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ENVELOPE

Form 990 EC 1 4 2009 Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No. 1545-0047

2008

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2008 calendar year, or tax year beginning

and ending

B Check if applicable

- ☐ Address change
- ☐ Name change
- ☐ Initial return
- ☐ Termination
- ☐ Amended return
- ☐ Application pending

Please use IRS label or print or type

See Specific Instructions

C Name of organization

Educational Testing Service

Doing Business As

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

Rosedale Road MS 56D

City or town, state or country, and ZIP + 4

Princeton, NJ 08541

F Name and address of principal officer: Frank R. Gatti

same as C above

D Employer identification number

21-0634479

E Telephone number

609-921-9000

G Gross receipts \$ 931,248,902.

H(a) Is this a group return for affiliates? ☐ Yes ☒ No

H(b) Are all affiliates included? ☐ Yes ☐ No
If "No," attach a list. (see instructions)

H(c) Group exemption number

I Tax-exempt status: ☒ 501(c) (3) (insert no.) ☐ 4947(a)(1) or ☐ 527

J Website: www.ets.org

K Type of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other

L Year of formation: 1947

M State of legal domicile: NY

Part I Summary

Activities & Governance	1	Briefly describe the organization's mission or most significant activities: See Page 2, Part III, Question 1				
	2	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its assets.				
	3	Number of voting members of the governing body (Part VI, line 1a)	3	18		
	4	Number of independent voting members of the governing body (Part VI, line 1b)	4	17		
	5	Total number of employees (Part V, line 2a)	5	18715		
	6	Total number of volunteers (estimate if necessary)	6	0		
	Revenue	7a	Total gross unrelated business revenue from Part VIII, line 12, column (C)	7a	12,922,219.	
7b		Net unrelated business taxable income from Form 990-T, line 34	7b	-2,702,430.		
Expenses	8	Contributions and grants (Part VIII, line 1h)	Prior Year	6,147,791.	Current Year	7,448,670.
	9	Program service revenue (Part VIII, line 2g)	780,071,035.	835,128,581.		
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	54,050,833.	-1,247,559.		
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	39,387,044.	45,833,051.		
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	879,656,703.	887,162,743.		
	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	1,129,458.	1,303,052.		
	14	Benefits paid to or for members (Part IX, column (A), line 4)				
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	239,326,743.	255,096,916.		
	16a	Professional fundraising fees (Part IX, column (A), line 11e)				
	16b	Total fundraising expenses (Part IX, column (D), line 25)				
Net Assets or Fund Balances	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	545,170,627.	633,200,485.		
	18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	785,626,828.	889,600,453.		
	19	Revenue less expenses. Subtract line 18 from line 12	94,029,875.	-2,437,710.		
	20	Total assets (Part X, line 16)	Beginning of Year	578,729,165.	End of Year	518,052,199.
21	Total liabilities (Part X, line 26)	254,285,985.	282,275,918.			
22	Net assets or fund balances. Subtract line 21 from line 20	324,443,180.	235,776,281.			

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer: Frank R. Gatti

Date: 11/9/09

Frank R. Gatti, Chief Financial Officer & SVP

Type or print name and title

Paid Preparer's Use Only

Preparer's signature

Barbara O'Hara

Date

11-6-09

Check if self-employed

Preparer's identifying number (see instructions)

Firm's name (or yours if self-employed), address, and ZIP + 4

Deloitte Tax LLP
2 World Financial Center
New York, NY 10281

EIN

Phone no. 215-436-2000

May the IRS discuss this return with the preparer shown above? (see instructions)

☐ Yes ☒ No

832001 12-18-08

LHA For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

Form 990 (2008)

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Part III Statement of Program Service Accomplishments (see instructions)

1 Briefly describe the organization's mission: See Schedule O for Continuation
Educational Testing Service (ETS) was incorporated in 1947 by the
Board of Regents for the Education Department of the State of New York
as an educational organization to engage in research, services and
other activities in the field of educational testing.

2 Did the organization undertake any significant program services during the year which were not listed on
the prior Form 990 or 990-EZ? ☐ Yes ☒ No
If "Yes", describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No
If "Yes", describe these changes on Schedule O.

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses.
Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and
allocations to others, the total expenses, and revenue, if any, for each program service reported.
See Schedule O for Continuation(s)

4a (Code:) (Expenses \$ 360,779,754. including grants of \$) (Revenue \$ 466,118,494.)
Higher Education & School Assessments (HESA): ETS provides services
that relate to the testing of pre-college students and assisting in the
transition from high school to college and to advanced college degrees.
Such services include designing, developing, administering, scoring and
reporting for the SAT Reasoning test (SAT I and SAT II), the
Preliminary SAT/National Merit Scholarship Qualifying Test
(PSAT/NMSQT), the Advanced Placement Program (AP), and the College
Level Examination Program (CLEP) on behalf of the College Board. The
SAT and PSAT tests are designed to measure verbal and mathematical
ability, as well as to assess knowledge in subject specific test areas.
Beginning with the March 2005 administration, the SAT also measures
writing ability. Along with high school records, these tests are used

4b (Code:) (Expenses \$ 172,139,280. including grants of \$) (Revenue \$ 175,503,514.)
Global is responsible for carrying out ETS's mission in markets outside
the United States providing products and services that measure
knowledge and skills, promote learning and performance and support
education and professional development. Global offers consultation and
technical assistance in support of building capacity for ministries of
education, colleges and universities, and national testing agencies
worldwide. The Global Institute provides instruction to education
leaders, college and university staff, government officials and
representatives of testing agencies both at its Princeton headquarters
as well as in region.

In addition, Global designs, develops and delivers English language and

4c (Code:) (Expenses \$ 247,541,786. including grants of \$) (Revenue \$ 193,506,573.)
Elementary and Secondary Education (K12 Assessments and K12 Learning
and Development), Research & Development, National Assessment of
Educational Progress, English Language Learning, Policy Evaluation &
Research Center and other supported activities.

K12 Assessments

K12 Assessments current large scale assessment business contracts in
California include the High School Exit Examination (CAHSEE), the
California Standardized Testing and Reporting (STAR) Program (including
additional alternative assessments for students with English Language
learning challenges or of lesser abilities CAPA, STS and CMA assessment

4d Other program services. (Describe in Schedule O.)
(Expenses \$ 1,303,052. including grants of \$ 1,303,052.) (Revenue \$)

4e Total program service expenses ► \$ 781,763,872. (Must equal Part IX, Line 25, column (B).)

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
2 Is the organization required to complete Schedule B, Schedule of Contributors?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities? <i>If "Yes," complete Schedule C, Part II</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
5 Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations. Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? <i>If "Yes," complete Schedule C, Part III</i>	<input type="checkbox"/>	<input type="checkbox"/>
6 Did the organization maintain any donor advised funds or any accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
9 Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
10 Did the organization hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
11 Did the organization report an amount in Part X, lines 10, 12, 13, 15, or 25? <i>If "Yes," complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
12 Did the organization receive an audited financial statement for the year for which it is completing this return that was prepared in accordance with GAAP? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
13 Is the organization a school as described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
14a Did the organization maintain an office, employees, or agents outside of the U.S.?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the U.S.? <i>If "Yes," complete Schedule F, Part I</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Part II</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Part III</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
17 Did the organization report more than \$15,000 on Part IX, column (A), line 11e? <i>If "Yes," complete Schedule G, Part I</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
18 Did the organization report more than \$15,000 total on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
19 Did the organization report more than \$15,000 on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
20 Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
21 Did the organization report more than \$5,000 on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
22 Did the organization report more than \$5,000 on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
23 Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5? <i>If "Yes," complete Schedule J</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer questions 24b-24d and complete Schedule K. If "No," go to question 25</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	<input type="checkbox"/>	<input type="checkbox"/>
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	<input type="checkbox"/>	<input type="checkbox"/>
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	<input type="checkbox"/>	<input type="checkbox"/>
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b Did the organization become aware that it had engaged in an excess benefit transaction with a disqualified person from a prior year? <i>If "Yes," complete Schedule L, Part I</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, or substantial contributor, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

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Part IV Checklist of Required Schedules (continued)

	Yes	No
28 During the tax year, did any person who is a current or former officer, director, trustee, or key employee:		
a Have a direct business relationship with the organization (other than as an officer, director, trustee, or employee), or an indirect business relationship through ownership of more than 35% in another entity (individually or collectively with other person(s) listed in Part VII, Section A)? <i>If "Yes," complete Schedule L, Part IV</i>		X
b Have a family member who had a direct or indirect business relationship with the organization? <i>If "Yes," complete Schedule L, Part IV</i>	X	
c Serve as an officer, director, trustee, key employee, partner, or member of an entity (or a shareholder of a professional corporation) doing business with the organization? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	X	
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>	X	
35 Is any related organization a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	X	
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	X	
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X

Form **990** (2008)

Part V Statements Regarding Other IRS Filings and Tax Compliance

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096, Annual Summary and Transmittal of U.S. Information Returns. Enter -0- if not applicable	1737	
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	0	
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	18715	
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return. (see instructions)	X	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	X	
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O	X	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	X	
b	If "Yes," enter the name of the foreign country: <u>See Schedule O</u> See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
c	If "Yes," to question 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?		
6a	Did the organization solicit any contributions that were not tax deductible?		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization provide goods or services in exchange for any quid pro quo contribution of more than \$75?		X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d	
e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?		
h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?		
8	Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9	Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds.		
a	Did the organization make any taxable distributions under section 4966?		
b	Did the organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter: N/A		
a	Initiation fees and capital contributions included on Part VIII, line 12	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	
11	Section 501(c)(12) organizations. Enter: N/A		
a	Gross income from members or shareholders	11a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b	
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year N/A	12b	

Form 990 (2008)

Part VI Governance, Management, and Disclosure (Sections A, B, and C request information about policies not required by the Internal Revenue Code.)**Section A. Governing Body and Management**

For each "Yes" response to lines 2-7b below, and for a "No" response to lines 8 or 9b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

	Yes	No
1a Enter the number of voting members of the governing body	1a	18
b Enter the number of voting members that are independent	1b	17
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	X
4 Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?	4	X
5 Did the organization become aware during the year of a material diversion of the organization's assets?	5	X
6 Does the organization have members or stockholders?	6	X
7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?	7a	X
b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?	7b	X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	8a	X
b Each committee with authority to act on behalf of the governing body?	8b	X
9a Does the organization have local chapters, branches, or affiliates?	9a	X
b If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?	9b	X
10 Was a copy of the Form 990 provided to the organization's governing body before it was filed? All organizations must describe in Schedule O the process, if any, the organization uses to review the Form 990	10	X
11 Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	11	X

Section B. Policies

	Yes	No
12a Does the organization have a written conflict of interest policy? If "No," go to line 13	12a	X
b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X
c Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done	12c	X
13 Does the organization have a written whistleblower policy?	13	X
14 Does the organization have a written document retention and destruction policy?	14	X
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision:		
a The organization's CEO, Executive Director, or top management official?	15a	X
b Other officers or key employees of the organization?	15b	X
Describe the process in Schedule O. (see instructions)		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	X
b If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?	16b	

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed **AZ, CA, DC, DE, IN, NJ, NY, OR**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.
☐ Own website ☒ Another's website ☒ Upon request

19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **Michael Freddo, Controllor - 609-921-9000**
Rosedale Road MS 56D, Princeton, NJ 08541

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors
Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Use Schedule J-2 if additional space is needed.

• List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and **current** key employees. Enter -0- in columns (D), (E), and (F) if no compensation was paid.

• List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.

• List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.

• List all of the organization's **former** directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☐ Check this box if the organization did not compensate any officer, director, trustee, or key employee.

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
Alvarado, Anthony J. Trustee	1.50	X						24,000.	0.	0.
Carstarphen, Meria Trustee	1.50	X						28,000.	0.	0.
Cavanagh, Richard E. Trustee	1.50	X						30,000.	0.	0.
Clarkeson, John S. Trustee	1.50	X						23,000.	0.	0.
English, Michela Trustee	1.50	X						30,000.	0.	0.
Hakuta, Kenji Trustee	1.50	X						18,750.	0.	0.
Henderson, Wade Trustee	1.50	X						24,000.	0.	0.
House, Naomi Geraldine Trustee	1.50	X						14,000.	0.	0.
Jennings, John F. Trustee	1.50	X						21,000.	0.	0.
Levin, Henry Mordecai Trustee	1.50	X						22,800.	0.	0.
Menezes, Victor Trustee	1.50	X						17,000.	0.	0.
Murley, Robert S. Trustee	1.50	X						30,000.	0.	0.
Pacheco, Arturo Trustee	1.50	X						32,000.	0.	0.
Richardson, Earl S. Trustee	1.50	X						36,000.	0.	0.
Ritzen, Jozef M. M. Trustee	1.50	X						27,000.	0.	0.
Robertson, Piedad F. Trustee	1.50	X						51,000.	0.	0.
Rothkopf, Arthur Trustee	1.50	X						7,000.	0.	0.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
Valdes, Guadalupe Trustee	1.50	X						36,000.	0.	0.
Varn, Richard J. Trustee	1.50	X						32,000.	0.	0.
Landgraf, Kurt M. President & CEO, Trustee	40.00	X		X				831,627.	0.	34,483.
Basehore, John VP & Treasurer	40.00			X				303,198.	0.	28,860.
Cascio, Charles E. Vice President	40.00			X				281,531.	0.	27,932.
Donado, Yvette Sr Vice President	40.00			X				316,247.	0.	30,545.
Elliott, Thomas J. Vice President	40.00			X				265,380.	0.	31,511.
Gale, Anne S. N. VP & Corp Secretary	40.00			X				194,939.	0.	18,141.
Gatti, Frank R. CFO & SVP	40.00			X				485,236.	0.	30,541.
Gilbertson, Bruce M. Vice President	40.00			X				255,015.	0.	32,699.
1b Total								10,773,934.	0.	886,789.

2 Total number of individuals (including those in 1a) who received more than \$100,000 in reportable compensation from the organization

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- 3** Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual
- 4** For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual
- 5** Did any person listed on line 1a receive or accrue compensation from any unrelated organization for services rendered to the organization? If "Yes," complete Schedule J for such person

	Yes	No
3	X	
4	X	
5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization.

(A) Name and business address	(B) Description of services	(C) Compensation
NCS Pearson, Inc. 5601 Green Valley Dr, Bloomington, MN 55437	Test administration services	49,561,675.
Computer Sciences Corporation 400 Commerce Drive, Newark, DE 19713	Computer services	47,057,802.
Accenture LLP PO Box 70629, Chicago, IL 60673	Supply chain services	33,413,547.
Berman, Blake Associates, Inc., 210 Crossways Park Drive, Woodbury, NY 11797	Logistic support services	19,018,990.
Computer Aid Inc. 1390 Ridgeview Drive, Allentown, PA 18104	Computer software consultants	15,666,342.

2 Total number of independent contractors (including those in 1) who received more than \$100,000 in compensation from the organization

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See Schedule J-2 for Part VII, Section A Continuation

Form 990 (2008)

Part VIII Statement of Revenue				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, gifts, grants and other similar amounts	1 a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e	5,891,543.				
	f All other contributions, gifts, grants, and similar amounts not included above	1f	1,557,127.				
	g Noncash contributions included in lines 1a-1f \$						
	h Total. Add lines 1a-1f		7,448,670.				
Program Service Revenue	Business Code						
	2 a Higher Education	611710	466,118,494.	466,118,494.			
	b ESE and Other	611710	193,506,573.	193,506,573.			
	c Global	611710	175,503,514.	175,503,514.			
	d						
	e						
	f All other program service revenue						
	g Total. Add lines 2a-2f		835,128,581.				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		1,544,407.			1,544,407.	
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties		32,838,777.			32,838,777.	
	6 a Gross Rents	(i) Real (ii) Personal					
	b Less: rental expenses	155,039.					
	c Rental income or (loss)	82,984.					
	d Net rental income or (loss)	72,055.	72,055.			72,055.	
	7 a Gross amount from sales of assets other than inventory	(i) Securities (ii) Other					
	b Less: cost or other basis and sales expenses	480,448. 40,730,761.					
	c Gain or (loss)	476,175. 43,527,000.					
	d Net gain or (loss)	4,273. -2,796,239.	-2,791,966.			-2,791,966.	
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a					
	b Less: direct expenses	b					
	c Net income or (loss) from fundraising events						
	9 a Gross income from gaming activities. See Part IV, line 19	a					
	b Less: direct expenses	b					
	c Net income or (loss) from gaming activities						
	10 a Gross sales of inventory, less returns and allowances	a					
	b Less: cost of goods sold	b					
	c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code					
11 a Occupational & Prof Sk	611600	5,640,035.		5,640,035.			
b Chauncey Conf. Center	721000	3,998,083.		3,998,083.			
c Scholarship Recognitio	611600	2,520,112.		2,520,112.			
d All other revenue	541900	763,989.		763,989.			
e Total. Add lines 11a-11d		12,922,219.					
12 Total Revenue. Add lines 1h, 2g, 3, 4, 5, 6d, 7d, 8c, 9c, 10c, and 11e		887,162,743.	835,128,581.	12,922,219.	31,663,273.		

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21	1,121,880.	1,121,880.		
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22	133,172.	133,172.		
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16	48,000.	48,000.		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	9,857,939.	4,464,496.	5,393,443.	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	336,903.		336,903.	
7 Other salaries and wages	188,241,282.	168,879,628.	19,361,654.	
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	17,032,798.	15,570,785.	1,462,013.	
9 Other employee benefits	24,609,444.	14,618,791.	9,990,653.	
10 Payroll taxes	15,018,550.	13,881,878.	1,136,672.	
11 Fees for services (non-employees):				
a Management				
b Legal	8,874,493.	156,261.	8,718,232.	
c Accounting	1,812,826.		1,812,826.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	470,247.	470,247.		
g Other	385,359,907.	365,529,801.	19,830,106.	
12 Advertising and promotion	7,144,763.	5,267,697.	1,877,066.	
13 Office expenses	74,787,780.	73,820,278.	967,502.	
14 Information technology				
15 Royalties	1,420,488.	1,384,254.	36,234.	
16 Occupancy	16,824,303.	16,705,823.	118,480.	
17 Travel	10,440,035.	9,164,992.	1,275,043.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	3,841,335.	2,460,508.	1,380,827.	
20 Interest	708,052.	708,052.		
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	55,248,720.	47,895,075.	7,353,645.	
23 Insurance	2,095,841.	403,251.	1,692,590.	
24 Other expenses. Itemize expenses not covered above. (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below.)				
a Equip Rental & Maint	55,397,997.	31,247,045.	24,150,952.	
b Chauncey Conf Center	3,311,325.	3,311,325.		
c Miscellaneous	2,538,978.	1,762,345.	776,633.	
d Income Taxes	2,475,298.	2,413,738.	61,560.	
e Memberships and Dues	437,961.	338,374.	99,587.	
f All other expenses	10,136.	6,176.	3,960.	
25 Total functional expenses. Add lines 1 through 24f	889,600,453.	781,763,872.	107,836,581.	0.
26 Joint Costs. Check here <input type="checkbox"/> if following SOP 98-2. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	6,232,721.	1	7,736,748.
	2 Savings and temporary cash investments	9,424,096.	2	8,296.
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net	100,831,402.	4	65,928,947.
	5 Receivables from current and former officers, directors, trustees, key employees, or other related parties. Complete Part II of Schedule L		5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	12,862,465.	9	10,377,210.
	10a Land, buildings, and equipment: cost basis	189,772,158.		
	b Less: accumulated depreciation. Complete Part VI of Schedule D	113,587,769.		
		74,701,048.	10c	76,184,389.
	11 Investments - publicly traded securities	24,568,288.	11	
	12 Investments - other securities. See Part IV, line 11	197,469,858.	12	216,952,215.
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets	141,443,775.	14	126,286,076.
15 Other assets. See Part IV, line 11	11,195,512.	15	14,578,318.	
16 Total assets. Add lines 1 through 15 (must equal line 34)	578,729,165.	16	518,052,199.	
Liabilities	17 Accounts payable and accrued expenses	119,930,760.	17	123,536,815.
	18 Grants payable		18	
	19 Deferred revenue	70,339,345.	19	73,833,068.
	20 Tax-exempt bond liabilities		20	
	21 Escrow account liability. Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties	10,853,716.	23	11,129,147.
	24 Unsecured notes and loans payable		24	
	25 Other liabilities. Complete Part X of Schedule D	53,162,164.	25	73,776,888.
	26 Total liabilities. Add lines 17 through 25	254,285,985.	26	282,275,918.
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	324,443,180.	27	235,776,281.
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	324,443,180.	33	235,776,281.
	34 Total liabilities and net assets/fund balances	578,729,165.	34	518,052,199.

Part XI Financial Statements and Reporting

- 1 Accounting method used to prepare the Form 990: ☐ Cash ☒ Accrual ☐ Other
- 2a Were the organization's financial statements compiled or reviewed by an independent accountant?
- b Were the organization's financial statements audited by an independent accountant?
- c If "Yes" to lines 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?
- 3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?
- b If "Yes," did the organization undergo the required audit or audits?

	Yes	No
2a		X
2b		X
2c		
3a	X	
3b	X	

Department of the Treasury
Internal Revenue Service

To be completed by all section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts.

OMB No 1545-0047

2008

Open to Public Inspection

Educational Testing Service

Employer identification number

21-0634479

The organization is not a private foundation because it is: (Please check only one organization.)

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)

3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).** (Attach Schedule H.)

4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: _____

5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)

6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

9 ☒ An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete the Part III.)

10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).** (see instructions)

11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.

a ☐ Type I b ☐ Type II c ☐ Type III - Functionally integrated d ☐ Type III - Other

e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).

f ☐ If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box _____

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(ii) A family member of a person described in (i) above?

	Yes	No
11g(ii)		
11g(iii)		

(iii) A 35% controlled entity of a person described in (i) or (ii) above?

	Yes	No
11g(iii)		

h Provide the following information about the organizations the organization supports.

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

[illegible]

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule A (Form 990 or 990-EZ) 2008

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 - 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public Support. Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2008 (line 6, column (f) divided by line 11, column (f))	14	%
15 Public support percentage from 2007 Schedule A, Part IV-A, line 26f	15	%
16a 33 1/3% support test - 2008. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization <input type="checkbox"/>		
b 33 1/3% support test - 2007. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization <input type="checkbox"/>		
17a 10% -facts-and-circumstances test - 2008. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization <input type="checkbox"/>		
b 10% -facts-and-circumstances test - 2007. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions <input type="checkbox"/>		

Schedule A (Form 990 or 990-EZ) 2008

Part III Support Schedule for Organizations Described in Section 509(a)(2) (Complete only if you checked the box on line 9 of Part I.)**Section A. Public Support**

Calendar year (or fiscal year beginning in)	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	3,024,900.	7,128,043.	6,599,069.	6,147,791.	7,448,670.	30,348,473.
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	319,158,257.	740,262,145.	754,141,608.	780,071,035.	835,128,581.	3428761626.
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 - 5	322,183,157.	747,390,188.	760,740,677.	786,218,826.	842,577,251.	3459110099.
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the total of lines 9, 10c, 11, and 12 for the year or \$5,000	110,971,067.	257,210,144.	263,780,693.	340,499,830.	293,846,372.	1266308106.
c Add lines 7a and 7b	110,971,067.	257,210,144.	263,780,693.	340,499,830.	293,846,372.	1266308106.
8 Public support (Subtract line 7c from line 6)						2192801993.

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
9 Amounts from line 6	322,183,157.	747,390,188.	760,740,677.	786,218,826.	842,577,251.	3459110099.
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	9,215,267.	25,075,658.	29,982,569.	34,203,916.	34,538,223.	133,015,633.
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b	9,215,267.	25,075,658.	29,982,569.	34,203,916.	34,538,223.	133,015,633.
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on		55,596.				55,596.
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support (Add lines 9, 10c, 11, and 12)						3592181328.
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2008 (line 8, column (f) divided by line 13, column (f))	15	61.04 %
16 Public support percentage from 2007 Schedule A, Part IV-A, line 27g	16	64.00 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2008 (line 10c, column (f) divided by line 13, column (f))	17	3.70 %
18 Investment income percentage from 2007 Schedule A, Part IV-A, line 27h	18	2.98 %

19a 33 1/3% support tests - 2008. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ☒

b 33 1/3% support tests - 2007. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ☐

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ☐

Schedule A (Form 990 or 990-EZ) 2008

SCHEDULE C
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities
For Organizations Exempt From Income Tax Under section 501(c) and section 527

OMB No 1545-0047

2008
Open to Public
Inspection

► To be completed by organizations described below.
► Attach to Form 990 or Form 990-EZ.

If the organization answered "Yes," to Form 990, Part IV, line 3, or Form 990-EZ, Part VI, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," to Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," to Form 990, Part IV, line 5 (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization Educational Testing Service	Employer identification number 21-0634479
--	---

Part I-A To be completed by all organizations exempt under section 501(c) and section 527 organizations.
See the instructions for Schedule C for details.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
- 2 Political expenditures \$ 0.
- 3 Volunteer hours 0.

Part I-B To be completed by all organizations exempt under section 501(c)(3).
See the instructions for Schedule C for details.

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 \$ 0.
 - 2 Enter the amount of any excise tax incurred by organization managers under section 4955 \$ 0.
 - 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? ☐ Yes ☐ No
 - 4a Was a correction made? ☐ Yes ☐ No
- b If "Yes," describe in Part IV.

Part I-C To be completed by all organizations exempt under section 501(c), except section 501(c)(3).
See the instructions for Schedule C for details.

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities \$
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities \$
- 3 Total of direct and indirect exempt function expenditures. Add lines 1 and 2 and enter here and on Form 1120-POL, line 17b \$
- 4 Did the filing organization file Form 1120-POL for this year? ☐ Yes ☐ No
- 5 State the names, addresses and employer identification number (EIN) of all section 527 political organizations to which payments were made. Enter the amount paid and indicate if the amount was paid from the filing organization's funds or were political contributions received and promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule C (Form 990 or 990-EZ) 2008

832041 12-18-08

Part II-A To be completed by organizations exempt under section 501(c)(3) that filed Form 5768
(election under section 501(h)). See the instructions for Schedule C for details.

- A** Check ☐ if the filing organization belongs to an affiliated group.
- B** Check ☐ if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1a Total lobbying expenditures to influence public opinion (grassroots lobbying)															
b Total lobbying expenditures to influence a legislative body (direct lobbying)		196,650.													
c Total lobbying expenditures (add lines 1a and 1b)		196,650.													
d Other exempt purpose expenditures		876,446,077.													
e Total exempt purpose expenditures (add lines 1c and 1d)		876,642,727.													
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.		1,000,000.													
<table border="1"> <thead> <tr> <th>If the amount on line 1e, column (a) or (b) is:</th> <th>The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e.	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.	Over \$17,000,000	\$1,000,000.		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e.														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.														
Over \$17,000,000	\$1,000,000.														
g Grassroots nontaxable amount (enter 25% of line 1f)		250,000.													
h Subtract line 1g from line 1a. Enter -0- if line g is more than line a		0.													
i Subtract line 1f from line 1c. Enter -0- if line f is more than line c		0.													
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?			<input type="checkbox"/> Yes <input type="checkbox"/> No												

4-Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f of the instructions.)

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) Total
2a Lobbying non-taxable amount	1,000,000.	1,000,000.	1,000,000.	1,000,000.	4,000,000.
b Lobbying ceiling amount (150% of line 2a, column(e))					6,000,000.
c Total lobbying expenditures	75,000.	75,000.	144,338.	196,650.	490,988.
d Grassroots non-taxable amount	250,000.	250,000.	250,000.	250,000.	1,000,000.
e Grassroots ceiling amount (150% of line 2d, column (e))					1,500,000.
f Grassroots lobbying expenditures					

Schedule C (Form 990 or 990-EZ) 2008

Part II-B To be completed by organizations exempt under section 501(c)(3) that have NOT filed Form 5768 (election under section 501(h)). See the instructions for Schedule C for details.

	(a)		(b)
	Yes	No	Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
c Media advertisements?			
d Mailings to members, legislators, or the public?			
e Publications, or published or broadcast statements?			
f Grants to other organizations for lobbying purposes?			
g Direct contact with legislators, their staffs, government officials, or a legislative body?			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means?			
i Other activities? If "Yes," describe in Part IV.			
j Total lines 1c through 1i			
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A To be completed by all organizations exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6). See the instructions for Schedule C for details.

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?		
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?		
3 Did the organization agree to carryover lobbying and political expenditures from the prior year?		

Part III-B To be completed by all organizations exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) if BOTH Part III-A, questions 1 and 2 are answered "No" OR if Part III-A, question 3 is answered "Yes." See Schedule C instructions for details.

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) non-deductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures (line 2c total minus 3 and 4)	5	

Part IV Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; and Part II-B, line 1i. Also, complete this part for any additional information.

Lobbying expenses of \$196,650 were used for the following lobbying

activities:

Federal:

- Reauthorization of No Child Left Behind: Provided information to House

and Senate education staff on K-12 testing and teacher quality matters.

- Reauthorization of Higher Education Act (HEA now HEOA): Provided

Part IV Supplemental Information (continued)

information to House and Senate staff on technology language and teacher quality and licensure matters.

- Immigration reform: Provided information to minority counsel of House

Immigration Subcommittee of the Judiciary Committee on appropriate use of English assessments as criteria for visas.

- Developed and submitted comments to U.S. Department of Education on proposed regulations under Title I of the Elementary and Secondary Education Act (ESEA).

State:

- Louisiana Ethics bill: Provided information to LA House and Senate education and ethics committee members on the unintended consequences of the anti-grafting provision in LA ethics bill. Worked with policymakers on alternative language for an amendment that would avert interference with educational testing.

- New York LaValle Testing Legislation: Monitored and provided information as appropriate to state legislators on a bill to expand testing disclosure requirements. Monitored and reached out to state policymakers on K12 assessment and teacher quality and licensure matters.

Schedule D
(Form 990)Department of the Treasury
Internal Revenue Service**Supplemental Financial Statements**▶ Attach to Form 990. To be completed by organizations that
answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.

OMB No 1545-0047

2008Open to Public
Inspection

Name of the organization

Educational Testing Service

Employer identification number

21-0634479

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the
organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor or other impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or pleasure)	<input type="checkbox"/> Preservation of an historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of certified historic structure
<input type="checkbox"/> Preservation of open space	

2 Complete lines 2a-2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year ▶

4 Number of states where property subject to conservation easement is located ▶

5 Does the organization have a written policy regarding the periodic monitoring, inspection, violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff or volunteer hours devoted to monitoring, inspecting, and enforcing easements during the year ▶

7 Amount of expenses incurred in monitoring, inspecting, and enforcing easements during the year ▶ \$

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1	▶ \$
(ii) Assets included in Form 990, Part X	▶ \$

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items:

a Revenues included in Form 990, Part VIII, line 1	▶ \$
b Assets included in Form 990, Part X	▶ \$

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a ☐ Public exhibition
 b ☐ Scholarly research
 c ☐ Preservation for future generations
 d ☐ Loan or exchange programs
 e ☐ Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

Part IV Trust, Escrow and Custodial Arrangements. Complete if organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV and complete the following table:

	Amount
c Beginning balance	1c
d Additions during the year	1d
e Distributions during the year	1e
f Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV.

Part V Endowment Funds. Complete if organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Investment earnings or losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the year end balance held as:

- a Board designated or quasi-endowment ☐ %
 b Permanent endowment ☐ %
 c Term endowment ☐ %

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

- (i) unrelated organizations
 (ii) related organizations

	Yes	No
3a(i)		
3a(ii)		
3b		

b If "Yes" to 3a(i), are the related organizations listed as required on Schedule R?

4 Describe in Part XIV the intended uses of the organization's endowment funds.

Part VI Investments - Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Depreciation	(d) Book value
1a Land		1,970,618.		1,970,618.
b Buildings		142,657,899.	80,574,264.	62,083,635.
c Leasehold improvements		5,142,772.	4,470,303.	672,469.
d Equipment				
e Other		40,000,869.	28,543,202.	11,457,667.
Total. Add lines 1a-1e. (Column (d) should equal Form 990, Part X, column (B), line 10(c).)				76,184,389.

Schedule D (Form 990) 2008

Part VII Investments - Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
Financial derivatives and other financial products		
Closely-held equity interests		
Other		
Archstone Partners	8,152,373.	End-of-Year Market Value
Axiom Global Equity Fund	8,090,219.	End-of-Year Market Value
Federal Street Partners	7,681,600.	End-of-Year Market Value
Investment in affiliated entities	142,903,569.	End-of-Year Market Value
Silchester International Investors	8,763,849.	End-of-Year Market Value
State Street Global	15,060,271.	End-of-Year Market Value
Wellington Capital Management	12,318,377.	End-of-Year Market Value
Total. (Col (b) should equal Form 990, Part X, col (B) line 12.)	216,952,215.	

Part VIII Investments - Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
Total. (Col (b) should equal Form 990, Part X, col (B) line 13.) ►		

Part IX	Other Assets. See Form 990, Part X, line 15.
----------------	---

[illegible]

Part X **Other Liabilities.** See Form 990, Part X, line 25.

(a) Description of liability	(b) Amount
Federal income taxes	0.
Post-retirement medical benefits	43,779,787.
Intercompany payable	19,329,045.
Other liabilities	10,668,056.
Total. (Column (b) should equal Form 990, Part X, col (B) line 25.)	73,776,888.

In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48. See Part XIV for Continuations

832053
12-23-08

See Part XIV for Continuations

Schedule D (Form 990) 2008

Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	887,162,743.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	889,600,453.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	-2,437,710.
4	Net unrealized gains (losses) on investments	4	-29,926,007.
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	-56,303,182.
9	Total adjustments (net). Add lines 4-8	9	-86,229,189.
10	Excess or (deficit) for the year per financial statements. Combine lines 3 and 9	10	-88,666,899.

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	1,161,653,646.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	305,630,290.
e	Add lines 2a through 2d	2e	305,630,290.
3	Subtract line 2e from line 1	3	856,023,356.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	31,139,387.
c	Add lines 4a and 4b	4c	31,139,387.
5	Total revenue. Add lines 3 and 4c. (This should equal Form 990, Part I, line 12.)	5	887,162,743.

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	1,170,481,453.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Losses reported on Form 990, Part IX, line 25	2c	
d	Other (Describe in Part XIV)	2d	281,928,186.
e	Add lines 2a through 2d	2e	281,928,186.
3	Subtract line 2e from line 1	3	888,553,267.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	1,047,186.
c	Add lines 4a and 4b	4c	1,047,186.
5	Total expenses. Add lines 3 and 4c. (This should equal Form 990, Part I, line 18.)	5	889,600,453.

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b.

Part X: ETS's 2008 Financial Statement Footnote regarding FIN

48: The Financial Accounting Standard Board (FASB) issued Interpretation

(FIN) No. 48, Accounting for Uncertainty in Income Taxes. FIN No. 48

clarifies the accounting for uncertainty in income taxes recognized in an

organizations financial statements in accordance with SFAS No. 109. FIN

No.48 prescribes a recognition threshold and measurement attributable for

the financial statement recognition and measurement of a tax position

taken or expected to be taken in a tax return. FIN No. 48, which is

Part XIV Supplemental Information (continued)

effective for non public entities with fiscal years beginning after
December 15, 2008, is currently being assessed to determine what impact,
if any, the adoption of the interpretation will have on the consolidated
financial statements. ETS did not early adopt FIN 48.

Part XI, Line 8 - Other Adjustments:

Loss from affiliated companies: -42292800.

Dividend received from ETS Canada: -166194.

Capstar increase in net assets: -54096.

Other comprehensive income reclass: -4734301.

Cumulative adjustment from FAS 158: -9055791.

Part XII, Line 2d - Other Adjustments:

Revenue from Affiliated Companies: 305630290.

Part XII, Line 4b - Other Adjustments:

Interest and dividend income: 1544407.

Rental income - net: -1748.

Net Realized Gains: -329279.

Net unrealized losses on investments: 29926007.

Part XIII, Line 2d - Other Adjustments:

Expenses from Affiliated Companies: 281928186.

Part XIII, Line 4b - Other Adjustments:

Interest and dividend expense: 578687.

Reclasses: 468499.

Schedule F
(Form 990)

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

▶ **Attach to Form 990. Complete if the organization answered "Yes" to Form 990, Part IV, line 14b, line 15, or line 16.**

OMB No 1545-0047

2008

Open to Public Inspection

Name of the organization

Employer identification number

Educational Testing Service

21-0634479

Part I General Information on Activities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 14b.

1 For grantmakers. Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No

2 For grantmakers. Describe in Part IV the organization's procedures for monitoring the use of grant funds outside the United States.

3 Activities per Region. (Use Schedule F-1 (Form 990) if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees or agents in region	(d) Activities conducted in region (by type) (i.e., fundraising, program services, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures in region
East Asia and the Pacific	0	0	Grants to recipients located in region		48,000.
Middle East and North Africa	0	1	Program services	Testing activities	4,361,094.
North America	0	0	Program services	Testing activities	383,843.
Totals		1			4,792,937.

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule F (Form 990) 2008

Part IV Supplemental Information

Complete this part to provide the information required by Part I, line 2, and any other additional information.

Schedule F, Part I, Line 2: Educational Testing Service requires

applicants for scholarships to provide transcripts and other information

upon which they are evaluated. Scholarship funds are then sent directly

to the university that the recipient attends. Following the awarding of

the scholarship, the recipient is kept in contact with.

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the U.S.**

► Complete if the organization answered "Yes," on Form 990, Part IV, lines 21 or 22.
► Attach to Form 990.

OMB No. 1545-0047
2008

Open to Public
Inspection

Name of the organization

Educational Testing Service

Employer identification number
21-0634479

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?

☒ Yes ☐ No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Use Part IV and Schedule I-1 (Form 990) if additional space is needed. ☐

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
American Association of Hispanics in Higher Education - PO Box 877825 - Tempe, AZ 85287	30-0150324	501(c)3	50,000.	0.			Support of local community educational programs
American Educational Research Association - 1430 K Street NW, Suite 1200 - Washington, DC 20005	23-7003537	501(c)3	7,500.	0.			Support of local community educational programs
American Red Cross of Central New Jersey - 707 Alexander Road, Suite 101 - Princeton, NJ 08540	53-0196605	501(c)3	11,000.	0.			Support of local community educational programs
Anchor House, Inc. 482 Centre Street Trenton, NJ 08611	22-2229995	501(c)3	10,000.	0.			Support of local community educational programs
Boys and Girls Club of Trenton and Mercer County - 212 Centre Street - Trenton, NJ 08611	73-1658119	501(c)3	260.	11,719.	costs of providing services on behalf of donee	Payment for venue and food for "Youth of the Year"	Support of local community educational programs
Career Development Awards PO Box 2314 Princeton, NJ 08542	23-7206954	501(c)3	5,000.	3,913.	costs of providing services on behalf of donee	Payment for reception for scholarship winners	Support of local community educational programs

2 Enter total number of section 501(c)(3) and government organizations

50.

3 Enter total number of other organizations

►

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) 2008

See Part IV for Column (g) descriptions

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 22.
Use Schedule I-1 (Form 990) if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
Marketing Scholarship	1	5,000.	0.		
Historically Black Colleges and Universities Presidential Scholarship	5	23,887.	0.		
Trenton Central High School Scholarship	3	104,285.	0.		

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

Schedule I, Part I, Line 2: The ETS Social Investment Fund, a division of

ETS which manages Enterprise contributions, has established criteria for

making grants and other contributions. It also maintains records to

substantiate the amount of grants or in-kind contributions reflected in the

attached report, as well as the grantees eligibility for the grants. IRS

Form W-9 is requested from all organizations under consideration to

ascertain the legal name, EIN or Taxpayer Identification Number, and

address. Tax-exempt status is verified in the following ways: (1) For

organizations that are new to the ETS Social Investment Fund, we request

SCHEDULE I-1
(Form 990)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule I (Form 990)
▲ Attach to Form 990 to list additional information for
Part II and Part III, Schedule I (Form 990).

OMB No. 1545-0047
2008

Open to Public
Inspection

Name of the organization

Educational Testing Service

Employer identification number

21-0634479

Part I	Continuation of Grants and Other Assistance to Governments and Organizations in the U.S. (Schedule I (Form 990), Part II.)							
(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance	
CEJES Institute Inc 5 Cooper Morris Drive Pomona, NY 10970	13-4102065	501(c)3	50,000.	0.			Support of local community educational programs	
Classroom Assessment Foundation 317 SW Alder Street, Suite 1200 Portland, OR 97204	93-1228928	501(c)3	8,000.	0.			Support of local community educational programs	
Committee for Economic Development 2000 L Street NW, Suite 700 Washington, DC 20036	13-1623973	501(c)3	10,000.	0.			Support of local community educational programs	
Communities in Schools of San Antonio - 1616 E Commerce Bldg 1 - San Antonio, TX 78203	74-2393714	501(c)3	6,200.	0.			Support of local community educational programs	
Community Blood Council of New Jersey - 1410 Parkside Avenue - Ewing, NJ 08638	22-1847916	501(c)3	10,000.	0.			Support of local community educational programs	
CONTACT of Mercer County, NJ Inc 1985 Pennington Road Ewing, NJ 08618	22-2320153	501(c)3	9,800.	0.			Support of local community educational programs	
Council of Chief State School Officers Teacher of the Year Program - One Massachusetts Ave. NW, Suite 700 - Washington, DC	53-0198090	501(c)3	0.	62,428.	costs of providing services on behalf of donee year	Payment for venue for state teachers of the community educational programs	Support of local community educational programs	
County of Mercer Superintendent of Schools Office - 640 South Broad Street, PO Box 8068 - Trenton, NJ 08650-0068	21-6000856		0.	16,302.	costs of providing services on behalf of donee Recognition	Payment for NJ Governor's Teacher community educational programs	Support of local community educational programs	
2 Enter total number of Section 501(c)(3) and government organizations								

**SCHEDULE I-1
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule I (Form 990)
▲ Attach to Form 990 to list additional information for
Part II and Part III, Schedule I (Form 990).**

OMB No. 1545-0047
2008

**Open to Public
Inspection**

Name of the organization

Educational Testing Service

Employer identification number
21-0634479

Part I Continuation of Grants and Other Assistance to Governments and Organizations in the U.S. (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
D & R Greenway Land Trust, Inc. One Preservation Place Princeton, NJ 08540	22-3035836	501(c)3	10,185.	0.			Support of local community educational programs
Education Commission of the States 700 Broadway, Suite 1200 Denver, CO 80203	31-0722194	501(c)3	10,000.	0.			Support of local community educational programs
Education Trust Inc. 1250 H Street NW, Suite 700 Washington, DC 20005	52-1982223	501(c)3	30,000.	0.			Support of local community educational programs
Ewing Public Education Foundation PO Box 7033 Ewing, NJ 08628	22-3347353	501(c)3	35,000.	1,328.	costs of providing services on behalf of donee	Payment for venue and meals for board retreat	Support of local community educational programs
Ewing Township Board of Education Ryan Admin Bldg, 1331 Lower Ferry Ewing, NJ 08618	21-6000324		0.	5,750.	costs of providing services on behalf of donee	Payment for venue, food, decor for Ewing HS End Zone	Support of local community educational programs
Fight for Children 1825 K Street, Suite 1080 Washington, DC 20006	52-1706059	501(c)3	20,000.	0.			Support of local community educational programs
Girl Scouts of Central & Southern NJ - 40 Brace Road - Cherry Hill, NJ 08034	22-1928958	501(c)3	9,175.	0.			Support of local community educational programs
Henry J Austin Health Center 321 North Warren Street Trenton, NJ 08618	22-2682708	501(c)3	11,440.	0.			Support of local community educational programs

2 Enter total number of Section 501(c)(3) and government organizations

3 Enter total number of other organizations

832241 12-17-08 LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I-1 (Form 990) 2008

SCHEDULE I-1
(Form 990)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule I (Form 990)
▲ Attach to Form 990 to list additional information for
Part II and Part III, Schedule I (Form 990).

OMB No. 1545-0047
2008

Open to Public
Inspection

Name of the organization

Educational Testing Service

Employer identification number

21-0634479

Part I Continuation of Grants and Other Assistance to Governments and Organizations in the U.S. (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HomeFront of New Jersey 1880 Princeton Avenue Lawrenceville, NJ 08648	22-3165145	501(c)3	22,000.	1,980.	costs of providing services on behalf of donee	Payment for venue and meals for board retreat	Support of local community educational programs
Junior Achievement of New Jersey 4365 Route One South Princeton, NJ 08540	22-1774147	501(c)3	9,580.	0.			Support of local community educational programs
Korean Community Center of Greater Princeton - 230 Arretton Road - Princeton, NJ 08540	26-1739566	501(c)3	5,000.	0.			Support of local community educational programs
Lawrence Hopewell Trail Corporation - PO Box 6735 - Lawrenceville, NJ 08648	20-0511132	501(c)3	20,240.	661.	costs of providing services on behalf of donee	Payment for meals for breakfast meetings	Support of local community educational programs
Lawrence Non Profit Housing Inc. 175 Johnson Avenue Lawrenceville, NJ 08648	23-7236750	501(c)3	20,000.	22,989.	costs of providing services on behalf of donee	Payment for fundraiser for Every Child Valued	Support of local community educational programs
Lawrence Township Education Foundation, Inc. - 17 Phillips Avenue, PO Box 6531 - Lawrenceville, NJ 08648	22-3192024	501(c)3	71,880.	44,530.	costs of providing services on behalf of donee	Payment for venue, food, decor. for fundraiser	Support of local community educational programs
Lawrence Township Public Schools 2565 Princeton Pike Lawrenceville, NJ 08648	21-6000225		0.	8,450.	costs of providing services on behalf of donee	Payment for retreat for school district leaders	Support of local community educational programs
Lawrenceville Main Street 17 Phillips Avenue Lawrenceville, NJ 08648	52-1555972	501(c)3	10,720.	1,380.	costs of providing services on behalf of donee	Payment for venue and meals for leadership retreat	Support of local community educational programs

2 Enter total number of Section 501(c)(3) and government organizations

3 Enter total number of other organizations

SCHEDULE I-1
(Form 990)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule I (Form 990)
Attach to Form 990 to list additional information for
Part II and Part III, Schedule I (Form 990).

OMB No. 1545-0047
2008

Open to Public
Inspection

Name of the organization

Educational Testing Service

Employer identification number

21-0634479

Part I Continuation of Grants and Other Assistance to Governments and Organizations in the U.S. (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
Literacy Volunteers in Mercer County, Inc. - 3535 Quakerbridge Road, Suite 104 - Hamilton, NJ 08619	22-3502495	501(c)3	10,000.	0.			Support of local community educational programs
Mercer Alliance to End Homelessness - 3131 Princeton Pike, Suite 113 Bldg 4 - Lawrenceville, NJ 08648	20-1594569	501(c)3	15,000.	4,176.	costs of providing services on behalf of donee	Payment for meeting venue and meals	Support of local community educational programs
Mercer Street Friends 151 Mercer Street Trenton, NJ 08618	21-0733990	501(c)3	5,000.	0.			Support of local community educational programs
Millhill Child and Family Development Center - 101 Oakland Street - Trenton, NJ 08618	22-2123700	501(c)3	6,300.	990.	costs of providing services on behalf of donee	Payment for meeting venue and meals	Support of local community educational programs
NAACP Legal Defense and Education Fund - 99 Hudson Street, 16th Floor - New York, NY 10013	13-1655255	501(c)3	0.	11,319.	costs of providing services on behalf of donee	Payment for venue and food for fundraising event	Support of local community educational programs
National Association for Equal Educational Opportunity - 209 Third Street, SE - Washington, DC 20003	23-7439804	501(c)3	0.	32,117.	costs of providing services on behalf of donee	Payment for mtg exp. for Presidential Peer Seminar	Support of local community educational programs
National Center for Learning Disabilities - 111 West 57th Street, Suite 420 - New York, NY 10019	13-2899381	501(c)3	9,000.	0.			Support of local community educational programs
National Ovarian Cancer Coalition 2501 Oak Lawn Dallas, TX 75219	65-0628064	501(c)3	5,250.	0.			Support of local community educational programs

2 Enter total number of Section 501(c)(3) and government organizations

3 Enter total number of other organizations

SCHEDULE I-1
(Form 990)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule I (Form 990)
▲ Attach to Form 990 to list additional information for
Part II and Part III, Schedule I (Form 990).

OMB No. 1545-0047
2008

Open to Public
Inspection

Name of the organization

Educational Testing Service

Employer identification number

21-0634479

Part I Continuation of Grants and Other Assistance to Governments and Organizations in the U.S. (Schedule I (Form 990), Part II.)									
(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance		
New Jersey Education Foundation Partnership, Inc. - PO Box 908 - Princeton Junction, NJ 08550	36-4613556	501(c)3	30,000.		costs of providing services on behalf of donee	Payment for meeting venue and meals	Support of local community educational programs		
Norwood Board of Education 177 Summit Street Norwood, NJ 07648	22-6002570		49,767.	0.			Support of local community educational programs		
PlanSmart NJ 118 West State Street Trenton, NJ 08608	22-1854716	501(c)3	19,000.	0.			Support of local community educational programs		
Princeton Area Community Foundation - 15 Princess Road - Lawrenceville, NJ 08648	52-1746234	501(c)3	0.	5,804.	costs of providing services on behalf of donee	Payment for venue and meals for meeting of community	Support of local community educational programs		
Princeton Family YMCA Paul Robeson Place Princeton, NJ 08540	21-0639890	501(c)3	5,000.	0.			Support of local community educational programs		
Princeton YMCA 59 Paul Robeson Place Princeton, NJ 08540	21-0635056	501(c)3	7,500.	0.			Support of local community educational programs		
Recording for the Blind & Dyslexic Inc - 20 Roszel Road - Princeton, NJ 08540	91-1867695	501(c)3	10,300.	0.			Support of local community educational programs		
Region IV Education Service Center 7145 West Tidwell Houston, TX 77092	74-1589572		30,000.	0.			Support of local community educational programs		

2 Enter total number of Section 501(c)(3) and government organizations

3 Enter total number of other organizations

SCHEDULE I-1
(Form 990)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule I (Form 990)
Attach to Form 990 to list additional information for
Part II and Part III, Schedule I (Form 990).

OMB No. 1545-0047
2008

Open to Public
Inspection

Name of the organization

Educational Testing Service

Employer identification number
21-0634479

Part I Continuation of Grants and Other Assistance to Governments and Organizations in the U.S. (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
Rutgers University Foundation 111 Washington Street, Room 127 Newark, NJ 07102	23-7318742	501(c)3	23,500.	491.	costs of providing services on behalf of donee	Refreshments for meetings	Support of local community educational programs
Township of Ewing (Talent Show Fund) - 2 Jake Garzio Drive - Ewing, NJ 08628	21-6000557		10,000.	3,764.	costs of providing services on behalf of donee	Payment for talent show and talent show follow-up	Support of local community educational programs
Trenton Public Education Foundation - PO Box 22545 - Trenton, NJ 08607	56-2463017	501(c)3	7,515.	0.			Support of local community educational programs
United Way of Greater Mercer County - 3131 Princeton Pike, Bldg 4 - Lawrenceville, NJ 08648	21-0683073	501(c)3	45,270.	0.			Support of local community educational programs

2 Enter total number of Section 501(c)(3) and government organizations

3 Enter total number of other organizations

Part IV Supplemental Information

the IRS Determination Letter which is kept on file. (2) Beginning 2009

ETS will request copies of the IRS Form 990. (3) ETS Social Investment

Fund also requests and reviews the most recent audited financial statements

for information about their financial condition.

ETS typically maintains close contact with its grantees to monitor their

progress in the use of grant funds and, whenever feasible, the extent to

which the funded program met its objectives. Small grants (under \$2,000)

are typically made to 501(c)(3) organizations that participate in fairs to

promote volunteerism and philanthropy among employees at ETS.

ETS monitors the use of funds in several ways: (1) Requests written

reports on the use of restricted funds and the organizations annual report

when the grant is unrestricted; (2) for sponsored events, such as

conferences and workshops, ETS request programs and other materials

prepared for the event; (3) staff members attend a number of sponsored

events so that there is direct observation; (4) ETS remains in contact with

grant recipients via phone calls and meetings; and (5) ETS obtains copies

of any research papers that might be developed as a result of the grant.

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest
Compensated Employees

▶ **Attach to Form 990. To be completed by organizations that
answered "Yes" to Form 990, Part IV, line 23.**

OMB No 1545-0047

2008

**Open to Public
Inspection**

Name of the organization

Educational Testing Service

Employer identification number

21-0634479

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|---|---|
| <input checked="" type="checkbox"/> First-class or charter travel | <input checked="" type="checkbox"/> Housing allowance or residence for personal use |
| <input checked="" type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input checked="" type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

b If line 1a is checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply.

- | | |
|---|---|
| <input checked="" type="checkbox"/> Compensation committee | <input checked="" type="checkbox"/> Written employment contract |
| <input checked="" type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a:

a Receive a severance payment or change of control payment?

b Participate in, or receive payment from, a supplemental nonqualified retirement plan?

c Participate in, or receive payment from, an equity-based compensation arrangement?

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only 501(c)(3) and 501(c)(4) organizations must complete lines 5-8.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

a The organization?

b Any related organization?

If "Yes," to line 5a or 5b, describe in Part III.

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

a The organization?

b Any related organization?

If "Yes" to line 6a or 6b, describe in Part III.

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regs. section 53.4958-4(a)(3)? If "Yes," describe in Part III

	Yes	No
1b	X	
2	X	
4a	X	
4b		X
4c		X
5a	X	
5b		X
6a	X	
6b		X
7	X	
8		X

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2008

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use Schedule J-1 if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a.

(A) Name	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other compensation				
Landgraf, Kurt M.	(i) 538,489.	228,200.	64,938.	20,700.	13,783.	866,110.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Basehore, John	(i) 192,309.	20,000.	90,889.	19,015.	9,845.	332,058.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Cascio, Charles E.	(i) 204,803.	33,777.	42,951.	18,295.	9,637.	309,463.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Donado, Yvette	(i) 235,305.	49,275.	31,667.	20,700.	9,845.	346,792.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Elliott, Thomas J.	(i) 186,199.	41,000.	38,181.	17,728.	13,783.	296,891.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Gale, Anne S. N.	(i) 134,655.	30,282.	30,002.	13,206.	4,935.	213,080.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Gatti, Frank R.	(i) 332,719.	87,315.	65,202.	20,697.	9,844.	515,777.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Gilbertson, Bruce M.	(i) 186,351.	41,134.	27,530.	18,916.	13,783.	287,714.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Hayon, Jack	(i) 182,844.	41,750.	34,095.	17,711.	13,833.	290,233.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Horne, Eleanor V.	(i) 155,429.	17,832.	32,043.	14,608.	4,753.	224,665.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Hunt, David	(i) 226,571.	37,105.	30,295.	19,805.	13,393.	327,169.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Kerins, Nancy J.	(i) 252,721.	63,825.	54,774.	20,700.	13,497.	405,517.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Lawrence, Ida M.	(i) 234,555.	62,500.	33,521.	19,454.	13,783.	363,813.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Lazer, Stephen	(i) 181,164.	38,438.	33,264.	18,135.	13,783.	284,784.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
MacDonald, Walter B.	(i) 247,309.	63,907.	25,029.	20,700.	13,783.	370,728.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Nelson, Scott F.	(i) 189,028.	39,000.	27,748.	17,610.	5,039.	278,425.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.

Schedule J (Form 990) 2008

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 4c, 5a, 5b, 6a, 6b, 7, and 8. Also complete this part for any additional information.

Part I, Line 1a: First class and charter travel: Trustees (5) Officers (13),

and Highest Compensated Employees (1) received this benefit during 2008.

It was not treated as taxable compensation to the listed person. This

benefit is provided based on length of travel time required of the listed person.

Travel for companions: Officers (7) received this benefit during 2008. It

was not treated as taxable compensation to the listed person. A

non-employee/companion/spouse may accompany an employee on business at

Company expense when the companion/spouses presence is required because it

serves a valid business purpose or is part of a special employee

recognition event. All companion/spousal travel to be paid by the company

must be approved in writing in advance by a Vice President or the CFO or

the CEO and President.

Tax gross-up payments:

Officers (26) and Highest Compensated Employees (2) received this benefit

during 2008. It was treated as taxable compensation to the listed person.

Housing allowance or residence for personal use:

Officers (2) and Highest Compensated Employees (1) received this benefit

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 4c, 5a, 5b, 6a, 6b, 7, and 8. Also complete this part for any additional information.

during 2008. It was treated as taxable compensation to the listed person.

Part I, Line 4a: Barbara Vilkomerson received a severance payment of \$254,

724. Mari Pearlman received a severance payment of \$402,172. Stephen

Koffler received a severance payment of \$6,364.

ETS bonus programs are variable cash compensation programs

to provide employees earnings opportunities in addition to base pay. These

variable compensation components recognize and reward based on individual

and ETS's performance. Payment under these programs are realized when ETS

meets and achieves its annual performance targets for the each year.

SCHEDULE J-1
(Form 990)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule J (Form 990)
► Attach to Form 990 to list additional information
regarding compensation.

OMB No. 1545-0047
2008

Open to Public
Inspection

Name of the organization

Educational Testing Service

Employer identification number

21-0634479

(A) Name	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
Nettles, Michael T.	(i) 230,941.	62,016.	38,813.	18,809.	13,783.	364,362.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Oswald, John	(i) 218,804.	0.	42,876.	18,677.	9,845.	290,202.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Pearlman, Mari A.	(i) 16,891.	0.	428,792.	1,671.	713.	448,067.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Pote, Stephen K.	(i) 193,078.	42,860.	34,492.	19,061.	9,845.	299,336.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Powell, George D.	(i) 207,773.	47,194.	40,598.	18,693.	9,845.	324,103.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Ramsey, Paul A.	(i) 237,310.	38,672.	47,231.	18,916.	4,753.	346,882.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Schroeder, Glenn C.	(i) 282,467.	58,406.	28,943.	20,700.	13,783.	404,299.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Tabbner, Phillip S.	(i) 278,850.	0.	99,908.	17,172.	11,132.	407,062.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Wakeman, Daniel	(i) 187,992.	31,200.	27,400.	19,130.	13,783.	279,505.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Weaver, Scott V.	(i) 257,193.	40,500.	35,075.	20,700.	13,497.	366,965.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Vilkomerson, Barbara	(i) 4,818.	0.	256,146.	520.	757.	262,241.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Chan, Peter	(i) 171,489.	5,544.	195,075.	15,979.	10,330.	398,417.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Kirsh, Irwin	(i) 205,691.	25,000.	26,679.	18,839.	6,844.	283,053.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Kolber, Susan	(i) 164,852.	20,000.	57,360.	15,206.	9,637.	267,055.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Payne, David G.	(i) 194,719.	26,000.	21,876.	19,110.	10,330.	272,035.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Chisolm, Arthur	(i) 5,673.	78,000.	22,060.	560.	0.	106,293.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
Gitomer, Drew	(i) 169,341.	16,836.	6,174.	16,117.	5,221.	213,689.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.

SCHEDULE J-2
(Form 990)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Form 990

▶ Attach to Form 990 to list additional information for Form 990, Part VII, Section A, line 1a.

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Open to Public
Inspection

Name of the Organization

Educational Testing Service

Employer Identification number

21-0634479

Part I Continuation of Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
Hayon, Jack Vice President	40.00			X				258,689.	0.	31,544.
Horne, Eleanor V. Vice President	40.00			X				205,304.	0.	19,361.
Hunt, David Vice President	40.00			X				293,971.	0.	33,198.
Kerins, Nancy J. SVP & General Manager	40.00			X				371,320.	0.	34,197.
Lawrence, Ida M. Sr Vice President	40.00			X				330,576.	0.	33,237.
Lazer, Stephen Vice President	40.00			X				252,866.	0.	31,918.
Lenke, Joanne M. Vice President	40.00			X				102,856.	0.	7,532.
MacDonald, Walter B. Sr Vice President	40.00			X				336,245.	0.	34,483.
Nelson, Scott F. Vice President	40.00			X				255,776.	0.	22,649.
Nettles, Michael T. Sr Vice President	40.00			X				331,770.	0.	32,592.
Oswald, John SVP & General Manager	40.00			X				261,680.	0.	28,522.
Pearlman, Mari A. Sr Vice President	40.00			X				445,683.	0.	2,384.
Pote, Stephen K. VP & Chief Quality Offic	40.00			X				270,430.	0.	28,906.
Powell, George D. Vice President	40.00			X				295,565.	0.	28,538.
Ramsey, Paul A. SVP & General Manager	40.00			X				323,213.	0.	23,669.
Schroeder, Glenn C. SVP & Gen Counsel	40.00			X				369,816.	0.	34,483.
Tabbiner, Phillip S. Sr Vice President	40.00			X				378,758.	0.	28,304.
Wakeman, Daniel Vice President	40.00			X				246,592.	0.	32,913.
Weaver, Scott V. Sr Vice President	40.00			X				332,768.	0.	34,197.
Vilkomerson, Barbara Executive Director	40.00					X		260,964.	0.	1,277.

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

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▶ Attach to Form 990 to list additional information for Form 990, Part VII, Section A, line 1a.

Name of the Organization

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Employer Identification number
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Part I	Continuation of Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees
---------------	--

[illegible]

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Schedule J-2 (Form 990) 2008

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 990 or Form 990-EZ.
▶ To be completed by organizations that answered "Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, lines 38a or 40b.

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Part I Excess Benefit Transactions (section 501(c)(3) and section 501(c)(4) organizations only).

To be completed by organizations that answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b.

[illegible]

2 Enter the amount of tax imposed on the organization managers or disqualified persons during the year under section 4958

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization

Part II	Loans to and/or From Interested Persons.
----------------	---

To be completed by organizations that answered "Yes" on Form 990, Part IV, line 26, or Form 990-EZ, Part V, line 38a.

[illegible]

Total	\$	
--------------	----	--

Part III		Grants or Assistance Benefiting Interested Persons.
-----------------	--	--

To be completed by organizations that answered "Yes" on Form 990, Part IV, line 27.

[illegible]

Part IV Business Transactions Involving Interested Persons.

To be completed by organizations that answered "Yes" on Form 990, Part IV, lines 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
Gloria Pote	See Sch. O	60,735.	See Sch. O		X
Teresa M. Sanchez-Lazer	See Sch. O	188,623.	See Sch. O		X

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule L (Form 990 or 990-EZ) 2008

SCHEDULE O
(Form 990)

Department of the Treasury
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Supplemental Information to Form 990

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Form 990, Part III, Line 1, Description of Organization Mission:

MISSION

Our mission is to help advance quality and equity in education by
providing fair and valid assessments, research and related services.

Our products and services measure knowledge and skills, promote
learning and performance, and support education and professional
development for all people worldwide.

VISION

ETS will be recognized as the global leader in providing fair and valid
assessments, research and related products and services to help
individuals make successful educational and career transitions
throughout their lives, parents understand and use assessments and
related products to help their children reach their full potential and
teachers improve their practice through assessment and professional
development.

Form 990, Part III, Line 4a, Program Service Accomplishments

by colleges and universities in their admission evaluations as key
predictors of likely academic success. The AP program offers detailed
course descriptions and examinations for introductory advanced
placement or credit when students enter college. CLEP is a
college-by-credit examination program for persons of any age to
demonstrate college level knowledge.

In 2008, approximately 10 million tests were administered on behalf of
the College Board.

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This division of ETS supervises the test development, test administration (primarily in a computer based testing environment), and scoring and reporting services for a graduate admissions testing program. The Graduate Records Examination, (GRE), tests verbal, quantitative and writing skills as well as selected subject areas, which are used to supplement the college records of students applying for admissions to graduate departments. ETS has established the GRE policy council made up of public academic leaders and graduate school deans to provide direction for the program.

In 2008, approximately 620 thousand applicants took the GRE test and/or services.

HESA is also significantly involved in the assessment, teaching and certification of teachers through its innovative PRAXIS Series. PRAXIS I measures a candidates basic teaching skills, while PRAXIS II involves the assessment of teaching and performance skills in the classroom. In addition, ETS is responsible for the development and delivery of assessments on behalf of the Texas Education Agency (TEA).

These tests are delivered in a computer-based environment with some continuing paper & pencil testing.

In 2008 approximately 1.02 million applicants participated in these tests and/or these services (PRAXIS Series and TEA assessments).

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Also within HESA is NAEP. Considered the Nations Report Card, NAEP is

a continuing series of academic content assessments of samples of

students mandated by Congress and implemented by the National Center

for Education Statistics. ETS has held primary contracts for NAEP since

1983. ETS is responsible for the overall coordination, development of

background questionnaires, test development, assessment design, test

book preparation, data analysis and report preparation in print on the

NAEP website.

All of the activities described above are classified as related

activities, due to their role in educational assessment.

Form 990, Part III, Line 4b, Program Service Accomplishments

student learning tests and assessments.

A college-level testing program developed and administered by ETS is

the Test of English as a Foreign Language (TOEFL), a test designed to

measure the English proficiency of students whose native language is

not English. The test is required by many domestic universities to

evaluate the ability of international students to pursue education on

an English-speaking campus. ETS has established the TOEFL policy

council, made up of public academic leaders and graduate school deans

to provide direction for the program. The program is primarily

administered in a computer-based environment with some paper-based

testing.

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Global oversees the administration of the Test of English in

International Communication (TOEIC), a test of the ability of nonnative

English-speaking people to use English in everyday work activities.

TOEIC is delivered in a paper-based format as well as a computer-based

environment.

In addition, Global has a marketing group responsible for managing

international marketing efforts; the channel group which manages iBT

test centers and the preferred vendor network; and new product

development. The large-scale assessment group is dedicated to

responding to international bids or client requests for educational

services.

Form 990, Part III, Line 4c, Program Service Accomplishments

batteries, in addition to the regular California Standardized Test

(CST), and General Educational Development (GED) scoring service for

the California Department of Education. These K12 Assessments measure

levels of student achievement in the California public school system.

In addition ETS provides the English Placement Test (EPT), Entry Level

Mathematics Test (ELM) and Early Assessment Program (EAP) programs for

the California State University System and the University of California

Admissions Program for the UC system. K12 Assessments has also been

awarded assessment contracts in other states to measure the educational

achievement and progress of K-12 students. A partial listing of those

contracts include: New Jersey Assessment of Skills and Knowledge or NJ

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ASK (through 2008) in grades 3 and 4; Maryland High School Assessment

Program; Chicago Public Schools testing programs in Math and English,

Florida and subcontracts for state assessments in Texas, Oklahoma,

Tennessee, Virginia and Washington.

K12 Assessments also contracts with the US Department of Education for

the Comprehensive English Language Learning Assessment in Florida. In

addition it contracts with the Educational Records Bureau (ERB) to

administer the Comprehensive Testing Program 4(CTP 4), which consists

of an assessment for grades 1-11 in key areas of school achievement

including: listening, reading, vocabulary, writing, and mathematics.

In addition, CTP 4 includes two tests to measure verbal and

quantitative reasoning for students in grades 3 through 11. Under a

separate contract with ERB, K12 Assessments is developing and piloting

a computerized adaptive assessment test (CAAT). The results of the ERB

tests will be used for educational guidance, evaluation of student

progress, and curriculum improvement. K12 Assessments also contracts

with the Southern Regional Educational Board, a non-profit consortium

of states, for the pursuit of educational excellence, to develop and

administer two testing programs, the High Schools That Work and Middle

Grade Assessment tests, designed to measure and improve educational

instruction.

K12 Learning and Development

In addition to custom large scale assessment projects for states and

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large school districts, ETS, through its K12 Learning and Development

division, also develops, markets and sells products that enhance

learning in K-12 students. For example, K12 Learning and Development

Products and Services provides test development services for districts

who wish to plan and administer formative benchmark and diagnostic

assessments to measure students progress and determine areas where

learning is incomplete and can be addressed through follow-up

instruction, using the Focus on Standards (FOS) model of professional

development. Other examples include a wide array of professional

development training and learning experiences for educators such as

assessment literacy training from the Assessment Training Institute

(ATI), computer-based practice and feedback of ones writing skills

using K12 Learning and Development's Criterion software product, and

the sale of test questions from K12 Learning and Developments large

item banks for either secure large scale assessment or less secure

classroom assessment.

The K12 Assessments and Learning and Development divisions of ETS have

an ambitious charge: to advance student learning by providing a new

generation of high-quality, customized assessments, and related

products and services to help states and school districts implement

standards-based education. They work side by side with educators

across the country to create and implement assessment products that

are: Customized, linked to state standards, developmentally

appropriate, more inclusive, and designed to provide assessment

information teachers can use in the classroom.

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All of the activities in this division are classified as related

activities, due to their role in educational assessment.

Research and Development

Research & Development provides educational measurement research and

analysis, innovative assessment and product development, and

informative policy studies to advance quality and equity in education

for all people worldwide. This is to ensure technical quality and

fairness of assessments and assessment-related services through

excellence in assessment design, development, analysis and psychometric

research. Support for its research programs comes primarily from its

own resources, and also from state and national governments and various

private foundations.

ETS Policy and Evaluation & Research Center (PERC)

The PERC activities are research findings toward crafting policy and

program ideas for educational improvement, to undertake and publish

research on educational issues of critical interest to state and

national governments, as well as to educational institutions and to

conduct evaluation research on investments of public and private

resources in education.

PERC conducts and supports policy research through its activities and

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publications. The center's research focuses on improving the quality of instruction in schools, closing achievement gaps for underrepresented minorities, conducting large-scale random assignment evaluations and investigating factors that adversely affect student progress at all levels. ETS provides policy research and program evaluation services to a variety of clients including schools and colleges, foundations, professional associations, state and federal research and education agencies, federal labor agencies and private corporations.

Other Supported Activities

ETS Scholarship & Recognition Programs (SRP)

Scholarship & Recognition Program (SRP) has experience providing outsourced scholarship program design and administration services to corporations and philanthropic organizations which is classified as unrelated business income.

Chauncey Conference Center

ETS also operates a conference center, the revenues from which are classified as unrelated business income

Form 990, Part III, Line 4d, Other Program Services:

Grants and other assistance to organizations and individuals inside and outside of the United States.

Expenses \$ 1303052. including grants of \$ 1303052. Revenue \$ 0.

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Form 990, Part V, Line 4b, List of Foreign Countries:

France, Germany, United Kingdom, Netherlands,

Jordan, Spain, Poland, South Korea,

China, Singapore, India, Canada

Form 990, Part VI, Section A, line 10: Form 990 was reviewed by the Board

of Trustees' Audit Committee and the full Board of Trustees prior to

filing.

Form 990, Part VI, Section B, Line 12c: The Trustees of Educational

Testing Service, individually and collectively, are expected to act in

accordance with the highest standards of ethical behavior. Annually, the

Audit Committee reviews the ETS Code of Ethics for Members of the Board of

Trustees. Subsequently, each Trustee receives a copy of the Code of Ethics

and signs a statement agreeing to abide by the Code. The Code includes a

policy on Conflict of Interest.

The Trustees also annually complete a Trustee Disclosure Statement and a

Trustee Affiliation Form. The Disclosure Statement addresses the Trustees

material financial interest to which ETS is a party, or the material

financial interest of a related party to which ETS is a party. The

Affiliation Form addresses the Trustees employment as a staff member or as

a consultant, as well as their affiliation with other organizations. The

Corporate Secretary reviews these disclosures for potential conflicts or

the potential appearance of a conflict.

Should a situation be disclosed that might be in contrast with the Code of

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Ethics, the Corporate Secretary would seek resolution with the involvement

of the appropriate authority such as the Audit Committee or the ETS General

Counsel and Chief Ethics Officer. Intrinsic to the policy is a Trustee

recusing themselves to prevent a conflict of interest or avoid an

appearance of a conflict of interest. Failure to respond to the annual

disclosure process would result in the requisite follow up by the Corporate

Secretary.

Candidates for Trustees receive the Code of Ethics and are required to

complete the Affiliations Form prior to standing for election.

Trustees can obtain assistance with the interpretation or administration of

the Code of Ethics or procedures from the Corporate Secretary or the

General Counsel.

Educational Testing Service requires that employees, including officers,

who are uncertain whether an outside activity comes within the scope of

ETS's Code of Ethics policy, which contains its Conflict of Interest

Policy, to discuss the matter with their supervisors. Employees wishing to

engage in outside activities must submit an Outside Activities Report to

their division director for review and approval prior to engaging in the

activity. Employees must submit an amended report whenever the activity

changes. The report is reviewed and the employee is informed whether the

request is approved. The employee's division Vice President and the Vice

President of Strategic Workforce Solutions (ETS's Human Resources

Department) receive a copy of all such reports regardless of whether the

request is approved. Any situation involving a potential conflict of

interest must be reviewed by SWS to verify that no conflict exists.

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Any employee who acquires information that gives the employee reason to believe that any employee, officer or trustee is engaged in conduct that is prohibited by ETS's Code of Ethics, or that any sales representative, distributor or other person or firm representing ETS in any transaction is engaged in the type of conduct (whether or not in connection with a transaction involving ETS or its products) which, if engaged in by an employee, would violate this policy. All complaints regarding potential conflicts of interest are investigated promptly, and where necessary, immediate and appropriate action is taken to stop and remedy any such conduct. Any employee or officer, found in violation of this policy will be subject to disciplinary action, up to and including termination, depending upon the severity of the violation. This policy is reviewed by a team of Strategic Workforce Solutions employees. Beginning in 2009, all ETS employees will receive a copy of the Code of Ethics on an annual basis. The annual review and signature indicating their agreement to comply with the policy is mandatory as part of employment with ETS.

Form 990, Part VI, Section B, Line 15: ETS engages an external executive compensation consultant organization to review and advise on excess benefit transaction law and to prepare an annual report and analysis of proposed compensation for ETS CEO and officers. The analysis includes data on compensation for comparable organizations and similar occupations/functions in similarly situated organizations.

The executive compensation consultant organization also develops a Letter

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of Reasonableness regarding the analyses of Officer pay consistent with government guidelines which is presented to the Committee on Governance and Human Resources and the Board for review, comment and approval.

Form 990, Part VI, Section C, Line 19: Currently, ETS, does not publish its governing documents, conflict of interest policy, or financial statements available to the public.

This process has not changed from prior years.

Form 990, Part IV, Question 12

Audited Consolidated Financial Statements

ETS and Subsidiaries received audited consolidated financial statements for 2008.

Form 990, Part VI, Section B, Line 12b

Annual Conflict of Interest Disclosure

The Conflict of Interest policy is a self reporting policy. ETS

Trustees were required to comply with annual disclosure of potential conflicts of interest. Until 2009, it was distributed every other year to officers and other employees in the Code of Ethics which contains the Conflict of Interest policy and disclosure requirements. 2008 was an off cycle year. Beginning in 2009, the Code of Ethics is an annual process which does require electronic signature, and is also part of the on-boarding process for all new hires at all levels.

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Employer identification number

21-0634479

Form 990, Part XI, Question 2

Audited Consolidated Financial Statements

ETS and Subsidiaries received audited consolidated financial statements

for 2008. The ETS Audit Committee has responsibility for oversight of

the selection of the external auditors and the audit.

Schedule L, Part IV

Business Transactions Involving Interested Persons:

(a) Name of Person: Gloria Pote

(b) Relationships between Interested Person and Organization: Family

member of Stephen K. Pote, Current Officer

(d) Description of Transaction: Salary and benefits

(a) Name of Person: Teresa M. Sanchez-Lazer

(b) Relationships between Interested Person and Organization: Family

member of Stephen Lazer, Current Officer

(d) Description of Transaction: Salary and benefits

SCHEDULE R

(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ **Attach to Form 990. To be completed by organizations that answered "Yes" to Form 990, Part IV, lines 33, 34, 35, 36, or 37.**
▶ **See separate instructions.**

OMB No. 1545-0047

2008

Open to Public
Inspection

Name of the organization

Educational Testing Service

Employer identification number
21-0634479

Part I Identification of Disregarded Entities

(A) Name, address, and EIN of disregarded entity	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Total income	(E) End-of-year assets	(F) Direct controlling entity
Capstar, LLC - 82-0582786					
Rosedale Road					
Princeton, NJ 08541	Holding Company	Delaware	2,713.	108,790.	Educational Testing Service

Part II Identification of Related Tax-Exempt Organizations

(A) Name, address, and EIN of related organization	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Exempt Code section	(E) Public charity status (if section 501(c)(3))	(F) Direct controlling entity
Educational Testing Service Retiree's					
Benefit Trust - 22-3372287, Rosedale Road MS					
56-D, Princeton, NJ 08541	Benefit Plan	New Jersey	501(c)9		Educational Testing Service
Educational Testing Service Medical and					
Dental Benefits Plan - 22-2680630, Rosedale					
Road MS 56-D, Princeton, NJ 08541	Benefit Plan	New Jersey	501(c)9		Educational Testing Service

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2008

Part V Transactions With Related Organizations

Note. Complete line 1 if any entity is listed in Parts II, III, or IV.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

a Receipt of (i) interest (ii) annuities (iii) royalties (iv) rent from a controlled entity

b Gift, grant, or capital contribution to other organization(s)

c Gift, grant, or capital contribution from other organization(s)

d Loans or loan guarantees to or for other organization(s)

e Loans or loan guarantees by other organization(s)

f Sale of assets to other organization(s)

g Purchase of assets from other organization(s)

h Exchange of assets

i Lease of facilities, equipment, or other assets to other organization(s)

j Lease of facilities, equipment, or other assets from other organization(s)

k Performance of services or membership or fundraising solicitations for other organization(s)

l Performance of services or membership or fundraising solicitations by other organization(s)

m Sharing of facilities, equipment, mailing lists, or other assets

n Sharing of paid employees

o Reimbursement paid to other organization for expenses

p Reimbursement paid by other organization for expenses

q Other transfer of cash or property to other organization(s)

r Other transfer of cash or property from other organization(s)

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(A) Name of other organization(s)	(B) Transaction type (a-f)	(C) Amount involved
(1) Educational Testing Service (ETS) Global B.V.	D	9,653,435.
(2) Educational Testing Service (ETS) Global B.V.	B	71,485,600.
(3) Educational Testing Service (ETS) Global B.V.	L	8,278,000.
(4) ETS Canada Inc.	L	407,084.
(5) ETS Canada Inc.	K	387,835.
(6) ETS Canada Inc.	A	225,207.

Part IV Continuation of Identification of Related Organizations Taxable as a Corporation or Trust

(A) Name, address, and EIN of related organization	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Direct controlling entity	(E) Type of entity (C corp, S corp, or trust)	(F) Share of total income	(G) Share of end-of-year assets	(H) Percentage ownership
Prometric Holdings Inc. - 26-0416543 1501 South Clinton Street Baltimore, MD 21224	Holding company	DE	Educational Testing Service	C CORP	0.	147,000,000.	100.00%
Prometric Inc. - 26-0416596 1501 South Clinton Street Baltimore, MD 21224	Educational Services	DE	Prometric Holdings Inc.	C CORP	194,119,406.	551,084,049.	100.00%
Prometric Japan Company Limited Kayabacho Tower Bldg 15F 1-21-2 Shhinka Tokyo, Japan 104-0033	Educational Services	Japan	Prometric Inc.	C CORP	27,123,766.	53,254,866.	100.00%
Prometric Japan Company II Limited Kayabacho Tower Bldg 15F 1-21-2 Shhinka Tokyo, Japan 104-0033	Educational Services	Japan	Prometric Inc.	C CORP	0.	0.	100.00%
Prometric Limited - 98-0561896 6th Fl., 1 Exchange Quay, Salford Quays Manchester, United Kingdom M5 3EA	Educational Services	United Kingdom	Prometric Inc.	C CORP	21,470,070.	9,316,223.	100.00%
Ireland Test Center Delivery Limited - 98-0561894 25/28 North Wall Quay Dublin, Ireland 1	Holding company	Ireland	Prometric Inc.	C CORP	0.	0.	100.00%
Australia Test Centre Pty Limited - 98-0561893 Suite 14, Level 2, 37 Bligh Street Sydney NSW, Australia 2000	Holding company	Australia	Prometric Inc.	C CORP	0.	0.	100.00%
The Netherlands Test Center Holding B.V. - 98-0561890, Noorderwagplein 6, Lelystad, Netherlands 8223 AL	Holding company	Netherlands	Prometric Inc.	C CORP	0.	24,505.	100.00%
Prometric Ireland Ltd. Grand Mill Quay, Barrow St. Dublin, Ireland	Educational Services	Ireland	Ireland Test Center Delivery	C CORP	6,201,260.	5,993,055.	100.00%
Prometric Pty Ltd. Level 4, 100 Harris Street Pyrmont NSW, Australia 2009	Educational Services	Australia	Australia Test Centre Pty Limited	C CORP	2,345,278.	475,832.	100.00%
Prometric I B.V. Noorderwagplein 6 Lelystad, Netherlands 8223 AL	Educational Services	Netherlands	The Netherlands Test Center	C CORP	2,118,832.	718,425.	100.00%
Prometric B.V. Noorderwagplein 6 Lelystad, Netherlands 8223 AL	Educational Services	Netherlands	Prometric I B.V.	C CORP	4,787,194.	685,466.	100.00%

Schedule R-1 (Form 990) 2008

Part IV Continuation of Identification of Related Organizations Taxable as a Corporation or Trust

(A) Name, address, and EIN of related organization	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Direct controlling entity	(E) Type of entity (C corp, S corp, or trust)	(F) Share of total income	(G) Share of end-of-year assets	(H) Percentage ownership
Prometric II B.V.							
Noorderwagenplein 6							
Lelystad, Netherlands 8223 AL	Educational Services	Netherlands	Prometric I B.V.	C CORP	4,220,913.	3,843,297.	100.00%
Prometric III B.V.							
Noorderwagenplein 6							
Lelystad, Netherlands 8223 AL	Educational Services	Netherlands	Prometric I B.V.	C CORP	6,913,015.	1,862,577.	100.00%
Prometric Korea Limited							
Yoon-Ik Building, 8 Fl, 706-13 Yeoksam-dong Gangnam-gu							
Seoul, Korea, South	Educational Services	Korea, South	Prometric B.V.	C CORP	2,075,476.	577,102.	100.00%
Prometric (Pty) Ltd.							
55 Empire Road							
Parktown, South Africa 2193	Educational Services	South Africa	Prometric B.V.	C CORP	839,162.	293,619.	100.00%
Prometric Testing Services Private Ltd.							
6-3-883/5 Venkat Plaza (2nd Floor) Panjagutta	Educational Services	India	Prometric B.V.	C CORP	4,232,631.	2,269,924.	100.00%
Hyderabad, India 500 082							
Prometric Technology (Beijing) Co., Ltd.							
Raycom Info Tech Tower A, Unit 406, 2 Kexueyuan South	Educational Services	China	Prometric B.V.	C CORP	73,432.	95,890.	100.00%
Haidan District, Beijing, China							
Prometric Ltd.							
Hasapanut House, Nirim St. & Hashosha St.							
Tel Aviv, Israel	Educational Services	Israel	Prometric B.V.	C CORP	314,692.	139,273.	100.00%
Prometric Technology SDN Bhd							
Faber Imperial court, Suite 21 A-15-1, Jalan Sultan Is	Educational Services	Malaysia	Prometric B.V.	C CORP	2,233,815.	146,020.	100.00%
Kuala Lumpur, Malaysia							
Prometric GmbH							
Tortrasse 49	Educational Services	Germany	Prometric II B.V.	C CORP	1,197,766.	1,077,930.	100.00%
Berlin, Germany 10119							
Prometric Pte. Ltd.							
80 Robinson Road, #15-00	Educational Services	Singapore	Prometric II B.V.	C CORP	2,242,812.	229,423.	100.00%
, Singapore 068898							
Prometric Thomson Learning Sp. Zoo							
Room 307, ul. Nowogrodzka 84/86	Educational Services	Poland	Prometric II B.V.	C CORP	0.	0.	100.00%
Warsaw, Poland							

Part V Continuation of Transactions With Related Organizations (Schedule R (Form 990), Part V, line 2)

	(A) Name of other organization	(B) Transaction type (a-r)	(C) Amount involved
(7)	ETS Canada Inc.	R	166,194.
(8)	Educational Testing Service Medical and Dental Benefits Plan	O	17,064,895.
(9)	Prometric Inc.	L	88,050,233.
(10)	Prometric Inc.	K	8,227,563.
(11)			
(12)			
(13)			
(14)			
(15)			
(16)			
(17)			
(18)			
(19)			
(20)			
(21)			
(22)			
(23)			
(24)			

Schedule R-1 (Form 990) 2008

Depreciation and Amortization
 (Including Information on Listed Property)

990

OMB No 1545-0172

2008

Attachment
 Sequence No 67

▶ See separate instructions. ▶ Attach to your tax return.

Educational Testing Service

Form 990 Page 10

21-0634479

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount. See the instructions for a higher limit for certain businesses	1	250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	800,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2007 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2009. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14	Special depreciation for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	8,620,402.

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2008	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B - Assets Placed in Service During 2008 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2008 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year	/		40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	8,620,402.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V

Listed Property (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
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25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use **25**

26 Property used more than 50% in a qualified business use:

		%						
		%						
		%						

27 Property used 50% or less in a qualified business use:

		%			S/L			
		%			S/L			
		%			S/L			

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 **28**

29 Add amounts in column (i), line 26. Enter here and on line 7, page 1 **29**

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
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42 Amortization of costs that begins during your 2008 tax year:

43 Amortization of costs that began before your 2008 tax year **43** 46,628,318.

44 Total. Add amounts in column (f). See the instructions for where to report **44** 46,628,318.

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.**

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.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization	Employer identification number
	Educational Testing Service	21-0634479
	Number, street, and room or suite no. If a P.O. box, see instructions	
	Rosedale Road MS 56D	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	Princeton, NJ 08541	

Check type of return to be filed (file a separate application for each return):

- | | | |
|--|---|------------------------------------|
| <input checked="" type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

- The books are in the care of ► Michael Freddo, Controller
Telephone No. ► 609-921-9000 FAX No. ► 609-734-1280
- 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 will cover.

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until August 15, 2009, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year 2008 or
- ☐ tax year beginning , and ending .

- 2 If this tax year 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	\$
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ N/A

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.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 4-2009)

- 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 the return. See instructions.	Name of Exempt Organization		Employer identification number
	Educational Testing Service		21-0634479
	Number, street, and room or suite no. If a P.O. box, see instructions. Rosedale Road MS 56D		For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Princeton, NJ 08541		

Check type of return to be filed (File a separate application for each return):

- ☒ Form 990
 ☐ Form 990-EZ
 ☐ Form 990-T (sec. 401(a) or 408(a) trust)
 ☐ Form 1041-A
 ☐ Form 5227
 ☐ Form 8870
☐ Form 990-BL
☐ Form 990-PF
☐ Form 990-T (trust other than above)
☐ Form 4720
☐ Form 6069

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 Educational Testing Service
 Telephone No. 609-921-9000 FAX No. 609-734-1280
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until November 15, 2009.
- 5 For calendar year 2008, or other tax year beginning , and ending .
- 6 If this tax year 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 Additional time is needed to obtain information necessary to prepare an 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	\$
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	\$
c	Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ N/A

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 Frank L. Adair Title Chief Financial Officer / SVP Date

Form 8868 (Rev. 4-2009)