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EXTENDED TO NOVEMBER 15, 2016

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

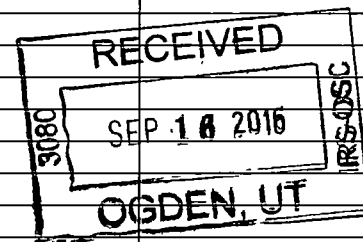
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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2015 or tax year beginning

, and ending

Name of foundation GEORGE B. HENDERSON FOUNDATION		A Employer identification number 04-6089310
Number and street (or P O box number if mail is not delivered to street address) HEMENWAY & BARNES, PO BOX 961209	Room/suite	B Telephone number 617-523-6800
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 02196-1209		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 7,938,867.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	195,432.	195,432.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	754,261.			
	b Gross sales price for all assets on line 6a	2,021,767.			
	7 Capital gain net income (from Part IV, line 2)		754,261.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	949,693.	949,693.	0.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	67,827.	61,044.	0.	6,783.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees	27,810.	0.	0.	27,810.
	b Accounting fees	3,904.	3,514.	0.	390.
	c Other professional fees				
	17 Interest				
	18 Taxes	13,987.	3,427.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	693.	0.	0.	693.
	24 Total operating and administrative expenses. Add lines 13 through 23	114,221.	67,985.	0.	35,676.
	25 Contributions, gifts, grants paid	394,207.			394,207.
26 Total expenses and disbursements. Add lines 24 and 25	508,428.	67,985.	0.	429,883.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	441,265.				
b Net investment income (if negative, enter -0-)		881,708.			
c Adjusted net income (if negative, enter -0-)			0.		



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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	7,796.	98,546.	98,546.
	2 Savings and temporary cash investments	594,889.	423,974.	423,887.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 6	1,681,761.	1,586,397.	1,650,551.
	b Investments - corporate stock STMT 7	3,183,344.	3,804,799.	5,765,883.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,467,790.	5,913,716.	7,938,867.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	4,980,693.	4,980,693.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	487,097.	933,023.		
30 Total net assets or fund balances	5,467,790.	5,913,716.		
31 Total liabilities and net assets/fund balances	5,467,790.	5,913,716.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,467,790.
2 Enter amount from Part I, line 27a	2	441,265.
3 Other increases not included in line 2 (itemize) ▶ NET CURRENT ACCRETION/AMORTIZATION	3	4,661.
4 Add lines 1, 2, and 3	4	5,913,716.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,913,716.

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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				
b SEE ATTACHED STATEMENTS				
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 2,021,767.		1,267,506.	754,261.

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			754,261.

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	754,261.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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))
2014	387,699.	8,571,878.	.045229
2013	306,482.	8,000,581.	.038307
2012	440,371.	7,451,626.	.059097
2011	323,558.	7,342,922.	.044064
2010	354,112.	7,071,279.	.050078

2 Total of line 1, column (d)	2	.236775
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	.047355
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	8,433,345.
5 Multiply line 4 by line 3	5	399,361.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,817.
7 Add lines 5 and 6	7	408,178.
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.	8	429,883.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	8,817.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	8,817.
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	8,817.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	9,276.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	9,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	18,276.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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	9,459.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax ☒ 9,459. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the 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: \$ 0. (2) On foundation managers: \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers: \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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 instructions) <u>MA</u>		
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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.THEHENDERSONFOUNDATION.COM</u>	X	
14 The books are in care of ► <u>JOHN K. HERBERT III, NICHOLS & PRAT</u> Telephone no. ► <u>617-523-6800</u> Located at ► <u>50 CONGRESS STREET, SUITE 832, BOSTON, MA</u> ZIP+4 ► <u>02109</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		
16 At any time during calendar year 2015, 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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
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 2015?		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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2015 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 2015)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2015?		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 4945(d)(4)(A)? (see 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 instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

► ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN K. HERBERT III, SEE ATTACHMENT 1	TRUSTEE			
50 CONGRESS STREET, SUITE 832				
BOSTON, MA 02109	2.00	22,610.	0.	0.
ERIC U. HENDERSON, SEE ATTACHMENT 1	TRUSTEE			
2 ELLERY PLACE				
CAMBRIDGE, MA 02138	2.00	11,300.	0.	0.
BARCLAY C. S. HENDERSON, SEE ATTACH	TRUSTEE			
6 HUBBARD PARK ROAD				
CAMBRIDGE, MA 02138	2.00	11,307.	0.	0.
THOMAS E. BATOR, SEE ATTACHMENT 1	TRUSTEE			
50 CONGRESS STREET, SUITE 832				
BOSTON, MA 02109	2.00	22,610.	0.	0.

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

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

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

0

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Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)[illegible]

0

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	7,809,015.
b	Average of monthly cash balances	1b	752,757.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	8,561,772.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	8,561,772.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	128,427.
5	Net value of noncharitable-use assets . Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,433,345.
6	Minimum investment return . Enter 5% of line 5	6	421,667.

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

1	Minimum investment return from Part X, line 6	1	421,667.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	8,817.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	8,817.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	412,850.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	412,850.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	412,850.

Part XII**Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	429,883.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions . Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	429,883.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	8,817.
6	Adjusted qualifying distributions . Subtract line 5 from line 4	6	421,066.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				412,850.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			409,862.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 429,883.				
a Applied to 2014, but not more than line 2a			409,862.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				20,021.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				392,829.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
HISTORIC BOSTON 20 EUSTICE STREET ROXBURY, MA 02119	NONE	PUBLIC CHARITY	HISTORIC PRESERVATION	40,000.
VILNA SHUL BOSTON CENTER 18 PHILLIPS STREET BOSTON, MA 02114	NONE	PUBLIC CHARITY	RELIGIOUS	40,000.
THE FUND FOR PARKS AND RECREATION 1010 MASSACHUSETTS AVENUE BOSTON, MA 02118	NONE	PUBLIC CHARITY	GENERAL	60,000.
THE CHURCH OF THE COVENANT 67 NEWBURY STREET BOSTON, MA 02116	NONE	PUBLIC CHARITY	RELIGIOUS	5,707.
PAUL REVERE MEMORIAL 19 NORTH SQUARE BOSTON, MA 02109	NONE	PUBLIC CHARITY	HISTORICAL	28,500.
Total	SEE CONTINUATION SHEET(S)			3a 394,207.
b Approved for future payment				
NONE				
Total				3b 0.

Part XVII

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

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

[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
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No	
	Signature of officer or trustee <i>[Signature]</i>		Date <i>9/6/16</i>		Title TRUSTEE	
Paid Preparer Use Only	Print/Type preparer's name RONALD H. GAILEY		Preparer's signature <i>[Signature]</i>		Date <i>8/11/16</i>	
	Check ☐ if self-employed		PTIN P00294242			
	Firm's name ▶ HEMENWAY & BARNES LLP				Firm's EIN ▶ 04-1433295	
Firm's address ▶ 75 STATE STREET BOSTON, MA 02109-1466				Phone no. (617) 227-7940		

Form **990-PF** (2015)

Asset Detail

Statement of Value and Activity

December 1, 2015 - December 31, 2015

Asset Detail

Description	Shares/Par Value	Tax Cost	Market Value	Current Yield	Est. Ann. Income	% of Mkt. Val.
Cash & Equivalents						
Money Market Funds						
Federated US Treasury Cash Rsv Fd-I CUSIP: 60934N682	98,546	\$98,545.83	\$98,545.83	0.01%	\$13.21	1.24%
		\$98,545.83	\$98,545.83		\$13.21	1.24%
U.S. Treasury Bills						
U.S. Treasury Bills 4/28/16 CUSIP: 912796GH6	125,000	\$124,810.73	\$124,895.00	0.23%	\$291.49	1.57%
U.S. Treasury Bills 8/18/16 CUSIP: 912796HA0	300,000	\$299,163.00	\$298,992.00	0.37%	\$1,095.00	3.77%
		\$423,973.73	\$423,887.00		\$1,386.49	5.34%
Total Cash & Equivalents		\$522,519.56	\$522,432.83		\$1,399.79	6.58%
Equity						
Consumer Discretionary						
Macy's Inc CUSIP: 55616P104	4,250	\$52,405.90	\$148,665.00	4.12%	\$6,120.00	1.87%
Starbucks Corp CUSIP: 855244109	750	\$42,982.50	\$45,022.50	1.33%	\$600.00	0.57%
TJX Cos Inc CUSIP: 872540109	600	\$43,420.21	\$42,546.00	1.18%	\$504.00	0.54%
		\$138,808.61	\$236,233.50		\$7,224.00	2.98%
Consumer Staples						
Colgate Palmolive Co CUSIP: 194162103	4,500	\$155,006.60	\$299,790.00	2.28%	\$6,840.00	3.78%

Asset Detail (continued)**Statement of Value and Activity**

December 1, 2015 - December 31, 2015

Description	Shares/Par Value	Tax Cost	Market Value	Current Yield	Est. Ann. Income	% of Mkt. Val.
CVS Health Corp CUSIP: 126650100	1,800	\$182,087.19	\$175,986.00	1.74%	\$3,060.00	2.22%
Pepsico Inc CUSIP: 713448108	3,500	\$180,599.00	\$349,720.00	2.81%	\$9,835.00	4.39%
Procter & Gamble Co CUSIP: 742718109	3,000	\$166,286.17	\$238,230.00	3.34%	\$7,956.00	3.00%
Energy						
ExxonMobil Corp CUSIP: 30231G102	3,250	\$9,230.00	\$253,337.50	3.75%	\$9,490.00	3.19%
Schlumberger LTD CUSIP: 806857108	2,250	\$187,827.00	\$156,937.50	2.87%	\$4,500.00	1.98%
Financials						
MasterCard Inc CL A CUSIP: 57636Q104	2,000	\$186,469.90	\$194,720.00	0.78%	\$1,520.00	2.45%
Wells Fargo & Co CUSIP: 949746101	4,500	\$110,923.50	\$244,620.00	2.76%	\$6,750.00	3.08%
Health Care						
Gilead Sciences Inc CUSIP: 375558103	1,200	\$103,559.70	\$121,428.00	1.70%	\$2,064.00	1.53%
Johnson & Johnson CUSIP: 478160104	2,900	\$181,249.24	\$297,888.00	2.92%	\$8,700.00	3.75%

Asset Detail (continued)

Statement of Value and Activity

December 1, 2015 - December 31, 2015

Description	Shares/Par Value	Tax Cost	Market Value	Current Yield	Est. Ann. Income	% of Mkt. Val.
Medtronic PLC						
CUSIP: G5960L103	3,000	\$225,345.00	\$230,760.00	1.98%	\$4,560.00	2.91%
Novartis AG Sponsored ADR						
CUSIP: 66987V109	2,850	\$146,288.00	\$245,214.00	2.63%	\$6,438.15	3.09%
Novo Nordisk AS Spons ADR						
CUSIP: 670100205	2,000	\$91,131.40	\$116,160.00	0.92%	\$1,066.00	1.46%
Industrials						
Emerson Elec Co						
CUSIP: 291011104	4,000	\$152,764.39	\$191,320.00	3.97%	\$7,600.00	2.41%
General Electric Corp						
CUSIP: 369604103	9,000	\$267,945.60	\$280,350.00	2.95%	\$8,280.00	3.53%
United Technologies Corp						
CUSIP: 913017109	2,250	\$113,590.39	\$216,157.50	2.66%	\$5,760.00	2.72%
Technology						
Alphabet Inc CL C						
CUSIP: 02079K107	300	\$164,260.76	\$227,664.00	0.00%	\$0.00	2.87%
Apple Inc						
CUSIP: 037833100	1,750	\$82,477.10	\$184,205.00	1.98%	\$3,640.00	2.32%
Cisco Systems Inc						
CUSIP: 17275R102	8,000	\$186,012.70	\$217,240.00	3.09%	\$6,720.00	2.74%
EMC Corp Mass						
CUSIP: 268648102	8,000	\$100,967.20	\$205,440.00	1.79%	\$3,680.00	2.59%
Fiserv Inc						
CUSIP: 337738108	3,000	\$70,259.85	\$274,380.00	0.00%	\$0.00	3.46%

Asset Detail (continued)

Statement of Value and Activity

December 1, 2015 - December 31, 2015

Description	Shares/Par Value	Tax Cost	Market Value	Current Yield	Est. Ann. Income	% of Mkt. Val.
Intel Corp CUSIP: 458140100	6,000	\$27,750.00	\$206,700.00	2.79%	\$5,760.00	2.60%
Qualcomm Inc CUSIP: 747525103	2,500	\$156,639.36	\$124,962.50	3.84%	\$4,800.00	1.57%
Basic Materials		\$788,366.97	\$1,440,591.50		\$24,600.00	18.15%
Monsanto Co New CUSIP: 61166W101	2,000	\$118,410.80	\$197,040.00	2.19%	\$4,320.00	2.48%
Praxair Inc CUSIP: 74005P104	2,000	\$144,963.62	\$204,800.00	2.79%	\$5,720.00	2.58%
Utilities		\$263,374.42	\$401,840.00		\$10,040.00	5.06%
Kinder Morgan Inc CUSIP: 49456B101	5,000	\$153,946.43	\$74,600.00	13.67%	\$10,200.00	0.94%
Fixed Income		\$153,946.43	\$74,600.00		\$10,200.00	0.94%
Government Securities		\$3,804,799.51	\$5,765,883.50		\$146,483.15	72.82%
United States Treasury Notes DTD 05/15/2006 5.125% 05/15/2016 CUSIP: 912828FF2	250,000	\$249,709.63	\$254,247.50	5.04%	\$12,812.50	3.20%

Total Equity



0013178 - 0800860

Asset Detail (continued)**Statement of Value and Activity**

December 1, 2015 - December 31, 2015

Description	Shares/Par Value	Tax Cost	Market Value	Current Yield	Est. Ann. Income	% of Mkt. Val.
United States Treasury Notes DTD 02/15/2007 4.625% 02/15/2017 CUSIP: 912828GH7	100,000	\$99,171.00	\$104,105.00	4.44%	\$4,625.00	1.31%
United States Treasury Notes DTD 04/30/2012 0.875% 04/30/2017 CUSIP: 912828SS0	100,000	\$100,250.00	\$99,957.00	0.88%	\$875.00	1.26%
United States Treasury Notes Treasury Inflation Index DTD 07/15/2008 1.375% 07/15/2018 CUSIP: 912828JE1	165,444	\$165,019.50	\$171,284.17	1.33%	\$2,274.86	2.16%
United States Treasury Notes DTD 08/15/2008 4.000% 08/15/2018 CUSIP: 912828JH4	100,000	\$101,125.00	\$107,277.00	3.73%	\$4,000.00	1.35%
United States Treasury Notes DTD 08/31/2011 1.500% 08/31/2018 CUSIP: 912828RE2	100,000	\$100,531.25	\$100,664.00	1.49%	\$1,500.00	1.27%
United States Treasury Notes DTD 10/31/2011 1.750% 10/31/2018 CUSIP: 912828RP7	100,000	\$102,244.18	\$101,285.00	1.73%	\$1,750.00	1.28%
United States Treasury Notes DTD 03/31/2012 1.500% 03/31/2019 CUSIP: 912828SN1	200,000	\$199,750.00	\$200,570.00	1.50%	\$3,000.00	2.53%
United States Treasury Notes Treasury Inflation Index DTD 01/15/2010 1.375% 01/15/2020 CUSIP: 912828MF4	109,986	\$111,079.90	\$114,330.45	1.32%	\$1,512.31	1.44%

0013179 - 0800860

Asset Detail (continued)

Statement of Value and Activity

December 1, 2015 - December 31, 2015

Description	Shares/Par Value	Tax Cost	Market Value	Current Yield	Est. Ann. Income	% of Mkt. Val.
United States Treasury Notes DTD 08/31/2013 2.125% 08/31/2020 CUSIP: 912828VV9	200,000	\$201,066.57	\$203,226.00	2.09%	\$4,250.00	2.56%
United States Treasury Bonds DTD 08/15/1993 6.250% 08/15/2023 CUSIP: 912810EQ7	150,000	\$156,450.00	\$193,605.00	4.84%	\$9,375.00	2.44%
Total Fixed Income		\$1,588,397.03	\$1,650,551.12		\$45,974.67	20.80%
Total All Assets		\$5,913,716.10	\$7,938,867.45		\$193,857.52	100.00%



0013179 - 0800860

GEORGE B. HENDERSON FOUNDATION

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	GOOGLE	P	09/24/14	05/19/05
b	5000 KINDER MORGAN	P	12/19/12	10/21/15
c	3000 ABBOTT LABS	P	VARIOUS	01/29/15
d	2500 BHP BILLITON	P	VARIOUS	01/29/15
e	1000 FISERV	P	10/15/10	09/17/15
f	12000 GE	P	VARIOUS	09/17/15
g	2500 INTEL	P	09/29/93	01/29/15
h	600 JOHNSON & JOHNSON	P	01/09/06	06/04/15
i	750 MACYS	P	08/09/00	09/17/15
j	3000 MEDTRONIC	P	09/29/93	01/27/15
k	400 NOVARTIS	P	05/03/07	06/04/15
l	500 PEPSICO	P	02/14/05	01/29/15
m	1100 STATE STREET	P	09/26/02	06/04/15
n	1200 STATE STREET	P	09/26/02	09/17/15
o	100000 US TREASURY	P	12/16/03	06/30/15

(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 444.		481.	-37.
b 159,252.		177,092.	-17,840.
c 135,755.		68,830.	66,925.
d 114,009.		158,761.	-44,752.
e 87,658.		27,664.	59,994.
f 304,566.		75,695.	228,871.
g 85,498.		11,563.	73,935.
h 59,933.		37,632.	22,301.
i 43,034.		9,248.	33,786.
j 225,345.		12,375.	212,970.
k 41,411.		23,256.	18,155.
l 48,059.		27,465.	20,594.
m 85,598.		44,407.	41,191.
n 86,925.		48,444.	38,481.
o 100,000.		100,313.	-313.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-37.
b			-17,840.
c			66,925.
d			-44,752.
e			59,994.
f			228,871.
g			73,935.
h			22,301.
i			33,786.
j			212,970.
k			18,155.
l			20,594.
m			41,191.
n			38,481.
o			-313.

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
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3

GEORGE B. HENDERSON FOUNDATION

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	100000 US TREASURY	P	01/25/07	11/15/15
b	US TREASURY BILLS	P	VARIOUS	12/22/15
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 100,000.		100,000.	0.
b 344,280.		344,280.	0.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			0.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	754,261.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ESPANADE ASSOCIATION 376 BOYLSTON STREET BOSTON, MA 02116	NONE	PUBLIC CHARITY	GENERAL	25,000.
CITI PERFORMING ARTS CENTER 270 TREMONT STREET BOSTON, MA 02116	NONE	PUBLIC CHARITY	THE ARTS	40,000.
AMERICAN METEOROLOGICAL SOCIETY 45 BEACON STREET BOSTON, MA 02108	NONE	PUBLIC CHARITY	SCIENCE	30,000.
ROSLINDALE VILLAGE MAIN STREET 4236 WASHINGTON STREET ROSLINDALE, MA 02131	NONE	PUBLIC CHARITY	GENERAL	20,000.
ARLINTON STREET CHURCH 361 BOYLSTON STREET BOSTON, MA 02116	NONE	PUBLIC CHARITY	RELIGIOUS	40,000.
HISTORIC NEW ENGLAND 141 CAMBRIDGE STREET BOSTON, MA 02116	NONE	PUBLIC CHARITY	HISTORY	35,000.
NICHOLS HOUSE MUSEUM 550 MOUNT VERNON STREET BOSTON, MA 02108	NONE	PUBLIC CHARITY	HISTORICAL	30,000.
Total from continuation sheets				220,000.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NICHOLS & PRATT #JH5090	145,186.	0.	145,186.	145,186.	145,186.
NICHOLS & PRATT #JH5090 - USG	50,246.	0.	50,246.	50,246.	50,246.
TO PART I, LINE 4	195,432.	0.	195,432.	195,432.	195,432.

FORM 990-PF	LEGAL FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HEMENWAY & BARNES - ADMIN	27,810.	0.	0.	27,810.
TO FM 990-PF, PG 1, LN 16A	27,810.	0.	0.	27,810.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NICHOLS & PRATT - CUST FEES	3,904.	3,514.	0.	390.
TO FORM 990-PF, PG 1, LN 16B	3,904.	3,514.	0.	390.

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX	3,427.	3,427.	0.	0.	
FEDERAL TAX	10,500.	0.	0.	0.	
INCOME TAX FEE	60.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	13,987.	3,427.	0.	0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
GENERAL ADMIN EXPENSES	623.	0.	0.	623.	
MASS PUBLIC CHARITY FILING	70.	0.	0.	70.	
TO FORM 990-PF, PG 1, LN 23	693.	0.	0.	693.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
US TREASURY OBLIGATIONS	X		1,586,397.	1,650,551.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,586,397.	1,650,551.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,586,397.	1,650,551.	

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	3,804,799.	5,765,883.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,804,799.	5,765,883.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT	8
	PART XV, LINES 2A THROUGH 2D		

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

GIOIA PERUGINI
C/O HEMENWAY & BARNES, 75 STATE STREET
BOSTON, MA 02109

TELEPHONE NUMBER

617-227-7940

FORM AND CONTENT OF APPLICATIONS

FOUNDATION'S STANDARD GRANT APPLICATION

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS ARE MADE SOLELY FOR THE ENHANCEMENT OF THE PHYSICAL APPEARANCE OF THE CITY OF BOSTON. NO GRANTS ARE MADE TO INDIVIDUALS, ENDOWMENT FUNDS OR FOR OPERATING EXPENSES.

Attachment 1

George B. Henderson Foundation

04-6089310

Form 990PF, Part VIII, Line 1

John K. Herbert III, Barclay C. S. Henderson, Eric U. Henderson and Thomas E. Bator serve as the Trustees of The Henderson Foundation. The greater portion of the Trustee fee is for the management of the investments of the Foundation. The fee is determined as a percentage of the assets (approximately 1.3%) and then allocated by agreement amongst the Trustees: 16.5% to Barclay Henderson, 16.5% to Mr. Eric Henderson, and 67% to Mr. Herbert and Mr. Bator. A small portion of the aggregate Trustee fee is for Mr. Herbert's and Mr. Bator's professional trustee services not related to investments. The Trustees meet periodically to review investments, attend to the administrative aspects of the Foundation, and monitor the Board of Designators. The Trustees each devote several hours each quarter to these various tasks.