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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

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

CTW FOUNDATION, INC.

A Employer identification number

51-6011637

Number and street (or P.O. box number if mail is not delivered to street address)

ROBERT A. TUCKER, DIR.

P.O. BOX 911

Room/suite

B Telephone number (see page 10 of the instructions)

(302) 429-9427

City or town, state, and ZIP code

WILMINGTON, DE 19899-0911

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) \$ 12,930,011.

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).)

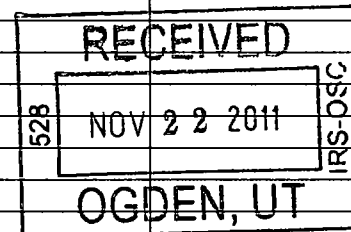
(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	0.			
	2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	172.	172.		ATCH 1
	4	Dividends and interest from securities	163,871.	277,171.		ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	197,206.			
	b	Gross sales price for all assets on line 6a	3,658,912.			
	7	Capital gain net income (from Part IV, line 2)		203,224.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	682.	-422.		ATCH 3
	12	Total. Add lines 1 through 11	361,931.	480,145.		
	13	Compensation of officers, directors, trustees, etc.	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16	Legal fees (attach schedule)				
	17	Accounting fees (attach schedule) ATCH 4	33,142.	0.	0.	27,100.
	18	Other professional fees (attach schedule)				
	19	Interest. ATTACHMENT 5	0.	38.		
	20	Taxes (attach schedule) (see page 14 of the instructions)	9,763.	4,195.		
	21	Depreciation (attach schedule) and depletion				
	22	Occupancy				
	23	Travel, conferences, and meetings				
	24	Printing and publications				
	25	Other expenses (attach schedule) ATCH 7	22,636.	79,004.		3,142.
	26	Total operating and administrative expenses. Add lines 13 through 23	65,541.	83,237.	0.	30,242.
	27	Contributions, gifts, grants paid	410,000.			418,000.
	28	Total expenses and disbursements. Add lines 24 and 25	475,541.	83,237.	0.	448,242.
	29	Subtract line 28 from line 12.	-113,610.			
	a	Excess of revenue over expenses and disbursements				
	b	Net investment income (if negative, enter -0-)		396,908.		
	c	Adjusted net income (if negative, enter -0-)				



For Paperwork Reduction Act Notice, see page 30 of the instructions.

JSA **

ATCH 6

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Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing	12,250.	3,181.	3,181.
	2 Savings and temporary cash investments	257,159.	87,192.	87,192.
	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), b Investments - corporate stock (attach schedule) ATCH 8	8,111,356.	8,937,195.	9,381,446.
	c Investments - corporate bonds (attach schedule).			
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 9	4,523,079.	3,770,364.	3,445,957.
	14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ ATCH 10)	22,074.	12,235.	12,235.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	12,925,918.	12,810,167.	12,930,011.
Liabilities	17 Accounts payable and accrued expenses	12,960.	10,819.	
	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)	12,960.	10,819.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	12,912,958.	12,799,348.	
	30 Total net assets or fund balances (see page 17 of the instructions)	12,912,958.	12,799,348.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	12,925,918.	12,810,167.	

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	12,912,958.
2 Enter amount from Part I, line 27a	2	-113,610.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	12,799,348.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,799,348.

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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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	203,224.	
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	596,150.	11,232,239.	0.053075
2008	635,550.	14,468,727.	0.043926
2007	800,054.	17,036,383.	0.046961
2006	800,074.	15,652,289.	0.051115
2005	540,829.	13,877,777.	0.038971
2 Total of line 1, column (d)			2 0.234048
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.046810
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 12,171,901.
5 Multiply line 4 by line 3			5 569,767.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,969.
7 Add lines 5 and 6			7 573,736.
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.			8 448,242.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1 7,938.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2
3 Add lines 1 and 2		3 7,938.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4 0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5 7,938.
6 Credits/Payments		
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 15,432.	
b Exempt foreign organizations-tax withheld at source	6b 0.	
c Tax paid with application for extension of time to file (Form 8868)	6c 0.	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d	7 15,432.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 7,494.	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) DE		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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 <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> SEE STATEMENT G Telephone no <input type="checkbox"/>			
Located at <input type="checkbox"/> ZIP + 4 <input type="checkbox"/>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 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? 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 <input type="checkbox"/>	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/>		
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) <input type="checkbox"/>	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 <input type="checkbox"/>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No SEE STATEMENT H		
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) <input type="checkbox"/>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

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

5b 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

6b 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

7b 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
SEE STATEMENT E		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 ☐

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services **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 NONE	
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	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	12,338,917.
b	Average of monthly cash balances	1b	4,314.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	14,029.
d	Total (add lines 1a, b, and c)	1d	12,357,260.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	12,357,260.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	185,359.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,171,901.
6	Minimum investment return. Enter 5% of line 5	6	608,595.

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

1	Minimum investment return from Part X, line 6	1	608,595.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	7,938.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,938.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	600,657.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	600,657.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	600,657.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	448,242.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	448,242.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	448,242.

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				600,657.
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				0.
b From 2006				36,837.
c From 2007				0.
d From 2008				0.
e From 2009				36,323.
f Total of lines 3a through e	73,160.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 448,242.				
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				448,242.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	73,160.			73,160.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				79,255.
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				
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Part XIV Private Operating Foundations (see 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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

N/A

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.

N/A

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:

ATTACHMENT 11

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

ATTACHMENT 12

c Any submission deadlines:

ATTACHMENT 13

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

NO RESTRICTIONS OR LIMITATIONS ON AWARDS.

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	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
<i>a Paid during the year</i> SEE STATEMENT F				410,000.
Total ► 3a				410,000.
<i>b Approved for future payment</i>				
Total ► 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments		900000	0.	14	172.	
4 Dividends and interest from securities		900000	0.	14	163,871.	
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income		900000	0.	14	682.	
8 Gain or (loss) from sales of assets other than inventory		900000	0.	18	197,206.	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)			0.		361,931.	
13 Total. Add line 12, columns (b), (d), and (e)						361,931.

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

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

[illegible]

Part XVII




		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]


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

b If "Yes," complete the following schedule

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

Sign Here   

**Paid
Preparer
Use Only**

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
WILLIAM J. MCDEVITT, CPA		11/15/11	<input type="checkbox"/>	P00149971
Firm's name ▶ WILKIN & GUTTENPLAN, P.C.			Firm's EIN ▶ 22-2612018	
Firm's address ▶ 1200 TICES LANE EAST BRUNSWICK, NJ 08816			Phone no 732-846-3000	

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)	
3,658,035.		VARIOUS SALES - SEE STATEMENT D PROPERTY TYPE: SECURITIES 3,461,706.				P	196,329.	
		ACADIAN: NON-US EQUITY [SERIES] K-1 PROPERTY TYPE: OTHER				P	-9,865.	
		ACADIAN: NON-US EQUITY [SERIES] K-1 PROPERTY TYPE: OTHER				P	-22,124.	
		ARTISAN: ALPHA PLUS (NON-US EQUITY) [SER PROPERTY TYPE: OTHER				P	1,638.	
		ARTISAN: ALPHA PLUS (NON-US EQUITY) [SER PROPERTY TYPE: OTHER				P	11,101.	
		GS CAPITAL PARTNERS VI PARALLEL, L.P. K- PROPERTY TYPE: OTHER				P	54,859.	
		VONTOBEL: NON-US EQUITY LLC K-1 PROPERTY TYPE: OTHER				P	-6,460.	
		VONTOBEL: NON-US EQUITY LLC K-1 PROPERTY TYPE: OTHER				P	-25,383.	
		OCM MEZZANINE FUND, L.P. K-1 PROPERTY TYPE: OTHER				P	2,221.	
		VARIOUS CLASS ACTION SETTLEMENTS PROPERTY TYPE: SECURITIES 0.				P	877.	
877.		GS CAPITAL PARTNERS VI PARALLEL, L.P. - PROPERTY TYPE: OTHER				P	31.	
TOTAL GAIN (LOSS)							<u>203,224.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST	172.	172.
TOTAL	<u>172.</u>	<u>172.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDENDS	163,871.	163,871.
OCM MEZZANINE FUND, L.P.		
OCM MEZZANINE FUND, L.P.	0.	7,007.
ACADIAN: NON-US EQUITY [SERIES] K-1	0.	118.
ACADIAN: NON-US EQUITY [SERIES] K-1	0.	4.
GS CAPITAL PARTNERS VI PARALLEL, L.P.	0.	15,765.
GS CAPITAL PARTNERS VI PARALLEL, L.P.	0.	21,186.
ARTISAN: ALPHA PLUS (NON US EQTY) K-1	0.	14,996.
VONTOBEL: NON-US EQUITY LLC	0.	24,626.
GSCP VI PARALLEL AIV, L.P.	0.	30,265.
LESS: K-1 GS CAPITAL PTRS UBTI TO 990-T	0.	-669.
TOTAL	<u>163,871.</u>	<u>277,171.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MISCELLANEOUS INCOME	682.	682.
ARTISAN:DYNAMIC EQUITY(NON-US EQUITY)K-1	0.	3,557.
VONTOBEL: NON-US EQUITY LLC K-1	0.	-3,468.
GS CAPITAL PARTNERS VI PARALLEL, L.P.	0.	-1,018.
GS CAPITAL PARTNERS VI PARALLEL, L.P.	0.	6,175.
ACADIAN: NON-US EQUITY [SERIES] K-1	0.	-6,417.
OCM MEZZANINE FUND, L.P. K-1	0.	63.
LESS: K-1 GS CAPITAL PTRS UBTI TO 990-T	0.	4.
TOTALS	682.	-422.

ATTACHMENT 4FORM 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	33,142.			27,100.
TOTALS	<u>33,142.</u>	<u>0.</u>	<u>0.</u>	<u>27,100.</u>

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GS CAPITAL PTRS ALLOC TO UBTI	0.	-104.
GS CAPITAL PTRS VI PARALLEL	0.	142.
TOTALS	0.	38.

ATTACHMENT 6FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES-OTHER	40.	40.
ACADIAN: NON-US EQUITY K-1	0.	1,182.
ARTISAN: ALPHA PLUS K-1	0.	1,589.
VONTOBEL: NON-US EQUITY LLC	0.	1,217.
GS CAPITAL PTNRS PARALLEL, LP	0.	167.
FEDERAL INCOME TAXES	9,723.	0.
TOTALS	<u>9,763.</u>	<u>4,195.</u>

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	19,389.	19,389.	
BANK SERVICE CHARGES	105.	105.	
POSTAGE	122.	0.	122.
REIMBURSEMENT OF EXPENSES	3,020.	0.	3,020.
GSCP VI PARALLEL AIV, L.P.	0.	1,307.	
OCM MEZZANINE FUND, L.P.	0.	2,966.	
ACADIAN: NON-US EQUITY K-1	0.	7,931.	
ARTISAN: ALPHA PLUS K-1	0.	14,636.	
VONTOBEL: NON-US EQUITY K-1	0.	13,359.	
GS CAPITAL PRTRNS VI, L.P.	0.	19,358.	
EXPENSES ALLOCATED TO UBTI	0.	-47.	
TOTALS	22,636.	79,004.	3,142.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE STATEMENT A	8,937,195.	9,381,446.
TOTALS	<u>8,937,195.</u>	<u>9,381,446.</u>

ATTACHMENT 9

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE STATEMENT B	3,770,364.	3,445,957.
TOTALS	<u>3,770,364.</u>	<u>3,445,957.</u>

ATTACHMENT 10

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ACCRUED INTEREST & DIVIDENDS	2,175.	2,175.
OTHER RECEIVABLES	10,060.	10,060.
TOTALS	<u>12,235.</u>	<u>12,235.</u>

CTW FOUNDATION, INC.

EIN 51-6011637

2010 FORM 990-PF

PART XV - NAME, ADDRESS AND PHONE NUMBER FOR APPLICATIONS

ROBERT A. TUCKER

c/o HODSON SERVICES, LLC

200 BELLEVUE PARKWAY, SUITE 100

WILMINGTON, DE 19809

TELEPHONE #: (302) 429-9427

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

SCHOLARSHIP APPLICATION INCLUDES BIOGRAPHICAL, SCHOLASTIC & FINANCIAL
DATA. NO SPECIAL FORM FOR OTHERS.

990PF, PART XV - SUBMISSION DEADLINES

NO - REQUESTS FOR CONTRIBUTIONS OR SCHOLARSHIPS ARE REVIEWED UPON RECEIPT.

CTW Foundation, Inc.
 EIN: 51-6011637
 2010 Form 990-PF
 Part II, Line 10b
 Investments - Corporate Stock

<u>Security</u>	<u>Shares</u>	<u>Cost</u>	<u>Ending Fair Market Value</u>
Large Cap Concentrated Value	Various	\$774,818	\$895,319
Ishares S&P Global Energy	Various	562,493	692,339
GS High Yield Inst Fund	Various	324,827	319,578
GS Core Fixed Income	Various	1,964,495	1,963,710
GS Emergining Markets	Various	330,568	311,024
GS Global Event Driven	Various	473,883	496,151
GS Global Equity Partners	Various	500,000	467,581
GS Asia Partners, Ltd.	Various	365,197	77,076
GS Princeton Fund	Various	606,685	672,745
GS Mid Cap Value Fund	Various	604,982	695,902
GS Neuberger Berman	Various	312,733	338,132
LC Strategic Growth SEP Account	Various	581,927	708,614
Technology SPDR XLK	Various	306,661	343,843
Vanguard REIT Vipers	Various	600,263	678,836
Vanguard Emerging Markets	Various	600,768	693,784
GS Enhanced Income Instl Shares	Various	26,895	26,812
Total Investments - Corporate Stock, Part II, Line 10b		<u>\$8,937,195</u>	<u>\$9,381,446</u>

CTW Foundation, Inc.
EIN: 51-6011637
2010 Form 990-PF
Part II, Line 13
Investments - other

<u>Investment</u>	<u>Cost</u>	<u>Ending Fair Market Value</u>
Acadian	\$920,000	\$392,595
GS Artisan:Dynamic Equity	471,000	805,538
GS Capital Partners VI Parallel, L.P.	1,292,867	1,216,647
OCM Mezzanine Fund	(113,503)	10,084
Vontobel	1,200,000	1,021,093
 Total Investments - other, Part II, Line 13	 <u>\$3,770,364</u>	 <u>\$3,445,957</u>

CTW FOUNDATION, INC.
EIN 51-6011637
2010 FORM 990-PF
Part XVI-A, Line 12, Column b

The taxpayer's revenue per books does not include any UBTI.
Part XVI-A, column b reflects none of UBTI for this reason
and does not reflect amounts as reported on Form 990-T.

Statement C

CTW Foundation, Inc.
 EIN: 51-6011637
 2010 Form 990-PF
 Capital Gains and Losses

	<u>Date Acquired</u>	<u>Date Sold</u>		<u>Cost Basis</u>	<u>Proceeds</u>	<u>Gain/Loss</u>
Neuberger Berman	Various	2010	ST	92,169	104,323	12,154
Large Cap Concentrated Value	Various	2010	LT	552,342	568,204	15,862
Large Cap Concentrated Value	Various	2010	ST	889,457	947,140	57,683
LC Strategic Growth SepAcct	Various	2010	LT	266,878	316,065	49,187
LC Strategic Growth SepAcct	Various	2010	ST	70,715	82,941	12,226
Ishare S&P Global	Various	2010	LT	562,493	612,983	50,490
Enhanced Income Instl Shares	Various	2010	ST	979,409	978,240	(1,169)
Enhanced Income Instl Shares	Various	2010	LT	48,243	48,139	(104)
Totals				<u><u>3,461,705</u></u>	<u><u>3,658,034</u></u>	<u><u>196,329</u></u>

CTW FOUNDATION, INC.

EIN 51-6011637

2010 FORM 990-PF

PART VIII, LINE 1: OFFICERS, TRUSTEES, FOUNDATION MANAGERS & THEIR COMPENSATION

NAME & ADDRESS	TITLE & AVERAGE HRS/WK	COMPENSATION	EMPLOYEE BEN PLAN CONTRIBUTION	EXPENSE ACCOUNT
Robert A. Tucker Gov. Wentworth Highway #4 P.O. Box 513 Mirror Lake, NH 03853	President/Director Part	0	0	0
Charles W. Bower PO Box 188 Palm Harbor, FL 34682-0188	Treasurer/Director Part	0	0	0
Finn M.W. Caspersen, Jr. 500 Hills Drive, Suite 300 Bedminster, NJ 07921	Director Part	0	0	0
Bruce R. Tucker 54 Knollwood Road Madison, NJ 07940	Director Part	0	0	0
Eileen D. Dickey 200 Bellevue Parkway, Suite 100 Wilmington, DE 19809	Secretary Part	0	0	0
TOTAL:		0	0	0

CTW Foundation, Inc.
 EIN: 51-6011637
 Grants/Contributions Paid/Approved During the Year Ended December 31, 2010

Date	Contributions	Recipient	Address
04/09/2010	20,000 00	The Shakespeare Theatre of New Jersey	36 Madison Avenue, Madison, NJ 07940
06/22/2010	10,000 00	Brown University	One Prospect Street Campus Box 1860 Providence RI 02910
09/16/2010	5,000 00	The Morris Museum of Arts and Sciences	6 Normandy Heights Road, Morristown, New Jersey 07960
12/17/2010	10,000 00	Drew University	36 Madison Avenue, Madison, NJ 07940
12/17/2010	10,000 00	Conservation Resources Inc	2 Mount Paul Road, Mendham, NJ 07945
12/17/2010	10,000 00	Harness Racing Museum and Hall of Fame	P O Box 590, 240 Main Street, Goshen, NY 10924
12/17/2010	10,000 00	New Jersey Conservation Foundation	Bamboo Brook, 170 Longview Road, Far Hills, NJ 07931
12/17/2010	10,000 00	New Jersey Museum of Agriculture	P O Box 7788, North Brunswick, NJ 08902-7788
12/17/2010	5,000 00	African People & Wildlife Fund	P O Box 624, Bernardsville, NJ 07924
12/17/2010	250,000 00	The Hospital for Special Surgery	535 East 70th Street, New York, NY 10021
12/17/2010	15,000 00	The Hospice Foundation of the FL Suncoast	300 East Bay Drive, Largo, FL 33770-9850
12/17/2010	25,000 00	Connecticut College	270 Mohegan Avenue, New London, CT 06320
12/17/2010	5,000 00	The Peddie School	South Main Street, PO Box A, Hightstown, NJ 08520
12/17/2010	10,000 00	Jefferson Medical College	1015 Walnut Street, Suite 110, Philadelphia, PA 19107
12/17/2010	15,000 00	Wesleyan University	318 High Street, Middletown, CT 06459-0472
	<u>410,000 00</u>		
02/02/2010	<u>8,000 00</u>	St. John on the Mountain	379 Mount Harmony Road Bernardsville, NJ 07924
		Approved contribution in prior year, paid in current year	
Total	<u>418,000 00</u>		

CTW FOUNDATION, INC.
EIN 51-6011637
2010 FORM 990-PF
Part VII-A - Question 14

Taxpayer's books are in care of:
Hodson Services, LLC

Located at: 200 Bellevue Parkway - Suite 100
Wilmington, DE 19809

Telephone #: (302) 429-9427

CTW FOUNDATION, INC.
EIN 51-6011637
2010 FORM 990-PF
Part VII-B, Line 3a

Taxpayer has an interest in six partnerships:

Acadian: Non-US Equity [Series] (EIN: 65-1282080)
Artisan: Alpha Plus (Non-US Equity) [Series] (EIN: 51-0555767)
GSCP VI Parallel AIV, L.P. (EIN: 99-0580946)
GS Capital Partners VI Parallel, L.P. (EIN: 43-2115554)
OCM Mezzanine Fund, L.P. (EIN: 95-4869531)
Vontobel: Non-US Equity, LLC (EIN: 45-0562311)

The only activity of these partnerships is to hold investment property.
These entities do not carry on a trade or business.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

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

Type or print File by the extended due date for filing your return. See instructions.	Name of exempt organization		Employer identification number
	CTW FOUNDATION, INC.		51-6011637
	Number, street, and room or suite no. If a P O box, see instructions		
	ROBERT A. TUCKER, DIR., P.O. BOX 911		
City, town or post office, state, and ZIP code. For a foreign address, see instructions.			
WILMINGTON, DE 19899-0911			

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

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

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

- The books are in the care of ☐ HODSON SERVICES, LLC
Telephone No. ☐ 302 429-9427 - FAX No. ☐ 302 425-0496
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for
- 4 I request an additional 3-month extension of time until 11/15, 20 11
- 5 For calendar year 2010, or other tax year beginning , 20 , and ending , 20
- 6 If the tax year entered in line 5 is for less than 12 months, check reason. ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension AWAITING THIRD PARTY INFORMATION TO FILE COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	8,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	15,432.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c \$	

Signature and Verification

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

Signature Title Date

Form 8868 (Rev. 1-2011)

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

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

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

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

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

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

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

Part I only ☐

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

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization	Employer identification number
	CTW FOUNDATION, INC.	51-6011637
	Number, street, and room or suite no. If a P.O. box, see instructions	ROBERT A. TUCKER, DIR.
	P.O. BOX 911	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	WILMINGTON, DE 19899-0911	

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

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

- The books are in the care of ▶ HODSON SERVICES, LLC

Telephone No ▶ 302 429-9427FAX No ▶ 302 425-0496

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ▶ ☒ calendar year 20 10 or
- ▶ ☐ tax year beginning , 20 , and ending , 20

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	8,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	15,432.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	

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

For Paperwork Reduction Act Notice, see Instructions.

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