CHANGE OF FISCAL YEAR UNDER REVENUE PROCEDURE 85-58

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning 01/01 **, 2009, and ending** 06/30, 2009

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation
THE M.A.C. AIDS FUND

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
C/O ESTEE LAUDER COMPANY
767 FIFTH AVENUE

City or town, state, and ZIP code
NEW YORK, NY 10153

A Employer identification number 13-4144722

B Telephone number (see page 10 of the instructions) (212) 965-6300

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 16,764,963.

J Accounting method: ☐ Cash [X] Accrual
☐ Other (specify) ________
(Part I, column (d) must be on cash basis.)

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	7,080,318.			
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B.				
	3 Interest on savings and temporary cash investments	44,405.	44,405.		
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	7,124,723.	44,405.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 1	2,072.	518.	0.	1,554.
	b Accounting fees (attach schedule) ATCH 2	51,368.	12,842.	0.	38,526.
	c Other professional fees (attach schedule) *	246,603.			6,135.
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 4	470,146.			445,767.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	770,189.	13,360.	0.	491,982.
	25 Contributions, gifts, grants paid ATCH 5	5,079,972.			5,079,972.
	26 **Total expenses and disbursements.** Add lines 24 and 25	5,850,161.	13,360.	0.	5,571,954.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	1,274,562.			
	b **Net investment income** (if negative, enter -0-)		31,045.		
	c **Adjusted net income** (if negative, enter -0-)			-0-	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	14,943,082.	15,361,288.	15,361,288.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ 1,394,069.			
	Less allowance for doubtful accounts ▶	1,073,978.	1,394,069.	1,394,069.
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	10,517.	5,256.	5,256.
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ ATCH 6)	20,192.	4,350.	4,350.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	16,047,769.	16,764,963.	16,764,963.
Liabilities	17 Accounts payable and accrued expenses	216,996.	106,759.	
	18 Grants payable	2,913,155.	2,466,024.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	3,130,151.	2,572,783.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	12,917,618.	14,192,180.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	12,917,618.	14,192,180.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	16,047,769.	16,764,963.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	12,917,618.
2 Enter amount from Part I, line 27a	2	1,274,562.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	14,192,180.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,192,180.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b			
c			
d			
e			

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

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

2 Capital gain net income or (net capital loss) . . . . . { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions).
If (loss), enter -0- in Part I, line 8. 3

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	16,961,495.	12,714,241.	1.334055
2007	13,956,188.	14,334,231.	0.973627
2006	16,432,194.	11,964,311.	1.373434
2005	6,816,862.	3,895,448.	1.749956
2004	3,935,916.	2,215,260.	1.776729

2	**Total** of line 1, column (d)	2	7.207801
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	1.441560
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	14,101,616.
5	Multiply line 4 by line 3	5	20,328,326.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	310.
7	Add lines 5 and 6	7	20,328,636.
8	Enter qualifying distributions from Part XII, line 4	8	5,571,954.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	621.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	621.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	621.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 6,798.		
b	Exempt foreign organizations-tax withheld at source — 6b: 0.		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	6,798.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	6,177.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 1,000. **Refunded** ▶	11	5,177.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ NY,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ BOB DUNHAM Telephone no. ▶ 646 613-6460

Located at ▶ 130 PRINCE STREET NEW YORK, NY ZIP + 4 ▶ 10012

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to:		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		X
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 7		0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

Total number of other employees paid over $50,000 ▶ NONE

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ATTACHMENT 8		223,378.

Total number of others receiving over $50,000 for professional services . . . . ▶ NONE

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 PLEASE NOTE, THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE ACTIVITIES. ITS PRIMARY PURPOSE IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS EXEMPT UNDER INTERNAL	
2 REVENUE CODE SECTION 501(C)(3).	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	14,312,011.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	4,350.
d	**Total** (add lines 1a, b, and c)	1d	14,316,361.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	14,316,361.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	214,745.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,101,616.
6	**Minimum investment return.** Enter 5% of line 5	6	705,081.

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

1	Minimum investment return from Part X, line 6			1	705,081.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	621.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	621.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	704,460.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	704,460.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	704,460.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	5,571,954.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,571,954.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	5,571,954.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				704,460.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 07 ,20 06 ,20 05				
3 Excess distributions carryover, if any, to 2009:				
a From 2004 3,825,420.				
b From 2005 6,624,255.				
c From 2006 15,845,374.				
d From 2007 13,253,853.				
e From 2008 16,333,366.				
f Total of lines 3a through e	55,882,268.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 5,571,954.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				704,460.
e Remaining amount distributed out of corpus	4,867,494.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	60,749,762.			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	3,825,420.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	56,924,342.			
10 Analysis of line 9:				
a Excess from 2005 6,624,255.				
b Excess from 2006 15,845,374.				
c Excess from 2007 13,253,853.				
d Excess from 2008 16,333,366.				
e Excess from 2009 4,867,494.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

WRITTEN REQUESTS DETAILING THE PURPOSE OF THE GRANT.

c Any submission deadlines:

NONE

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

ATTACHMENT 9

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 10				
Total . . . . ▶ **3a**				2,613,948.
b *Approved for future payment*				
ATTACHMENT 11				
Total . . . . ▶ **3b**				2,466,024.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	44,405.	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				44,405.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 44,405.

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

		Yes	No
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date: 5/12/10 — Title: TREASURER

Paid Preparer's Use Only

Preparer's signature	Date 5/11/2010	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00504182
Firm's name (or yours if self-employed), address, and ZIP code	GRANT THORNTON LLP 666 THIRD AVENUE NEW YORK, NY 10017-4011		EIN ▶ 36-6055558 Phone no. 212-599-0100

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2009

Name of the organization
THE M.A.C. AIDS FUND

Employer identification number
13-4144722

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	[X] 501(c)(3) (enter number) organization
	[ ] 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	[ ] 527 political organization
Form 990-PF	[X] 501(c)(3) exempt private foundation
	[ ] 4947(a)(1) nonexempt charitable trust treated as a private foundation
	[ ] 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

[X] For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

[ ] For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

[ ] For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

[ ] For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $ ______________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THE M.A.C. AIDS FUND

Employer identification number 13-4144722

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	M.A.C. COSMETICS 7 CORPORATE CENTER DRIVE MELVILLE, NY 11747	$ 6,723,951.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	ESTEE LAUDER COMPANIES, INC. 767 FIFTH AVENUE NEW YORK, NY 10153	$ 340,540.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

ATTACHMENT 1

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	2,072.	518.	0.	1,554.
TOTALS	2,072.	518.	0.	1,554.

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
AUDIT & TAX FEES - 2008	51,368.	12,842.	0.	38,526.
TOTALS	51,368.	12,842.	0.	38,526.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
WEB-SITE CONSULTING	142,090.	
WEBER SHANDWICK- PR FIRM	98,378.	
OTHER CONSULTING FEES	6,135.	6,135.
TOTALS	246,603.	6,135.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
SUPPORT SERVICE FEE	439,952.	439,952.
INSURANCE EXPENSE	5,815.	5,815.
BANK CHARGES	24,379.	
TOTALS	470,146.	445,767.

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS, GRANTS PAID

ATTACHMENT 5

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GRANTS PAID			
SEE ATTACHED SPREADSHEET FOR GRANTS PAID	NONE PUBLIC CHARITY	AIDS PREVENTION/CARE	2,613,948.
		TOTAL CONTRIBUTIONS PAID	2,613,948.
GRANTS ACCRUED			
SEE ATTACHED SPREADSHEET	NONE PUBLIC CHARITY	AIDS PREVENTION/CARE	2,466,024.
		TOTAL APPROVED CONTRIBUTIONS ACCRUED	2,466,024.
		TOTAL CONTRIBUTIONS PAID AND ACCRUED	5,079,972.

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 6

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
INTEREST RECEIVABLE	4,350.	4,350.
TOTALS	4,350.	4,350.

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

ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JOHN D. DEMSEY C/O ESTEE LAUDER COMPANY 767 FIFTH AVENUE NEW YORK, NY 10153	CHAIRMAN 1.00	0.	0.	0.
CHARLES RICHARDS C/O ESTEE LAUDER COMPANY 767 FIFTH AVENUE NEW YORK, NY 10153	TREASURER 1.00	0.	0.	0.
NANCY LOUDEN C/O ESTEE LAUDER COMPANY 767 FIFTH AVENUE NEW YORK, NY 10153	SECRETARY 1.00	0.	0.	0.
JENNIFER BALBIER C/O ESTEE LAUDER COMPANY 767 FIFTH AVENUE NEW YORK, NY 10153	DIRECTOR 1.00	0.	0.	0.
IAN NESS C/O ESTEE LAUDER COMPANY 767 FIFTH AVENUE NEW YORK, NY 10153	DIRECTOR 1.00	0.	0.	0.

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

ATTACHMENT 7 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
KAREN BUGLISI C/O ESTEE LAUDER COMPANY 767 FIFTH AVENUE NEW YORK, NY 10153	DIRECTOR 1.00	0.	0.	0.
DEBORAH KRULEWITCH C/O ESTEE LAUDER COMPANY 767 FIFTH AVENUE NEW YORK, NY 10153	DIRECTOR 1.00	0.	0.	0.
CLYDE WILLIAMS C/O ESTEE LAUDER COMPANY 767 FIFTH AVENUE NEW YORK, NY 10153	DIRECTOR 1.00	0.	0.	0.
FRANK DOYLE C/O ESTEE LAUDER COMPANY 767 FIFTH AVENUE NEW YORK, NY 10153	DIRECTOR 1.00	0.	0.	0.
JAMES GAGER C/O ESTEE LAUDER COMPANY 767 FIFTH AVENUE NEW YORK, NY 10153	DIRECTOR 1.00	0.	0.	0.

ATTACHMENT 7

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

ATTACHMENT 7 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
BRUCE HUNTER C/O ESTEE LAUDER COMPANY 767 FIFTH AVENUE NEW YORK, NY 10153	DIRECTOR 1.00	0.	0.	0.
NANCY MAHON C/O ESTEE LAUDER COMPANY 767 FIFTH AVENUE NEW YORK, NY 10153	EXECUTIVE DIRECTOR 28.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 8

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
WEBER SHANDWICK WORLDWIDE 919 THIRD AVENUE NEW YORK, NY 10022	PUBLIC RELATIONS	98,378.
TENDER CREATIVE LLC 188 BOWERY - 2ND FLOOR NEW YORK, NY 10012	WEBSITE REDESIGN	125,000.
	TOTAL COMPENSATION	223,378.

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

THE PURPOSE OF THE FUND IS TO RAISE MONEY AND PROVIDE FUNDS TO ORGANIZATIONS THAT PROVIDE SUPPORT, CARE AND/OR ESSENTIAL SERVICES FOR PEOPLE AFFECTED BY HIV AND AIDS AND TO OTHER ORGANIZATIONS ENGAGED IN VARIOUS FORMS OF OTHER SOCIAL SERVICE PROJECTS.

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

ATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE ATTACHED SPREADSHEET FOR GRANTS PAID	NONE PUBLIC CHARITY	AIDS PREVENTION/CARE	2,613,948.
		TOTAL CONTRIBUTIONS PAID	2,613,948.

THE M.A.C. AIDS FUND
Grants Paid
January through June 2009

Date	Name	Street	City	State	Zip	Amount
5/29/2009	Jamaica Forum for Lesbians, All-sexuals and Gays c/0 TIDES FOUNDATION	PO Box 29903	San Francisco	CA	94129	48,830
3/24/2009	TIDES FOUNDATION	1014 Torney Avenue	SAN FRANCISCO	CA	94129-0903	81,595
6/8/2009	US Fund for UNICEF	125 Maiden Lane 11th Flr	New York	NY	10038	85,000
2/3/2009	AIDS Partnership Michigan	2751 East Jefferson, Suite 301	Detroit	MI	48207	2,731
2/5/2009	Cascade AIDS Project	620 SW Fifth Avenue, Suite 300	Portland	OR	97204	5,923
5/21/2009	AIDS Foundation Houston Inc	3202 Westlayam Annex	Houston	TX	77027	3,596
3/19/2009	Gay Men's Health Crisis (GMHC)	The Tisch Building, 119 West 24th Street	New York	NY	10011	150,000
1/6/2009	GlobalGiving Foundation	1816 12th St NW	Washington	DC	20009	1,000
3/19/2009	Broadway Cares - Equity Fights AIDS	165 West 46th Street, Suite 1300	New York	NY	10036	100,000
3/19/2009	AIDS Community Research Initiative	230 West 38th St	New York	NY	10018	150,000
3/19/2009	Griot Circle, Inc	25 Flatbush Avenue, 5th Floor	Brooklyn	NY	11217	25,000
3/19/2009	Services and Advocacy for GLBT Elders (SA	305 Seventh Ave 16 Floor	New York	NY	10001	150,000
3/19/2009	National AIDS Housing Coalition	727 15th St 6th Floor	Washington	DC	20005-1518	30,000
3/19/2009	International Center for Research on Wome	1120 20th St NW Ste 500 North	Washington	DC	20036	100,000
3/19/2009	African American AIDS Task Force	310 E 38th St Suite 209	Minneapolis	MN	55409	25,000
3/19/2009	AID Atlanta	1605 Peachtree Street, NE	Atlanta	GA	30309	23,124
3/19/2009	Aid for AIDS (CA)	8235 Santa Monica Blvd , Suite 200	West Hollywood	CA	90046	20,000
3/19/2009	Aid For AIDS International Inc	120 Wall St, 26th Flr	New York	NY	101005	25,000
3/19/2009	AIDS Alabama	3521 7th Avenue South	Birmingham	AL	35255	20,000
3/19/2009	AIDS Coalition of Southern New Jersey	100 Essex Avenue, Suite 300	Bellmawr	NJ	08031	24,000
3/19/2009	AIDS Healthcare Foundation	6255 W Sunset Blvd , 21st Floor	Los Angeles	CA	90028-7403	30,000
3/19/2009	AIDS Interfaith Residential Services(AIRS	1800 N Charles St Suite 700	Baltimore	MD	21218	20,000
3/19/2009	AIDS Partnership Michigan	2751 East Jefferson, Suite 301	Detroit	MI	48207	25,000
3/19/2009	AIDS Project of Central Iowa	711 East 2nd Street, Suite 100	Des Moines	IA	50309	5,000
3/19/2009	AIDS-Free World c/o Tides Center	423 Brookline Ave #315	Boston	MA	01931	160,000
3/19/2009	Alamo Area Resource Center, Inc	527 North Leona, Bldg. A, 3rd Floor	San Antonio	TX	78207	35,000
3/19/2009	Alternatives for Girls	903 W. Grand Boulevard	Detroit	MI	48208	10,000
3/19/2009	Bay Clinic, Inc	224 Haili St	Hilo	HI	96720	50,000
3/19/2009	Better Existence with HIV	1740 Ridge Avenue, Suite 100A	Evanston	IL	60201	25,000
3/19/2009	Bienestar Human Services, Inc	5326 East Beverly Boulevard	Los Angeles	CA	90022	25,000
3/19/2009	Boston Medical Center	660 Harrison Ave	Boston	MA	02118	15,000
3/19/2009	Boulder County AIDS Project	2118 14th Street	Boulder	CO	80302	15,000
3/19/2009	Catawba Care Coalition, Inc	1151 Camden Avenue	Rock Hill	SC	29732	15,000
3/19/2009	Chatham Social Health Council	401 B North Ivey Avenue	Silver City	NC	27344	15,000
3/19/2009	Church of Saint Luke in the Fields, The	487 Hudson Street	New York	NY	10014	10,000
3/19/2009	Coastal Community Action Program	117 East Third Street	Aberdeen	WA	98520	5,000
3/19/2009	Colorado AIDS Project (CAP)	2490 W 26th Ave , Bldg A Ste 300	Denver	CO	80211	20,000
3/19/2009	Columbus AIDS Task Force	1751 East Long Street	Columbus	OH	43203	30,000
3/19/2009	Community Health Outreach Workers, Inc	220 Bagley, Suite 740	Detroit	MI	48226	20,000
3/19/2009	Foothill AIDS Project	233 W Harrison Avenue	Claremont	CA	91711	25,000

THE M.A.C. AIDS FUND
Grants Paid
January through June 2009

3/19/2009	Free Medical Clinic of Greater Cleveland	12201 Euclid Avenue	Cleveland	OH	44106-4310	25,000
3/19/2009	Global Fund for Children, The	1101 14th St NW Suite 420	Washington	DC	20005	50,000
3/19/2009	Greenhope Services for Women, Inc	23 West 123rd Street, 5th Floor	New York	NY	10027	15,000
3/19/2009	Gregory House Programs	770 Kapiolani Blvd , Suite 503	Honolulu	HI	96813	30,000
2/19/2009	Harm Reduction Coalition	22 West 27th Street	New York	NY	10001	50,000
3/19/2009	Harm Reduction Coalition	22 West 27th Street	New York	NY	10001	100,000
3/19/2009	Howard Dental Center	1420 Ogden Street	Denver	CO	80218	15,000
3/19/2009	International Center for Equal Healthcare	101 W 23rd St Ste 179	New York	NY	10011	24,175
3/19/2009	International Center for Research on Wome	1120 20th St NW Ste 500 North	Washington	DC	20036	25,000
3/19/2009	International HIV/AIDS Alliance	1221 Massachusetts Ave NW Suite 5	Washington	DC	20005	76,000
3/19/2009	Jewish Guild for the Blind	15 West 65th Street	New York	NY	10023-6601	20,000
3/19/2009	Lifelong AIDS Alliance	1002 East Seneca Street	Seattle	WA	98122	55,000
3/19/2009	Macedonia Missionary Baptist Church	8645 Pacific Avenue	Tacoma	WA	98444	10,000
3/19/2009	Maitri Compassionate Care	401 Duboce Avenue	San Francisco	CA	94117	25,000
3/19/2009	MANNA	PO Box 30181	Philadelphia	PA	19103	50,000
3/19/2009	Metro TeenAIDS	651 Pennsylvania Avenue	Washington	DC	20003	20,000
3/19/2009	Miriam's House, Inc	PO Box 73618	Washington	DC	20056	10,000
3/19/2009	Momentum Project Inc , The	322 Eighth Avenue	New York	NY	10001	75,000
3/19/2009	mothers2mothers	1622 North Curson Avenue	Los Angeles	CA	90046	80,474
3/19/2009	Neighborhood House	179 Robie Street East	Saint Paul	MN	55107	15,000
3/19/2009	New Conservatory Theater Center, The	25 Van Ness Avenue, Lower Lobby	San Francisco	CA	94114	15,000
3/19/2009	New Leaf Services for Our Community	1390 Market St Suite 800	San Francisco	CA	94114	15,000
3/19/2009	Nyanya Project, The	2200 Allen Easley Street, Apt 3B	Winston-Salem	NC	27106	20,000
3/19/2009	Osborne Association, The	809 Westchester Street	Bronx	NY	11101	25,000
3/19/2009	Other Options	3005 North May Avenue	Oklahoma City	OK	73107	10,000
3/19/2009	Pathways to Wellness Inc	1601 Wachington St, 3rd Flr	Boston	MA	02118	15,000
3/19/2009	Persad Center, Inc	5150 Penn Avenue	Pittsburgh	PA	15224-1687	7,500
3/19/2009	Philadelphia Center	2020 Centenary Boulevard	Shreveport	LA	71104	10,000
3/19/2009	Positive Impact	139 Ralph McGill Blvd, Suite 301	Atlanta	GA	30316	15,000
3/19/2009	Quest Center for Integrative Health	2901 E Burnside	Portland	OR	97214	10,000
3/19/2009	Robert Wood Johnson Medical School	675 Hoes Lane	Piscataway	NJ	08854	5,000
3/19/2009	SOTENI Inc	2366 Kemper Lane	Cincinnati	OH	45206-2611	20,000
3/19/2009	Southern Arizona AIDS Foundation	375 South Euclid Avenue	Tucson	AZ	85719-6644	25,000
6/17/2009	Broadway Cares - Equity Fights AIDS	165 West 46th Street, Suite 1300	New York	NY	10036	25,000
						2,613,948

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE ATTACHED SPREADSHEET	NONE PUBLIC CHARITY	AIDS PREVENTION/CARE	2,466,024.
		TOTAL CONTRIBUTIONS APPROVED	2,466,024.

THE M.A.C. AIDS FUND
Grants Payable
as of June 2009

Date	Name	Street	City	State	Zip	Payable
6/18/2009	African Services Committee, Inc	429 West 127th Street	New York	NY	10027	25,000
6/18/2009	Aid for AIDS of Nevada (AFAN)	701 Shadow Lane, Suite 170	Las Vegas	NV	89106	30,000
5/9/2009	Aid for AIDS of Nevada (AFAN)	701 Shadow Lane, Suite 170	Las Vegas	NV	89106	5,790
6/18/2009	AIDS Athens, Inc	112 Park Ave	Athens	GA	30601	11,500
6/18/2009	AIDS Center of Queens County (ACQC)	97-45 Queens Blvd , Suite 1220	Rego Park	NY	11374	10,000
6/18/2009	AIDS Community Research Consortium	1048 El Camino Real, Suite B	Redwood City	CA	94063	20,000
6/18/2009	AIDS Outreach Center of Greater Tarrant C	Fort Worth County	Fort Worth	TX		24,000
6/18/2009	AIDS Project Los Angeles, Inc (APLA)	611 South Kingsley Dr	Los Angeles	CA	90005	50,000
6/18/2009	AIDS Project New Haven	1302 Chapel Street	New Haven	CT	06511	25,000
5/19/2009	AIDS Project of the Ozarks	1901 E Bennett, Suite D	Springfield	MO	65804	6,400
6/18/2009	AIDS Project of Southern Vermont	67 Main Street	Brattleboro	VT	05302	9,000
6/18/2009	AIDS Resource Center of Wisconsin	820 North Plankinton Avenue	Milwaukee	WI	53203	20,000
6/18/2009	AIDS Resources of Rural Texas	250 Santa Fe Drive, Suite 101	Weatherford	TX	76086	15,000
6/18/2009	AIDS Service Center Inc	909 South Fair Oaks Ave	Pasadena	CA	91105	10,000
6/18/2009	AIDS Services Foundation Orange County	17982 Sky Park Circle, Suite J	Irvine	CA	92614-6408	30,000
6/18/2009	Aliveness Project, The	730 East 38th Street	Minneapolis	MN	55407	25,000
6/18/2009	Argus Community, Inc	760 East 160th St	Bronx	NY	10456-7815	20,000
6/18/2009	Bill's Kitchen, Inc	225 Barbosa Avenue, PO Box 195678	San Juan	PR	00917	50,000
6/18/2009	Blacks Educating Blacks about Sexual Healing	1217 Spring Garden St 1st Flr	Philadelphia	PA	19123-3212	15,000
6/18/2009	Bloomington Hospital Positive Link	333 East Miller Drive	Bloomington	IN	47401	6,000
6/18/2009	Blue Mountain Heart to Heart	P O Box 40	Walla Walla	WA	99362-0201	12,000
6/18/2009	Boston Living Center, The	29 Stanhope Street	Boston	MA	02116	10,000
6/18/2009	Callen Lorde Community Health Center	356 West 18th Street	New York	NY	10011	22,000
6/18/2009	Cambridge Cares About AIDS	17 Sellers Street	Cambridge	MA	02139	10,000
6/18/2009	Cambridge Health Alliance	1493 Cambridge St	Cambridge	MA	02139	20,000
6/18/2009	Carl Vogel Center	1012 14th St NW Ste 700	Washington	DC	20005-3477	10,000
6/18/2009	Catalyst Foundation, The	44758 Elm Avenue	Lancaster	CA	93534	19,000
6/18/2009	Catholic Charities of the Archdiocese of	590 N 7th St	Newark	NJ	07107-2522	25,000
6/18/2009	Catholic Charities ofthe Archdiocese of C	721 North Lasalle 4th Flr	Chicago	IL	60654	15,000
6/18/2009	Central Florida Haven of Hope Ministries	1902 W Colonial Dr	Orlando	FL	32804	6,000
6/18/2009	Church of the Harvest	PO Box 183	Pahokee	FL	33476-0183	20,000
6/18/2009	Colorado AIDS Project (CAP)	2490 W 26th Ave , Bldg A Ste 300	Denver	CO	80211	50,000
6/18/2009	Community Health Action of Staten Island,	56 Bay Street	Staten Island	NY	10301	10,000
6/18/2009	Community Renewal Team, Inc.	555 Windsor Street	Hartford	CT	06120	14,600
6/18/2009	Community Servings	18 Marbury Terrace	Jamaica Plain	MA	02130	25,000
6/18/2009	Douglas County AIDS Project	2518 Ridge Ct Ste 101	Lawrence	KS	66046-4029	15,000
6/18/2009	FAN FREE CLINIC, INC	1010 North Thompson St	Richmond	VA	23230	20,000
6/18/2009	Food Bank of New York City	39 Broadway 10th Flr	New York	NY	10006	15,000
6/18/2009	Food Bank of Contra Costa and Solano	PO Box 6324	Concord	CA	94524-1324	47,500
6/18/2009	Food For Life Network, Inc	3510 Biscayne Blvd #209	Miami	FL	33137	36,000

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6/18/2009	Food for Thought-Sonoma County AIDS Food	6550 Railroad Ave	Forestville	CA	95436	10,000
6/18/2009	Francis House, Inc	4703 N Florida Avenue	Tampa	FL	33603	30,000
6/18/2009	Friends For Life Corporation	43 N Cleveland Street	Memphis	TN	38104	25,000
6/1/2009	Florida AIDS Walk	2097 Wilton Manors	Fort Lauderdale	FL	33305	5,913
6/7/2009	GAY MENS HEALTH CRISIS INC	119 WEST 24TH ST	NEW YORK	NY	10011-1913	86,689
6/18/2009	Greater Philadelphia Urban Affairs Coalit	1207 Chestnut St	Philadelphia	PA	19107	10,000
6/18/2009	Greyston Foundation	21 Park Avenue	Yonkers	NY	10705-3401	10,000
6/18/2009	Hawai'i Island HIV/AIDS Foundation	75-240 Nani Kailua Drive, Suite 5	Kailua-Kona	HI	96740	20,000
6/18/2009	Health Trust, The	2105 Bascom Ave, Suite 220	Campbell	CA	95008	28,000
6/18/2009	HEARTLAND CARES INC	619 North 30th St	PADUCAH	KY	42001	30,000
6/18/2009	HIV Alliance	1966 Garden Avenue	Eugene	OR	97403-1933	7,000
6/18/2009	House of Mercy, Inc.	701 Mercy Drive	Belmont	NC	28012	10,000
6/18/2009	HRA of New Britain, Inc	83 Whiting St	New Britain	CT	06051	10,000
6/18/2009	Iris House	2348 Adam Clayton Powell Jr Blvd	New York	NY	10030	35,000
6/18/2009	Lansing Area AIDS Network	913 West Holmes Rd Ste 115	Lansing	MI	48910-0437	7,500
6/18/2009	Long Island Association for AIDS Care Inc	60 Adams Ave	Hauppauge	NY	11788	10,000
6/18/2009	Loving Food Resources	123 Kenuilworth Road	Asheville	NC	28803	15,000
6/18/2009	Lowcounty AIDS Services	3547 Meeting Street Road	North Charleston	SC	29405	15,000
6/18/2009	Mama's Kitchen, Inc	1875 Second Avenue	San Diego	CA	92101	50,000
6/18/2009	Matthew 25 AIDS Services, Inc	452 Old Corydon Road	Hendersen	KY	42420	18,000
6/18/2009	Miami Beach Community Health Center	710 Alton Road	Miami Beach	FL	33139	23,000
6/18/2009	Mid-Hudson ValleyAIDS Task Force dba ARCS	40 Saw Mill River Road	Hawthorne	NY	10532-1535	10,000
6/18/2009	Montefiore Medical Center	3320 Rochambeau Avenue	Bronx	NY	10467	20,000
6/18/2009	Moveable Feast Inc	901 Milton Ave	Baltimore	MD	21205	15,000
6/18/2009	Nashville CARES	501 Brick Church Park Drive	Nashville	TN	37207-3219	35,000
6/18/2009	New Mexico AIDS Services, Inc	625 Truman NE	Albuquerque	NM	87110-6443	25,000
6/18/2009	Newark Beth Israel Medical Center Foundat	201 Lyons Ave	Newark	NJ	07112	25,000
6/18/2009	Northern Nevada Hopes	467 Ralston	Reno	NV	89503	22,000
6/18/2009	Open Arms of Minnesota	1414 Franklin Avenue East	Minneapolis	MN	55404	45,000
6/18/2009	Our House of Portland	2727 SE Alder Street	Portland	OR	97214	30,000
6/18/2009	Pacific Pride Foundation	126 East Haley Street Suite A-aa	Santa Barbara	CA	93101	12,000
6/18/2009	Project Angel Heart	4190 Garfield Street, Unit 5	Denver	CO	80216	22,000
6/18/2009	Project Hospitality Inc.	100 Park Avenue	Staten Island	NY	10302	30,000
6/18/2009	Project Open Hand	730 Polk Street	San Francisco	CA	94109-7813	50,000
6/18/2009	Project Open Hand Atlanta	176 Ottley Drive NE	Atlanta	GA	30324	50,000
6/18/2009	Project Sunshine	108 W 39th St Rm 725	New York	NY	10018-8280	25,000
6/18/2009	RESOURCE CENTER OF DALLAS INC	PO Box 190869	DALLAS	TX	75219-0869	25,000
6/18/2009	South Jersey Against AIDS Inc dba South J	19 Gordon's Alley	Atlantic City	NJ	08401-7406	10,000
6/18/2009	Southwest Center for HIV/AIDS	1144 East McDowell Road, Suite 200	Phoenix	AZ	85006	24,000
6/18/2009	Special Delivery San Diego	4021 Goldfinch Street	San Diego	CA	92103	30,000
6/18/2009	Spokane AIDS Network	905 South Monroe	Spokane	WA	99204	10,000
6/18/2009	Children's Place Association	3059 W Augusta Boulevard	Chicago	IL	60622-4314	5,690

THE M.A.C. AIDS FUND
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as of June 2009

6/18/2009	Thrive DC(Formerly The Dinner Program for	309 E St NW	Washington	DC	20001-2711	20,000
6/18/2009	Touch-Together Our Unity Can Heal, Inc	209 Route 9 West	Congers	NY	10920-1740	10,000
6/18/2009	Triad Health Project	PO Box 5716	Greensboro	NC	27435	25,000
6/18/2009	TULSA Cares	3507 East Admiral Place	Tulsa	OK	74115-8211	15,000
6/18/2009	United Bronx Parents, Inc	773 Prospect Ave	Bronx	NY	10455-1809	10,000
6/18/2009	Ventura County Rainbow Alliance dba AIDS	4567 Telephone Rd ste 100	Ventura	CA	93003-5665	20,000
6/18/2009	Visiting Nurse Service of Rochester & Mon	2180 Empire Blvd	Webster	NY	14580-2029	20,000
6/18/2009	Vista Community Clinic	1000 Vale Terrace	Vista	CA	92084	30,000
6/18/2009	Vital Bridges	5543 N Broadway	Chicago	IL	60640	49,352
6/18/2009	Vital Life Services	5836 San Pablo Ave	Oakland	CA	94608	25,000
6/18/2009	Your Health Clinic	303 Sunset Blvd	Sherman	TX	75092-5581	5,000
6/18/2009	CAL-PEP	499 5TH ST 3RD FLOOR	OAKLAND	CA	94612	50,000
6/18/2009	Lesbian and Gay Community Services Center	208 West 13th St	New York	NY	10011	50,000
6/18/2009	Safe Horizon, Inc	2 Lafayette Street, 21st Floor	New York	NY	10007	25,000
6/18/2009	SIECUS	90 John St Suite 704	New York	NY	10038	40,000
6/18/2009	US Mexico Border Health Association	5400 Suncrest Dr Ste C-5	El Paso	TX	79912-5615	50,000
6/18/2009	Drug Policy Alliance	70 West 36th Street, 16th Floor	New York	NY	10018	50,000
6/18/2009	Family and Medical Counseling Service Inc	2041 MLK Jr Ave Ste 303	Washington	DC	20020-7025	40,000
6/18/2009	Foundation for Research into Sexually Transmitted Diseases at Harlem United	224 W 30th St #901	New York	NY	10001	20,000
6/18/2009	Hyacinth AIDS Foundation	317 George St Ste 203	New Brunswick	NJ	08901-2008	25,000
6/18/2009	NJCRI	393 Central Avenue	Newark	NJ	07103	35,000
6/18/2009	Bali Plus Foundation c/o Tides Foundation	1014 Torney Ave	San Francisco	CA	94129-0903	19,540
6/18/2009	Kertl Praja Foundation c/o Tides Foundation	1014 Torney Ave	San Francisco	CA	94129-0903	20,550
6/18/2009	Hetrick-Martin Institute, The	2 Astor Place, 3rd Floor	New York	NY	10003	25,000
						2,466,024