB DE CV ADR EACH REPR 6 SHS (HXM)	128,000	55.920	7,238.40	7,157.76
FOMENTO ECONOMICO MEXICANO S A B DE CV SPONSORED ADR REPSTG UNIT 1 SER B SH & 2 SER D-B SHS AND 2 SER D-L SHS (FMX)	318,000	25.930	7,409.40	8,245.74
GRUPO TELEVISION SA SPONSORED ADR REPSTG ORD PARTN ISIN #US40049J2069 SEDOL #2398450 (TV)	98,000	76.080	6,482.70	7,455.84
INFOSYS TECHNOLOGIES LIMITED ADR (INFY)	228,000	30.546	6,993.21	6,964.48
KIMBERLY CLARK DE MEXICO S A B DE CV SPONSORED ADR REPSTG ORD PART ISIN #US4943862048 SEDOL #2481550 (KCDMY)	189,000	24.431	4,426.00	4,617.45
KOC HOLDING UNSP ADR EACH REPR 5 ORD (KHOLY)	162,000	64.165	9,075.07	10,394.73
KUMBA IRON ORE SPONSORED ADR (KIROY)	146,000	44.349	5,764.08	6,474.95
MASSMART HLDGS LTD ADR (MMRTY)	473,000	20.870	9,918.81	9,871.51
MOBILE TELESYSTEMS OJSC ADR EACH REP 2 COM SHS SPONS (MBT)				





# Investment Report

December 1, 2010 - December 31, 2010

## Brokerage 674-193194 THE BARR FUND Separate Account Manager: LAZARD ASSET MANAGEMENT LLC - EMERGING MARKETS

**Holdings** (Symbols as of December 31, 2010)

	Quantity December 31, 2010	Price per Unit December 31, 2010	Total Value December 31, 2010	Total Value December 31, 2010
MURRAY & ROBERTS HLDGS SPON ADR EA	722,000	6.072	3,918.29	4,383.98
REPR 1 ORD SHS (MURZY)	173,000	39.406	6,073.85	6,817.23
NEDBANK GROUP LIMITED SPON ADR-REP	136,000	36.150	5,192.48	4,916.40
2 ORD ZAR1 (NDBKY)	113,000	58.400	6,172.06	6,373.20
NETEASE.COM INC ADR EACH REPR 25 COM STK				
USD0.0001 (NTES)				
LUKOIL OIL CO SPONS ADR				
ISIN #US6778621044 SEDOL #2537432				
(LUKOY)				
ORIFLAME COSMETICS SA ADR (OFLMY)	403,000	26.328	9,515.91	10,610.18
SEMEN GRESIK(PERSERO) USNP	184,000	52.442	9,369.09	9,649.32
ADR EACH REP 50 SHS (PSGTY)				
PT UTD TRACTORS TBK ADR (PUTKY)	123,000	52.830	6,263.03	6,498.09
BANK MANDIRI(PERSERO)	968,000	7.214	3,116.96	6,983.15
UNSP ADR EACH REP 10 ORD (PPERY)	272,000	35.645	9,789.28	9,695.44
PT TELEKOMUNIKASI INDONESIA ADR (TLK)	184,000	58.270	10,002.24	10,721.68
PHILIPPINE LONG DISTANCE SPONS ADR				
ISIN #US7182526043 SEDOL #2685654 (PHI)				
)				
PRETORIA PORTLAND CEM CO LTD ADR NEW (PPCY)	517,000	10.566	4,739.85	5,462.62
SANLAM ADR EACH REPR 5 SHS (SLLDY)	330,000	21.101	7,156.08	6,963.33
SHINHAN FINL GROUP CO LTD SPONSORED ADR	114,000	93.820	10,362.60	10,695.48
ISIN #US8245961003 (SHG)				
SHOPRITE HOLDINGS ADR EACH REPR 2 ORD (SRHGY)	210,000	30.125	5,714.10	6,326.25
STANDARD BANK GROUP LIMITED UNSP ADR EA	204,000	32.513	5,869.48	6,632.65
REP 2 ORD ZAR0.00 (SBGOY)				
TAIWAN SEMICONDUCTOR MANUFACTURING CO LTD	822,000	12.540	11,427.25	10,307.88
ONE ADR REPSTG 5 ORD ISIN				
#US8740391003 SEDOL #2113382 (TSM)				
TIGER BRANDS SPON ADR EA REP 1 ORD SHS	207,000	29.268	5,411.18	6,058.47
ZAR0.10 (TBLMY)				
TURKCELL ILETISIM HIZMETLERI A.S.	612,000	17.130	10,428.48	10,483.56
SPON ADR NEW (TKC)				

\$ 334,096.41

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# Investment Report

December 1, 2010 - December 31, 2010

THE BARR FUND  
36-6111449  
Attachment to 990 PF-PART II

ID: G13210496

00002885 01 AV 0.335 06002888 Envelope 021124469

PHILIP RAUID

230 W MONROE ST STE 330  
CHICAGO IL 60606-4701

Online Fidelity.com  
FAST(sm)-Automated Telephone 800-544-5555  
Customer Service 800-544-6666

## Brokerage 675-789976 THE BARR FUND

### Account Summary

Beginning value as of Dec 1	\$235,206.07
Other Tax Withheld	-40.80
Transaction costs, loads and fees	-27.23
Change in investment value	19,700.22
Ending value as of Dec 31	\$254,838.26

### Income Summary

	This Period	Year to Date
Taxable	\$2,870.18	\$12,002.70
Dividends	0.04	2.54
Interest	0.00	58.75
Return of capital	\$2,870.22	\$12,063.99
Total		

### Holdings (Symbol) as of December 31, 2010

Stocks					
ISHARES TR MSCI EAFE INDEX FD (EFA )	4,250.000	\$58.220	\$230,605.00	December 1, 2010	Total Value December 31, 2010
					\$247,435.00

Core Account	7,403.260	1.000	4,601.07		7,403.26
CASH					\$254,838.26

### Total Market Value

Position held in cash account.

### Transaction Details

(for holdings with activity this period)

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THE BARR FUND  
30-6111449  
Attachment to 990PF - Part II

**Investment Report**

December 1, 2009 - December 31, 2009

**Brokerage 675-789984 THE BARR FUND**

Separate Account Manager: WENTWORTH HAUSER & VIOLICH, INC. - INTERNATIONAL EQUITY ADR

**Holdings** (Symbol) as of December 31, 2009

	Quantity December 31, 2009	Price per Unit December 31, 2009	Total Value December 1, 2009	Total Value December 31, 2009
MANULIFE FINL CORP ISIN #CA56501R1064	130.000	18.340	2,269.80	2,384.20
SEDOL #2492519 (MFC)	150.000	48.561	7,091.85	7,284.15
NESTLE S A SPONSORED ADR REPSTG REG SH VTG (NSRGY)	230.000	54.430	12,788.00	12,518.90
NOVARTIS AG ADR ISIN #US66987V1088 (NVS)	100.000	108.500	11,242.00	10,850.00
POTASH CORP SASK INC ISIN #CA73755L1076 SEDOL #2696980 (POT)	25.000	97.892	2,296.67	2,447.30
RWE AG SPONS ADR REPSTG ORD PAR DM 50 (RWEQY)	65.000	215.390	13,266.50	14,000.35
RIO TINTO PLC SPONSORED ADR (RTP)	200.000	65.090	12,778.00	13,018.00
SCHLUMBERGER LTD ISIN #AN8068571086 SEDOL 2779201 (SLB)	185.000	27.170	5,028.30	5,026.45
SMITH INTL INC (SII)	320.000	35.310	11,587.20	11,299.20
SUNCOR ENERGY INC NEW COM ISIN #CA8672241079 SEDOL #B3NB1P2 (SU)	270.000	42.650	10,654.20	11,515.50
TENARIS SA SPONS ADR (TS)	200.000	32.330	6,162.00	6,466.00
UNILEVER N V ISIN #US9047847093 SEDOL #2416542 NEW YORK SHS NEW (UN)	410.000	29.030	11,754.70	11,902.30
VALE S A ADR N/C FROM 204412209 #REOR M005058650001 (VALE)	160.000	\$42.640	\$6,830.40	\$6,822.40
COOPER INDUSTRIES PLC (IE) COM USD0 01 SEDOL #B40K911 (CBE)	105.000	35.740	3,713.85	3,752.70
INGERSOLL-RAND PLC SHS ISIN #BMG4776G1015 SEDOL #B633030 (IR)	750.000	21.890	15,487.50	16,417.50
NABORS INDUSTRIES LTD (BERMUJA) ISIN #BMG6359F1032 SEDOL #2863372 (NBR)				

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# Investment Report

December 1, 2009 - December 31, 2009

## Brokerage 675-789984 THE BARR FUND Separate Account Manager: WENTWORTH HAUSER & VIOLICH, INC. - INTERNATIONAL EQUITY ADR

Holdings (Symbol as of December 31, 2009)	Quantity December 31, 2009	Price per Unit December 31, 2009	Total Value December 31, 2009	Total Value December 31, 2009
PARTNERRE LTD ISIN #BMG6852T1053	40,000	74.660	3,081.60	2,986.40
SEDOL #2571832 (PRE)				
WEATHERFORD INTERNATIONAL LTD	675,000	17.910	11,272.50	12,089.25
REG ISIN #CH0039838394 (WFT)				
NOBLE CORPORATION BAAR NAMEN -AKT	425,000	40.700	17,556.75	17,297.50
ISIN #CH003347318 SEDOL #B65Z9D7 (NE				
)				
TRANSOCEAN LTD ZUG NAMEN -AKT	170,000	82.800	14,516.30	14,076.00
ISIN #CH0048265513 SEDOL #B3KFWW1				
(RIG)				
CORE LABORATORIES NV SHS	25,000	118.120	2,656.25	2,953.00
ISIN #NL000200384 SEDOL #2182531				
(CLB)				
AGRIUM INC ISIN #CA0089161081	90,000	61.500	5,027.40	5,535.00
SEDOL #2213538 (AGU)				
AXA SA EACH REPGTG 1 ORD SHS (AXA)	130,000	23.680	3,218.80	3,078.40
BASF SE SPONSORED ADR (BASFY)	100,000	62.756	6,036.90	6,275.60
BHP BILLITON LTD SPON ADR	180,000	76.580	13,554.00	13,784.40
ISIN #US0886061086 SEDOL #2144337				
(BHP)				
BRITISH AMERICAN TOB SP ADR	85,000	64.660	5,207.95	5,496.10
REPGTG 2 ORD SHS (BTI)				
BROOKFIELD ASSET MGMT INC COM VOTING	115,000	22.180	2,440.30	2,550.70
SHS CL A ISIN #CA1125851040 (BAM)				
CADBURY PLC SPONSORED ADR (CBY)	110,000	51.390	5,870.70	5,652.90
CAMERON INTL CORP COM (CAM)	190,000	41.800	7,182.00	7,942.00
CANADIAN NATL RY CO ISIN #CA1363751027	90,000	54.360	4,734.00	4,892.40
SEDOL #2180632 (CNI)				
CANADIAN PAC RAILWAY LTD	110,000	54.000	5,330.60	5,940.00
ISIN #CA13645T1003 SEDOL #2793115 (CP				
)				
DIAGEO PLC ISIN #US25243Q2057 (DEO)	90,000	69.410	6,084.90	6,246.90

\$425,977.16



THE BARR FUND  
36-6111449

**Investment Report**

Attachment to 990 PF - Part II December 1, 2010 - December 31, 2010

**Brokerage 675-789968 THE BARR FUND**  
Separate Account Manager: HORIZON ASSET MANAGEMENT INC. - CORE VALUE

Holdings (Symbols) as of December 31, 2010	Quantity December 31, 2010	Price per Unit December 31, 2010	Total Value December 31, 2010	Total Value December 31, 2010
HENDERSON LAND DEVELOPMENT CO LTD ISIN #HK0012000102 SEDOL #6420538 (HONG KONG) (HLDVF)	3,340,000	6.818	23,547.90	22,771.78
HONG KONG EXCHANGES AND CLEARING LTD SHS ISIN #HK0388045442 SEDOL #6267359 (HKXCF)	1,000,000	22.679	22,908.57	22,679.17
ANGLO AMERN PLC ADR NEW (AAUKY)	220,000	26.111	4,831.64	5,744.42
AUTONATION INC (AN)	189,000	28.200	2,194.90	5,329.80
B O K FINANCIAL CORP NEW (BOKF)	47,000	53.400	2,390.08	2,509.80
BERKSHIRE HATHAWAY INC DEL CL B NEW (BRKB)	281,000	80.110	3,296.00	22,510.91
BHP BILLITON LTD SPON ADR ISIN #US0886061086 SEDOL #2144337 (BHP)	40,000	92.920	3,716.80	3,716.80
BROOKFIELD ASSET MGMT INC COM VOTING SHS CL A ISIN #CA1125851040 (BAM)	1,119,000	33.290	32,708.37	37,251.51
CB RICHARD ELLIS GROUP INC CL A (CBG)	347,000	20.480	6,558.93	7,106.56
CME GROUP INC (CME)	48,000	321.750	13,826.88	15,444.00
CNOOC LTD SPONSORED ADR (CEO)	69,000	238.370	14,855.70	16,447.53
CARNIVAL CORP PAIRED CTF 1 COM CARNIVAL CORP & 1 TR SH BEN INT P&O PRINCESS SPL VTG TR (CCL)	403,000	46.110	16,647.93	18,582.33
CENOVUS ENERGY INC COM NPV ISIN #CA15135U1093 SEDOL #857FG04 (CVE)	344,000	33.240	9,896.88	11,434.56
CHINA LIFE INS CO LTD SPON ADR REPSTG H SHS (LFC)	179,000	61.170	11,484.64	10,949.43
CHINA UNICOM LTD SPONS ADR (CHU)	530,000	14.250	8,924.16	7,552.50
DREAMWORKS ANIMATION SKG INC CL A (DWA)	167,000	29.470	5,175.33	4,921.49
FOREST CITY ENTERPRISES CL A (FCEA)	1,195,000	16.690	18,343.25	19,944.55
FRANCO NEVADA CORP COM NPV ISIN #CA3518581051 SEDOL #B29NFB31 (FNNVF)	524,000	33.473	14,953.67	17,539.61





# Investment Report

December 1, 2010 - December 31, 2010

## Brokerage 675-789968 THE BARR FUND Separate Account Manager: HORIZON ASSET MANAGEMENT INC. - CORE VALUE

**Holdings** (Symbol) as of December 31, 2010

Quantity	Price per Unit	Total Value	Total Value
December 31, 2010	December 31, 2010	December 1, 2010	December 31, 2010
132.000	25.250	5,337.50	3,333.00
<b>GAZPROM O A O SPONSORED ADR</b>			
ISIN #US3682872078 SEDOL #5140989 (OGZPY)			
714.000	25.930	16,636.20	18,514.02
GRUPO TELEVISA SA DE CV ADR-REPR 5 ORD			
PTG CERTS(BNY) (TV)			
272.000	50.640	13,610.88	13,774.08
ICICI BK LTD ADR (IBN)			
444.000	40.520	19,285.92	17,990.88
IMPERIAL OIL LTD COM NEW			
ISIN #CA4530384086 SEDOL #2454241 (IMO)			
845.000	30.870	23,117.10	26,085.15
JARDEN CORP COM (JAH)			
250.000	29.520	10,431.03	7,380.00
LENDER PROCESSING SVCS INC COM (LPS)			
971.000	29.180	25,207.16	28,333.78
LEUCADIA NATL CORP (LUK)			
336.000	62.560	16,698.20	21,020.16
LIBERTY MEDIA HLDG CORP CAP COM SER A (LCAPA)			
555.000	38.910	20,762.55	21,595.05
562.000	31.485	17,236.54	17,694.57
47.000	224.110	11,140.41	10,533.17
MARKET VECTORS ETF TR GAMING ETF (BJK)			
401.000	29.980	10,955.32	12,021.98
MASTERCARD INC CL A (MA)			
361.000	23.730	7,750.67	8,566.53
NYSE EURONEXT (NYX)			
351.000	73.750	22,990.50	25,886.25
NASDAQ OMX GROUP INC (NDAQ)			
158.000	16.440	2,597.52	2,597.52
SEARS HLDGS CORP (SHLD)			
SWIRE PACIFIC ADR EACH REP 1 A			
HK00.60(BNY) (SWRAY)			
<b>Other</b>			
96.000	83.330	7,831.68	7,999.68
VORNADO RLTY TR (VNO)			
666.000	\$12.831	\$5,994.98	\$8,545.11
DE LA RUE ORD GBPO 4486857			
ISIN #GB00B3DGH821 SEDOL #B3DGH82 (DELR)			
288.000	26.810	8,058.24	7,721.28
GREENLIGHT CAPITAL RE LTD COM STK			
USD0 10 CLASS A (GLRE)			
12,100.000	0.534	6,622.08	6,459.58
BEIJING CAPITAL INTERNATIONAL			
AIRPORT CO LTD BCIA SHS H (CHINA) ISIN			
#CNE10000221 SEDOL #6208422 (BJCHF)			
			<u>\$ 518,488.94</u>

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# Investment Report

December 1, 2010 - December 31, 2010

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PHILLIP RAVID

230 W MONROE ST STE 330  
CHICAGO IL 60606-4701

Online Fidelity.com  
FAST(sm)-Automated Telephone 800-544-5555  
Customer Service 800-544-6666

ID: G13212037

THE BARR FUND  
30-bill449  
ATTACHMENT TO FORM 990PF - PART II

## Brokerage 675-544655 THE BARR FUND

Your Financial Advisor: ISS

### Account Summary

Beginning value as of Dec 1	\$1,050,523.58
Other Tax Withheld	-74.51
Change in investment value	79,284.84
Ending value as of Dec 31	\$1,129,733.91

### Income Summary

This Period	Year to Date
Taxable	
Dividends	\$1,173.27
Interest	0.22
Total	\$1,173.49

### Holdings (Symbol) as of December 31, 2010

Stocks	Quantity December 31, 2010	Price per Unit December 31, 2010	Total Value December 1, 2010	Total Value December 31, 2010
ARCH CAPITAL GROUP COM STK USD0.01 (ACGL)	396,000	\$88.050	\$35,758.80	\$34,867.80
MILLICOM INTERNATIONAL CELLULAR COM USD1.50 (POST-SUBD) (MICC)	372,000	95.600	32,282.16	35,563.20
TGS-NOPEC GEOPHYSICAL COMPANY NOK0.25 ISIN #NO0003078600 SEDOL #815SLC4 (TGSNF)	2,179,000	22.400	37,263.44	48,809.60
ABBOTT LABORATORIES (ABT)	889,000	47.910	41,347.39	42,591.99
AMERIS BANCORP COM (ABC8)	1,321,000	10.540	12,734.44	13,923.34
APPLE INC (AAPL)	101,000	322.560	31,426.15	32,578.56

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# Investment Report

December 1, 2010 - December 31, 2010

## Brokerage 675-544655 THE BARR FUND

Your Financial Advisor: ISS

### Holdings (Symbol) as of December 31, 2010

	Quantity December 31, 2010	Price per Unit December 31, 2010	Total Value December 1, 2010	Total Value December 31, 2010
ATLANTIC TELE NETWORK INC NEW (ATNI)	618,000	38.373	21,191.22	23,714.51
BEACON ROOFING SUPPLY INC COM (BECN)	1,792,000	17.870	30,804.48	32,023.04
BERKSHIRE HATHAWAY INC DEL CL B NEW (BRKB)	463,000	80.110	36,891.84	37,090.93
CENOVUS ENERGY INC COM NPV ISIN #CA15135U1093 SEDOL #B57FG04	1,290,000	33.240	37,113.30	42,879.60
(CVE)				
CISCO SYS INC (CSCO)	1,766,000	20.230	33,836.56	35,726.18
DENTSPLY INTL INC (NEW) (XRAY)	1,054,000	34.170	31,136.44	36,015.18
GOLDMAN SACHS GROUP INC (GS)	126,000	168.160	19,673.64	21,188.16
GOOGLE INC CL A (GOOG)	75,000	593.970	37,788.28	44,547.75
INTL BUSINESS MACH (IBM)	296,000	146.760	41,872.16	43,440.96
JPMORGAN CHASE & CO (JPM)	796,000	42.420	29,770.40	33,766.32
MANPOWER INC WIS (MAN)	664,000	62.760	37,396.48	41,672.64
MULTI COLOR CORP (LABL)	1,531,000	19.460	29,931.05	29,793.26
NORDSON CORP (NDSN)	299,000	91.880	23,749.57	27,472.12
NORTHERN TR CORP (NTRS)	958,000	55.410	48,187.40	53,082.78
PETROQUEST ENERGY INC (PQ)	5,415,000	7.530	37,525.95	40,774.95
PURE CYCLE CORP COM NEW (PCYO)	4,592,000	3.550	16,026.08	16,301.60
SOLERA HLDGS INC (SLH)	633,000	51.320	30,384.00	32,485.56
SUNCOOR ENERGY INC NEW COM ISIN #CA8672241079 SEDOL #B3NB1P2	1,336,000	38.290	44,902.96	51,155.44
(SU)				
TETRA TECH INC NEW (TEK)	1,372,000	25.060	31,706.92	34,382.32
TEVA PHARMACEUTICAL INDS LTD ADR (TEVA)	925,000	52.130	46,287.00	48,220.25
VIRTUS INVT PARTNERS INC COM (VRTS)	579,000	45.370	25,939.20	26,269.23
VOLTERRA SEMICONDUCTOR CORP (VLTR)	1,770,000	23.160	39,860.40	40,993.20
WMS INDS INC (WMS)	874,000	45.240	36,810.50	39,539.76
WAL-MART STORES INC (WMT)	596,000	53.930	32,237.64	32,142.28
WINTRUST FINANCIAL CORP (WTFC)	1,008,000	33.030	28,879.20	33,294.24
<b>Core Account</b>				
CASH	23,427,160	1.000	29,808.53	23,427.16
				<u>\$ 1,106,206.75</u>

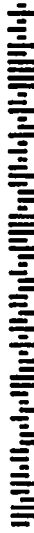


# Investment Report

December 1, 2010 - December 31, 2010

THE BARR FUND  
36-6111449  
Attachment to 09DPP-Part II

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PHILLIP RAVID  
230 W MONROE ST STE 330  
CHICAGO IL 60606-4701

Online Fidelity.com  
FAST(sm)-Automated Telephone 800-544-5555  
Customer Service 800-544-6666

ID: G13212036

## Brokerage 675-544639 THE BARR FUND

Your Financial Advisor: ISS

### Account Summary

Beginning value as of Dec 1	\$510,557.74
Net adjustments	7,391.25
Change in investment value	0.00
Ending value as of Dec 31	\$517,948.99

### Income Summary

This Period	Year to Date
Taxable	
Interest	\$1.04
	\$0.00

### Holdings (Symbol) as of December 31, 2010

Other					
1837 PARTNERS LTD BASED ON MGMTS					
UNCONFIRMED ESTIMATE OF NET ASSETS					

	Quantity	Price per Unit	Total Value	Total Value
	December 31, 2010	December 31, 2010	December 1, 2010	December 31, 2010
	517,948.990	\$1.000A	\$510,557.74	\$517,948.99

Position held in cash account.

### Transaction Details (for holdings with activity this period)

0001 101231 0001 021124473

04 18 000

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