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Form 990-PF

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

OMB No. 1545-0052

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning 2009, and ending

G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeUse the
IRS label
Otherwise,
print
or type
See Specific
InstructionsJolie-Pitt Foundation
c/o Foundation Source
501 Silverside Road #123
Wilmington, DE 19809-1377

A Employer identification number

20-5176706

B Telephone number (see the instructions)

800-839-1754

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: ☒ 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, column (c), line 16)

\$ 6,765,836.

J Accounting method: ☒ Cash ☐ 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 the instructions).)

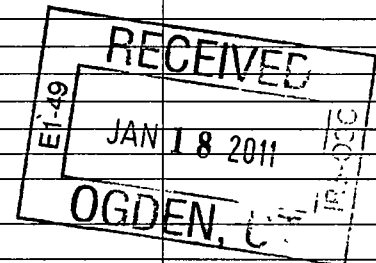
(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

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

REVENUE	1	Contributions, gifts, grants, etc. received (att sch)	341,012.			
	2	Chk <input type="checkbox"/> if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments	9,016.	9,016.		
	4	Dividends and interest from securities	176,816.	158,168.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	-20,735			
	b	Gross sales price for all assets on line 6a	31,337,025			
	7	Capital gain net income (from Part IV line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
ADMINISTRATIVE AND OPERATING EXPENSES	b	Less: Cost of goods sold				
	c	Gross profit/(loss) (att sch)				
	11	Other income (attach schedule)				
		See Statement 1	7,862.		7,862.	
	12	Total. Add lines 1 through 11	513,971.	167,184.	7,862.	
	13	Compensation of officers, directors, trustees, etc.	0			
	14	Other employee salaries and wages	375,318.		7,862.	367,456.
	15	Pension plans, employee benefits	8,567.			8,567.
	16a	Legal fees (attach schedule)	2,708.			2,708.
	b	Accounting fees (attach sch)				
	c	Other prof fees (attach sch)	187,296.	8,876.		178,420.
	17	Interest				
	18	Taxes (attach schedule)(see instr)	1,200			
	19	Depreciation (attach sch) and depletion	915.			
	20	Occupancy	27,809.			27,809.
	21	Travel, conferences and meetings	85,249.			85,249.
	22	Printing and publications	5,377.			5,377.
	23	Other expenses (attach schedule)				
		See Statement 5	365,985	2,695.		363,290.
	24	Total operating and administrative expenses. Add lines 13 through 23	1,060,424.	11,571.	7,862.	1,038,876.
	25	Contributions, gifts, grants paid Part XV	4,867,204.			4,867,204.
	26	Total expenses and disbursements. Add lines 24 and 25	5,927,628	11,571.	7,862.	5,906,080.
	27	Subtract line 26 from line 12.				
	a	Excess of revenue over expenses and disbursements	-5,413,657.			
	b	Net investment income (if negative enter 0)		155,613.		
	c	Adjusted net income (if negative enter 0)			0.	



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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	7,945,717.	516,172.	516,172.
	3 Accounts receivable 1,202.			
	Less allowance for doubtful accounts 1,202.		1,202.	1,202.
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges		5,304.	5,304.
	10a Investments — U.S. and state government obligations (attach schedule) Statement 6	2,003,237.	303,255.	302,295.
	b Investments — corporate stock (attach schedule)			
	c Investments — corporate bonds (attach schedule) Statement 7	2,230,990.	5,917,387.	5,905,800.
	11 Investments — land, buildings, and equipment basis			
LIABILITIES	Less accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment basis 35,978.			
	Less accumulated depreciation (attach schedule) See Stmt 8			
	15 Other assets (describe 915.)			
	16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	12,179,944.	6,778,383.	6,765,836.
	17 Accounts payable and accrued expenses		12,096.	
	18 Grants payable			
	19 Deferred revenue			
FUNDS	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe 0.)			
	23 Total liabilities (add lines 17 through 22)	0.	12,096.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31 <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	12,179,944.	6,766,287.	
	30 Total net assets or fund balances (see the instructions)	12,179,944.	6,766,287.	
	31 Total liabilities and net assets/fund balances (see the instructions)	12,179,944.	6,778,383.	

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	12,179,944.
2 Enter amount from Part I, line 27a	2	-5,413,657.
3 Other increases not included in line 2 (itemize) 3	3	
4 Add lines 1, 2, and 3	4	6,766,287.
5 Decreases not included in line 2 (itemize) 5	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	6,766,287.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month day year)	(d) Date sold (month day year)
1a Publicly-traded securities		P	Various	Various
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 31,337,025.		31,357,760.	-20,735.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))	
a			-20,735.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2 -20,735.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8 </div>		3 0.

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

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

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

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

☐ Yes☒ No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries				
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))	
2008	6,711,793.	8,281,502.	0.810456	
2007	3,630,748.	6,827,344.	0.531795	
2006	2,494,834.	2,501,918.	0.997169	
2005				
2004				
2 Total of line 1, column (d)			2	2.339420
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3	0.779807
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4	8,900,733.
5 Multiply line 4 by line 3			5	6,940,854.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6	1,556.
7 Add lines 5 and 6			7	6,942,410.
8 Enter qualifying distributions from Part XII, line 4			8	5,945,495.

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.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary see instr.)		1	3,112.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,112.
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	3,112.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 2,948.		
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 100.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	3,048.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	64.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be credited to 2010 estimated tax	11		
Refunded			

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0. See Statement 9		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>	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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? See Statement 10 <i>If 'Yes,' attach the statement required by General Instruction T</i>	X	
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) CA DE		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see 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? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>Foundation Source</u> Telephone no <u>800-839-1754</u> Located at <u>501 Silverside Road, Ste 123 Wilmington DE</u> ZIP + 4 <u>19809-1377</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax exempt interest received or accrued during the year <u>15</u>			N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception: Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d) 3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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 the instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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	N/A
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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1) (5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b X

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)

See attachment

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 N/A

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 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
Brad Pitt 501 Silverside Road, Ste 123 Wilmington, DE 19809-1377	Co-P/Dir/Sec 5 hrs/wk	0.	0.	0.
Angelina Jolie 501 Silverside Road, Ste 123 Wilmington, DE 19809-1377	Co-Pres/Dir 5 hrs/wk	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see 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
Stephan Bognar 117 Main Street Seymour, CT 06483	CEO MJP Fd LLC 40	- Cambodian operations - See Stmt 11 140,000.	0.	0.

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

0

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 instructions) If none, enter 'NONE'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Global Philanthropy Group, LLC, fka Milestone 1500 Fourth Ave, Ste 600 Seattle, WA 98101	Grant management	172,298.
Total number of others receiving over \$50,000 for professional services		0

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 See Statement 11	866,606.
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 See Statement 12	3,437.
2	
All other program-related investments See instructions	
3	
Total Add lines 1 through 3	3,437.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	6,276,829.
b	Average of monthly cash balances	1b	2,759,448.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	9,036,277.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	9,036,277.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	135,544.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,900,733.
6	Minimum investment return. Enter 5% of line 5	6	445,037.

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

1	Minimum investment return from Part X, line 6	1	445,037.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	3,112.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,112.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	441,925.
4	Recoveries of amounts treated as qualifying distributions	4	3,437.
5	Add lines 3 and 4	5	445,362.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	445,362.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	5,906,080.
b	Program related investments — total from Part IX-B	1b	3,437.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	35,978.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,945,495.
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 instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,945,495.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				445,362.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years 20__, 20__, 20__		0		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006	2,436,390.			
d From 2007	3,295,649.			
e From 2008	6,303,222.			
f Total of lines 3a through e	12,035,261.			
4 Qualifying distributions for 2009 from Part XII line 4 ▶ \$ 5,945,495.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2009 distributable amount				445,362.
e Remaining amount distributed out of corpus	5,500,133.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below.				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	17,535,394.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a	17,535,394.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006	2,436,390.			
c Excess from 2007	3,295,649.			
d Excess from 2008	6,303,222.			
e Excess from 2009	5,500,133.			

BAA

Form 990-PF (2009)

N/A

- 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 organization had \$5,000 or more in assets at any time during the year – see 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))

See Statement 13

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

None

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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

c Any submission deadlines

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

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
<i>a</i> Paid during the year See attachment	N/A		See attachment	4,867,204.
Total				3a 4,867,204.
<i>b</i> Approved for future payment				
Total				3b

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 **Jolie-Pitt Foundation**

Employer identification number

20-5176706

Organization type (check one)

Filers of

Form 990 or 990-EZ

Section:

- ☐ 501(c)(____) (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990-PF

- ☒ 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 –

- ☒ 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)/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 their 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).

BAA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Jolie-Pitt Foundation

Employer identification number

20-5176706

Part I Contributors (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Northern & Shell PLC The Northern & Shell Building London, EC3REN United Kingdom	\$ 50,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	Sloane, Offer, Weber & Dern 9601 Wilshire Blvd Beverly Hills, CA 90210	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	WildAid 744 Montgomery St, Ste 300 San Francisco, CA 94111	\$ 234,496.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	Australian Ctr for Intl Ag Research 38 Thyme Street Fern Hill Park, Australia	\$ 45,145.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other program revenue	\$ 7,862		\$ 7,862
Total	<u>\$ 7,862.</u>	<u>\$ 0.</u>	<u>\$ 7,862.</u>

Statement 2
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Formation of LLC	\$ 912.			\$ 912.
General governance and counseling	1,796.			1,796.
Total	<u>\$ 2,708.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 2,708.</u>

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Defining and developing objectives	\$ 20,000			\$ 20,000.
Education advisor	6,122			6,122.
Investment management services	8,876.	\$ 8,876.		
Philanthropic consultant	152,298.			152,298.
Total	<u>\$ 187,296.</u>	<u>\$ 8,876.</u>	<u>\$ 0.</u>	<u>\$ 178,420.</u>

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise tax	\$ 1,200			
Total	<u>\$ 1,200.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Administrative fees	\$ 41,078.			\$ 41,078.
Agro research expenses	4,949			4,949.
Bank charges	2,695	\$ 2,695.		
Community household infrastructure suppt	44,678.			44,678.
Equipment/repairs/maintenance	41,065			41,065.
Field staff accomodation renovation exp	21,870			21,870.
Govt operational support/conservation	9,810			9,810.
Healthcare center operational suppt	45,394.			45,394.
Healthcare post operational support	4,680.			4,680.
Insurance	5,481.			5,481.
Livestock/agronomy expenses	30,771.			30,771.
Local employee recreation programs	10,520.			10,520.
Other school programs	14,033.			14,033.
Payroll, state, and other fees	6,697.			6,697.
Postage	1,902.			1,902.
Rural emergency household assistance	765.			765.
Rural employee food subsidies	5,193.			5,193.
Rural planning interventions/supplies	7,933			7,933.
School equipment/materials	9,478			9,478.
School meal program	3,588			3,588.
School salaries/supplemental pay	12,205			12,205.
Special conservation field operations	1,008			1,008.
State or local filing fees	25.			25.
Supplies	18,563.			18,563.
Telephone/internet/fax	21,604			21,604.
Total	\$ 365,985.	\$ 2,695.	\$ 0.	\$ 363,290.

Statement 6
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

U.S. Government Obligations	Valuation Method	Book Value	Fair Market Value
California Rev Antic Nts Ser 3% 6/23/10	Cost	\$ 303,255.	\$ 302,295.
		\$ 303,255.	\$ 302,295.
Total		\$ 303,255.	\$ 302,295.

Statement 7
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Corporate bonds - see attachment	Cost	\$ 5,917,387.	\$ 5,905,800.
	Total	<u>\$ 5,917,387.</u>	<u>\$ 5,905,800.</u>

Statement 8
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

<u>Category</u>	<u>Basis</u>	<u>Accum Deprec.</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Machinery and Equipment	\$ 35,978.	\$ 915.	\$ 35,063.	\$ 35,063.
Total	<u>\$ 35,978.</u>	<u>\$ 915.</u>	<u>\$ 35,063.</u>	<u>\$ 35,063.</u>

Statement 9
Form 990-PF, Part VII-A, Line 2
Activities Not Previously Reported to the IRS

See Part IX-A for description of new activities.

Statement 10
Form 990-PF, Part VII-A, Line 5
Liquidation, Dissolution, Termination, or Substantial Contraction

Substantial Contraction

During the taxable year ending December 31, 2009, the Jolie-Pitt Foundation (the "Foundation") made distributions from sources other than current income. Collectively, the distributions in excess of current income totaled \$4,867,204. This amount represents over 25% of the Foundation's net assets of \$12,171,465 (as measured by fair market value) at the beginning of the Foundation's taxable year ending December 31, 2009. Although the Foundation technically experienced a "substantial contraction," it will continue in existence and has no plans for dissolution.

The Foundation made distributions of cash to the grantees listed in the attachment to Part XV, Line 3a; each such grant was made solely for the charitable purpose specified therein.

This statement is submitted in accordance with Treasury Regulation Section 1.6043-3(a)(1) and the Form 990-PF instructions.

Statement 11
Form 990-PF, Part IX-A, Line 1
Summary of Direct Charitable Activities

Direct Charitable Activities	Expenses
<p>In 2003, Ms. Angelina Jolie (in conjunction with WildAid) began a project dedicated to the conservation of Cambodia's endangered Cardamom Mountains' northern territory. Formally known as the Maddox Jolie Project and based in Cambodia's rural and impoverished northwest, the initial focus of its conservation work was on the protection of Samlout National Park (Samlout Protected Area), Samlout contains most of the region's biodiversity: forests, freshwater ecosystems, and endangered species. As more resources became available, MJP's operations expanded into other areas such as reforestation, community protected area, park management and integrated rural development (UN Millennium Development Goals). In 2009, the project's assets were transferred from WildAid to the Jolie-Pitt Foundation which continues the project ("MJP") currently.</p>	\$ 866,606.

2009 Accomplishments

Agriculture Central to this program is improving the consumption of protein and micro-nutrient foods, especially targeting infants from 6 months to 2 years old, by doubling household consumption of animal protein such as poultry, fish, pork and beef and green vegetables. In 2009, MJP's sustainable and diverse livelihood activities were promoted through varied approaches such as farmer field schools, demonstration farms, homestead production and cash crop production. This program also includes livestock management activities.

Education Facing continued limited government assistance and increasing demand for primary and lower secondary schools, MJP expanded its support to include the following assistance to Cambodian schools school nutrition, gender segregated sanitation facilities, library facilities, school sports, eco-clubs, potable water, school uniforms, and teacher professional learning programs.

Healthcare MJP, in cooperation with the provincial and central governments, supported the construction of the first health facility in Samlout in 2006. In 2009, the health post was recognized by the government as a role model for the country's other rural health posts. Today, rather than using unqualified private practitioners, the surrounding communities depend on the health care services provided at the health post by MJP's trained health care workers. In order to maintain high quality service at the health post, MJP provided a range of support, including supply of essential drugs and medical materials, administrative support, communication aids (mobile phone and operational costs), emergency transportation for poor families, clean drinking water for patients and health staff, performance incentives for staff, and staff training, including health information system and overall management.

Infrastructure To significantly reduce poverty and achieve the UN Millennium Development Goals, it is vital to make a sustained improvement in developing the region's infrastructure facilities and services, including roads, schools, health facilities, wells, and toilets. Since 2007, MJP has been actively participating in rebuilding Samlout's infrastructure.

Micro-credit MJP understands the importance of business approaches to produce economic and social change. To support and expand the economic participation of low-income households in Samlout, MJP

Statement 11 (continued)
Form 990-PF, Part IX-A, Line 1
Summary of Direct Charitable Activities

<u>Direct Charitable Activities</u>	<u>Expenses</u>
created the Micro-Credit Plus project. The project provides support to the development of small, family-owned business that will generate additional income to improve household savings.	
Rural Planning: This program aims to help local authorities think about long-term visions and strategies instead of random and short-term ones. For example, with increasing pressures on land and natural resources in the Samlout district, the need for planning and regulating land use is crucial to balance the needs of the current population with the resource needs of future generations.	
Conservation: This program strives to preserve the Samlout Protected Area.	

Statement 12
Form 990-PF, Part IX-B, Line 1
Summary of Program-Related Investments

Microcredit: During 2009, MJP disbursed loans to 52 needy Cambodian individuals, who used their loans to purchase crop seeds and agricultural tools. All borrowers successfully repaid their loans during 2009.

Statement 13
Form 990-PF, Part XV, Line 1a
Foundation Managers - 2% or More Contributors

Brad Pitt
Angelina Jolie

12/31/09

2009 Federal Book Summary Depreciation Schedule

Page 1

Jolie-Pitt Foundation
c/o Foundation Source

20-5176706

No.	Description	Date Acquired	Date Sold	Cost/ Basis	Bus Pct.	Cur 179/ SDA	Prior 179/ SDA/ Depr.	Method	Life	Current Depr.
Form 199										
Machinery and Equipment										
1	Automobiles	Various		27,080				S/L	5	102
2	Equipment/furniture	Various		8,898				S/L	5	813
Total Machinery and Equipment				35,978		0	0			915
Total Depreciation				35,978		0	0			915
Grand Total Depreciation				35,978		0	0			915

Jolie-Pitt Foundation
EIN: 20-5176706
Taxable Year Ending December 31, 2009

Form 990-PF, Part II, Line 10c - Columns (b) & (c) - Investments: Corporate Bonds

Shares	Description/Symbol/CUSIP Number	Line 10c - Column (b) Book Value	Line 10c - Column (c) Fair Market Value
300000	BANCO DEL ESTADO DE CHILE 0 40000% 01/04/2010CD (05959CHQ9)	\$299,999.99	\$300,006.00
350000	BAYERISCHE DISC C/P 0 47% 1/12/10 (07274MAC9)	\$349,597.89	\$349,963.60
300000	COMMERZBANK DISC C/P 1/4/10 (20260BA40)	\$299,946.17	\$300,000.00
300000	DEXIA DEL DISC C/P 1/4/10 (2521E1A47)	\$299,917.83	\$300,000.00
200000	ING FDG DISC C/P 0 17% 1/20/10 (4497W1AL0)	\$199,972.61	\$199,984.80
300000	IRELAND REPUBLIC DISC C/P 0 29 2/26/10 (46269BBS2)	\$299,789.75	\$299,871.90
350000	KOREA DEV DISC C/P 0 568% 1/1/10 (50061A46)	\$349,690.76	\$350,000.00
200000	LANDESBANK C/D 0 22% 1/15/10 (51488HZJ8)	\$200,000.00	\$200,000.00
200000	LLOYDS BK PLC N Y BRH 0 21000% 01/19/2010CD (53944ALJ2)	\$200,004.33	\$199,998.00
300000	LOUIS DREYFUS DISC C/P 0/4% 1/11/10 (5460E1AB9)	\$299,813.33	\$299,976.60
245000	FIRST REGIONAL BANK 1 2% 1/19/10 (55564316)	\$245,000.00	\$245,000.00
245000	FIRST FEDERAL BANK 0 9% 3/17/10 (55564331)	\$245,000.00	\$245,000.00
200000	MORGAN STANLEY NT FLT RT 0 56438% 01/15/2010 (61746SBB4)	\$200,135.00	\$200,014.00
200000	NATIXIS DISC C/P 2/1/10 (6323A1B13)	\$199,916.67	\$199,961.20
350000	NORINCHUKIN BK N Y BRH 0 30000% 02/02/2010CD (65602XWP3)	\$350,000.00	\$350,017.50
300000	SOCIETE GEN DISC C/P 1/4/10 (83365SA45)	\$299,949.00	\$300,000.00
350000	SUMITOMO DISC C/P 0 36% 1/29/10 (86561BAV7)	\$349,629.00	\$349,912.50
200000	SUMITOMO DISC C/P 0 27% 3/5/10 (865661BC52)	\$199,862.00	\$199,910.00
200000	UNION BANK DISC C/P 1/11/10 (90526NAB1)	\$199,976.39	\$199,993.40
300000	UNIV OF CALIF DISC C/P 0 25% 2/4/10 (91411UB46)	\$299,866.67	\$299,935.50
500000	WELLS FARGO BK N A SB NT ACR 7 55000% 06/21/2010 (949748AE7)	\$529,320.00	\$516,255.00
	TOTAL	\$5,917,387	\$5,905,800

Part VII-B, Question 5c Expenditure Responsibility Statement for 2009

Pursuant to IRC Regulation 53.4945-5(d)(2), the Jolie-Pitt Foundation provides the following information for one grant

- | | | | |
|-------------|-----------------------------|--|---------|
| (i) | Grantee | DRC School Project and Community Centre
PO Box 885, Swakopmund Namibia | |
| (ii) | Amount of Grant | October 28, 2009 | \$5,000 |
| (iii) | Purpose of Grant | Operating support | |
| (iv) & (vi) | Reports of Amounts Expended | No reports yet received | |
| (v) | Diversions | To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made | |
| (vii) | Verification | No reports received, therefore no verification performed | |

The foundation made the above modest grant in an effort to assist the needs of a growing informal settlement community in Swakopmund, Namibia. The DRC School Project & Community Centre has created a center for the community in order to provide basic education, health information and a cultural forum. The Centre serves the community as a whole while focusing mainly on issues facing mothers and children. While the grant was made for a charitable purpose, a taxable expenditure occurred as a technicality because a special agreement was not entered into beforehand. This violation has since been corrected by having the grantee sign a statement that the funds were used for charitable purposes.

Jolie-Pitt Foundation
EIN: 20-5176706
Taxable Year Ending December 31, 2009

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
BROOKINGS INSTITUTION 1775 MASS AVE NW, WASHINGTON, DC 20036	N/A		509(a)(1)	U.S. POLICY TOWARD INTERNATIONAL JUSTICE AND THE INTERNATIONAL CRIMINAL COURT	\$100,000.00
CHARITIES AID FOUNDATION AMERICA 1800 DIAGONAL RD STE 150, ALEXANDRIA, VA 22314	N/A		509(a)(1)	SOS CHILDREN'S VILLAGE ASSOCIATION OF JORDAN	\$10,870.00
COMMUNITY FOUNDATION OF THE OZARKS INC 425 E TRAFFICWAY ST, SPRINGFIELD, MO 65806	N/A		509(a)(1)	CARE TO LEARN FUND	\$50,000.00
COMMUNITY FOUNDATION OF THE OZARKS INC 425 E TRAFFICWAY ST, SPRINGFIELD, MO 65806	N/A		509(a)(1)	CARE TO LEARN SPRINGFIELD-ENDOWMENT FUND	\$100,000.00
CONCERN WORLDWIDE U.S. INC 104 E 40TH ST RM 903, NEW YORK, NY 10016	N/A		509(a)(1)	'REBUILDING LIVES IN HAITI' PROJECT - REBUILD 3 SCHOOLS IN SAUT D'EAU AND REPAIR 6 SCHOOLS IN LA GONAVE TO ENABLE CHILDREN TO RETURN TO SCHOOL IN SAFER AND HEALTHIER SPACES	\$125,000.00
COUNCIL ON FOREIGN RELATIONS INC 58 E 68TH ST, NEW YORK, NY 10065	N/A		509(a)(1)	COUNCIL ON FOREIGN RELATIONS SPECIAL REPORT ON INTERNATIONAL LAW	\$50,000.00
DRC SCHOOL PROJECT AND COMMUNITY CENTRE PO BOX 885, SWAKOPMUND, NAMIBIA	N/A		Foreign School	OPERATING SUPPORT	\$5,000.00

Jolie-Pitt Foundation

EIN: 20-5176706

Taxable Year Ending December 31, 2009

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
DRURY UNIVERSITY 900 N BENTON AVE, SPRINGFIELD, MO 65802	N/A		509(a)(1)	O'REILLY FAMILY EVENT CENTER	\$200,000 00
EPIDERMOLYSIS BULLOSA MEDICAL RESEARCH FOUNDATION 2757 ANCHOR AVE, LOS ANGELES, CA 90064	N/A		509(a)(1)	GENERAL & UNRESTRICTED	\$100,000 00
GLOBAL HEALTH COMMITTEE 800 HUNTINGTON AVE BOSTON, MA 02115	N/A		509(a)(1)	MADDOX CHIVAN CENTER	\$225,000 00
KIND INC 2020 PENNSYLVANIA AVE NW STE 297, WASHINGTON, DC 20006	N/A		509(a)(1)	GENERAL & UNRESTRICTED	\$100,000 00
LE LYCEE FRANCAIS DE LOS ANGELES 3261 OVERLAND AVE. LOS ANGELES, CA 90034	N/A		509(a)(1)	GENERAL & UNRESTRICTED	\$45,000 00
LIGHTHOUSE FOR THE BLIND IN NEW ORLEANS 123 STATE ST, NEW ORLEANS LA 70118	N/A		509(a)(2)	GENERAL & UNRESTRICTED	\$2,000 00
MAKE IT RIGHT FOUNDATION P O BOX 58009 NEW ORLEANS, LA 70158	N/A		509(a)(1)	GENERAL & UNRESTRICTED	\$2,000,000 00

Jolie-Pitt Foundation
EIN: 20-5176706
Taxable Year Ending December 31, 2009

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
ST JOHNS FOUNDATION FOR COMMUNITY HEALTH INC 1235 E CHEROKEE ST, SPRINGFIELD, MO 65804	N/A	509(a)(1)	JANE PITT PEDIATRIC CANCER CENTER ENDOWMENT FUND	\$333,334 00
THE MAASAI FOUNDATION OF EAST AFRICA PO BOX 1413, SANTA BARBARA, CA 93102	N/A	509(a)(1)	SUPPORT THE FUNDRAISING EFFORTS OF EDWARD NORTON	\$26,000 00
THREE GENERATIONS INC 327 WEST 84TH STREET, NEW YORK NY 10024	N/A	509(a)(1)	LUBANGA CHRONICLES/KATANGA TRIAL PROJECT	\$60,000 00
UNITED STATES ASSOCIATION FOR UNHCR 1775 K ST NW STE 290 WASHINGTON, DC 20006	N/A	509(a)(1)	\$75,000 00 TO AFGHAN BUREAU FOR RECONSTRUCTION, NGO IMPLEMENTING PARTNER OF SUB OFFICE KABUL IN CENTRAL REGION AND \$75,000 00 TO NATIONAL CONSULTANCY AND RELIEF ASSOCIATION, NGO IMPLEMENTING PARTNER OF SUB OFFICE JALALABAD IN EASTERN REGION	\$150,000 00
UNITED STATES ASSOCIATION FOR UNHCR 1775 K ST NW STE 290, WASHINGTON, DC 20006	N/A	509(a)(1)	COMPUTER AT THE KAKUMA SCHOOL FOR GIRLS	\$10,000 00
UNITED STATES ASSOCIATION FOR UNHCR 1775 K ST NW STE 290, WASHINGTON, DC 20006	N/A	509(a)(1)	PAKISTAN EMERGENCY FUND	\$1,000,000 00
VALENTINO ACHAK DENG FOUNDATION 849 VALENCIA ST, SAN FRANCISCO, CA 94110	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$50,000 00

Jolie-Pitt Foundation
EIN: 20-5176706
Taxable Year Ending December 31, 2009

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WYCLEF JEAN FOUNDATION INC P O BOX 2345, NEW YORK, NY 10108	N/A		509(a)(1)	HAITIAN SCHOOL REBUILD REPAIR AND UPGRADE FOR UNDERPRIVILEGED COMMUNITIES IN PORT-AU-PRINCE, GONAIVES, JAKMEL AND CABARET	\$125,000.00
TOTAL.					\$4,867,204