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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2009

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 , 20

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
Instructions.

Name of foundation

BOEHRINGER INGELHEIM CARES FOUNDATION, INC.

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

900 RIDGEBURY ROAD

City or town, state, and ZIP code

RIDGEFIELD, CT 06877

A Employer identification number

31-1810072

B Telephone number (see page 10 of the instructions)

(203) 798-4895

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 foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 21,128,181.
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 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)	88,184,912.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	355,802.	355,802.		ATCH 1
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	88,540,714.	355,802.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) ATCH 2	16,800.	0.	0.	16,800.
c Other professional fees (attach schedule) *	45,529.			45,529.
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) *	3,558.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy	31,456.			
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 5	3,083,690.			3,083,690.
24 Total operating and administrative expenses. Add lines 13 through 23	3,181,033.	0.	0.	3,146,019.
25 Contributions, gifts, grants paid	81,539,577.			1,391,600.
26 Total expenses and disbursements. Add lines 24 and 25	84,720,610.	0.	0.	4,537,619.
27 Subtract line 26 from line 12	3,820,104.			
a Excess of revenue over expenses and disbursements		355,802.		
b Net investment income (if negative, enter -0-)			-0-	
c Adjusted net income (if negative, enter -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		11,783,844.	570,206.	570,206.
	2	Savings and temporary cash investments			13,586,965.	13,586,965.
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use	5,200,693.	6,943,498.	6,943,498.	
	9	Prepaid expenses and deferred charges	105,077.	27,512.	27,512.	
	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 ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			17,089,614.	21,128,181.	21,128,181.
Liabilities	17	Accounts payable and accrued expenses	623,182.	520,482.		
	18	Grants payable	260,000.	350,000.		
	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)			883,182.	870,482.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> X					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted	16,206,432.	20,257,699.		
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see page 17 of the instructions)			16,206,432.	20,257,699.	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)			17,089,614.	21,128,181.	

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	16,206,432.
2	Enter amount from Part I, line 27a	2	3,820,104.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 6	3	231,163.
4	Add lines 1, 2, and 3	4	20,257,699.
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	20,257,699.

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

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.

(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	5,477,860.	0.	0.000000
2007	4,547,172.	0.	0.000000
2006	151,914,867.	0.	0.000000
2005	0.	0.	0.000000
2004	0.	0.	0.000000
2 Total of line 1, column (d)			0.000000
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			0.000000
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			0.
5 Multiply line 4 by line 3			0.
6 Enter 1% of net investment income (1% of Part I, line 27b)			3,558.
7 Add lines 5 and 6			3,558.
8 Enter qualifying distributions from Part XII, line 4			4,537,619.
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)

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 <u>03/28/2002</u> (attach copy of ruling letter if necessary - see instructions)	1	3,558.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" 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, 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	3,558.
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	3,558.
6 Credits/Payments		
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3,578.
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	3,578.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	20.
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <u>20.</u> Refunded	11	

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 page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <u>CONNECTICUT</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation <u>ATTACHMENT 7</u>		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	X	
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	-At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ HTTP://US.BOEHRINGER-INGELHEIM.COM/				
14	The books are in care of ▶ FRANK A. POMER Telephone no ▶ 203-798-4895			
Located at ▶ 900 RIDGEBURY ROAD RIDGEFIELD, CT ZIP + 4 ▶ 06877				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year ▶ 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? <input type="checkbox"/>	1b	
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
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 ▶ _____		
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	X
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? <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	
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 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** ☐ ☒ 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)

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** ☐ ☒ X

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 8		-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

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 N/A ----- -----	
2 ----- -----	
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	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	0.
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	0.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	0.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0.
6	Minimum investment return. Enter 5% of line 5	6	0.

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	
2a	Tax on investment income for 2009 from Part VI, line 5	2a	
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
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	

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	4,537,619.
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	4,537,619.
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	3,558.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,534,061.

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				
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e				
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ _____				
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				
e Remaining amount distributed out of corpus				
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				
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)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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

03/28/2002

b Check box to indicate whether the foundation is a private operating foundation described in section

☒ X

4942(j)(3) or

4942(j)(5)

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

Tax year	Prior 3 years				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed	4,537,619.	5,479,915.	4,552,793.	151,916,688.	166,487,015.
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	4,537,619.	5,479,915.	4,552,793.	151,916,688.	166,487,015.
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets	21,128,181.	17,089,614.	17,797,732.	18,734,127.	74,749,654.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					0.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0.				0.
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).					0.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					0.
(3) Largest amount of support from an exempt organization					0.
(4) Gross investment income					0.

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

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

ATTACHMENT 9

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

ATTACHMENT 10

c Any submission deadlines.

NOT AT THIS TIME

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

ATTACHMENT 11

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i> SEE STATEMENT 13				81,189,578.
Total.			▶ 3a	81,189,578.
b <i>Approved for future payment</i> ATTACHMENT 12				
Total.			▶ 3b	350,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	355,802.	
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)				355,802.	
13 Total. Add line 12, columns (b), (d), and (e)				355,802.	355,802.

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

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

[illegible]

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

BOEHRINGER INGELHEIM CARES FOUNDATION, INC.

Employer identification number

31-1810072

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 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 $\frac{1}{3}$ % 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).

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 **BOEHRINGER INGELHEIM CARES FOUNDATION, INC.**Employer identification number
31-1810072**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	BOEHRINGER INGELHEIM PHARMACEUTICALS INC 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	\$ 74,132,237.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	ROXANE LABORATORIES, INC. 1809 WILSON ROAD COLUMBUS, OH 43228	\$ 7,786,197.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	BOEHRINGER INGELHEIM CORPORATION 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	\$ 600,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	BOEHRINGER INGELHEIM PHARMACEUTICALS INC 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	\$ 5,622,674.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
5	BENVENUE LABORATORIES, INC 300 NORTHFIELD ROAD BEDFORD, OH 44146	\$ 3,804.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
6	BI MEXICO MAIZ 49 XALTOCAN MEXICO	\$ 40,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization **BOEHRINGER INGELHEIM CARES FOUNDATION, INC.**Employer identification number
31-1810072**Part II** Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	PREScription PHARMACEUTICAL PRODUCTS FIXED ASSETS DONATED FACILITY	\$ 74,132,237.	VARIOUS
2	PREScription PHARMACEUTICAL PRODUCTS	\$ 7,786,197.	VARIOUS
5	PREScription PHARMACEUTICAL PRODUCTS	\$ 3,804.	VARIOUS
		\$	
		\$	
		\$	

Name of organization **BOEHRINGER INGELHEIM CARES FOUNDATION, INC.**Employer identification number
31-1810072

Part III **Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year.** (Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT INCOME	355,802.	355,802.
TOTAL	<u>355,802.</u>	<u>355,802.</u>

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING AND AUDIT EXPENSE	16,800.			16,800.
TOTALS	<u>16,800.</u>	<u>0.</u>	<u>0.</u>	<u>16,800.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
OTHER PROFESSIONAL FEES	45,529.	45,529.
TOTALS	<u>45,529.</u>	<u>45,529.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
TAXES PAID	3,558.
TOTALS	<u>3,558.</u>

ATTACHMENT 5FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
MEMBERSHIP DUES	17,700.	17,700.
MISCELLANEOUS	768.	768.
PATIENT ASSIST. PROGRAM FEES	3,065,222.	3,065,222.
TOTALS	<u>3,083,690.</u>	<u>3,083,690.</u>

ATTACHMENT 6FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

UNREALIZED GAIN ON INVESTMENTS

231,163.

TOTAL

231,163.

FORM 990PF, PART VII-A, LINE 8B - EXPLANATION OF NON-FILING

THE FOUNDATION RECEIVES ALL CONTRIBUTIONS FROM AN AFFILIATED COMPANY
AND DOES NOT PARTICIPATE IN PUBLIC FUNDRAISING ACTIVITIES.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 8

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

J. MARTIN CARROLL
900 RIDGEBURY ROAD
RIDGEFIELD, CT 06877

CHAIRMAN/DIRECTOR
✓ 1.00

FRANZ JOSEF GOERGEN
BOEHRINGER INGELHEIM GMBH
55216 INGELHEIM AM RHEIN
GERMANY

DIRECTOR
✓ 1.00

AMY FRY
900 RIDGEBURY ROAD
RIDGEFIELD, CT 06877

PRESIDENT
5.00

FRANK A. POMER
900 RIDGEBURY ROAD
RIDGEFIELD, CT 06877

SECRETARY & TREASURER
5.00

DAVID W. NURNBERGER
900 RIDGEBURY ROAD
RIDGEFIELD, CT 06877

DIRECTOR
✓ 1.00

STEFAN RINN
900 RIDGEBURY ROAD
RIDGEFIELD, CT 06877

DIRECTOR
✓ 1.00

GRAND TOTALS

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

AMY KUNKEL
900 RIDGEBURY ROAD
RIDGEFIELD, CT 06877

Email: *bicarefoundation.rdg@boehringer-ingelheim.com*

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

GRANT APPLICATION TO BE COMPLETED ONLINE AT:

[HTTP://US.BOEHRINGER-INGELHEIM.COM/ABOUT-US/PHILANTHROPY/CHARITABLE_](http://us.boehringer-ingelheim.com/about-us/philanthropy/charitable_donations.html)
DONATIONS.HTML

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

SEE ATTACHED POLICIES AND PROCEDURES FOR FINANCIAL CONTRIBUTIONS FROM
BI CARES

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

ATTACHMENT 12

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

CT UNITED FOR RESEARCH EXCELLENCE
300 GEORGE STREET
SUITE 561
NEW HAVEN, CT 06511

350,000

TOTAL CONTRIBUTIONS APPROVED

350,000

Schedule of Grants and Contributions Paid During the Year 2009
Page 11, Part XV, Line 3a

Cash Contributions

Source Name	Amount	Purpose of Contribution	Street	Street2	City	State	Zip
A Better Chance in Ridgefield	12,500	Education and Welfare Support	P O Box 1044		Ridgefield	CT	06877
Ability Beyond Disability	10,000	Support DONA Certification	4 Berkshire Blvd		Bethel	CT	06801
AIDS Healthcare Foundation	200,000	Support for Foundation	6255 W Sunset Blvd, 21st Floor		Los Angeles	CA	90028
Aldrich Contemporary Art Museum	2,500	Support for Student Docent Program	258 Main Street		Ridgefield	CT	06877
American Cancer Society	10,000	Cancer Research Patient Programs	372 Danbury Road		Wilton	CT	06897-2523
Americans International	50,000	Support for Programs	88 Hamilton Avenue		Stamford	CT	06902
Catholic Medical Mission Board	50,000	Support for Pharmaceutical Distribution	10 West 17th Street		New York	NY	10011-5765
Connecticut Invention Convention	10,000	Inventing Programs- Children	P O Box 230311		Hartford	CT	06123-0311
Connecticut Radio Information System, Inc	1,500	Support for Area Programs	315 Windsor Avenue		Windsor	CT	06095
CT Academy for Education	5,000	Support for Programs	Science & Technology, Inc		Middletown	CT	06457
CT Foundation for Dental Outreach	5,000	Support for uninsured	835 West Queen Street	211 South Main Street	Southington	CT	06489
Danbury Music Centre, Inc	2,500	Support for Nutcracker Ballet	256 Main Street		Danbury	CT	06810
Danbury Regional Child Advocacy Center	1,000	Support for COPES Program	268 Main Street		Danbury	CT	06810
Direct Relief International	20,000	Support for 2009 Programs	27 S La Patera Lane		Santa Barbara	CA	93117
DSABC	1,500	Support for Mentor Program	63 Beaver Brook Road		Danbury	CT	06810-6211
Gwynedd-Mercy College	10,000	Support for Healthcare Services	1325 Sunnyside Pike	P O Box 901	Gwynedd Valley	PA	19437-0901
Helping Hands Medical Mission, Inc	1,000	Support for Programs	590 Columbus Avenue		Thornwood	NY	10594
ICAN, Inc	45,000	Support for Programs & Services	Ann's Place, The Home of I CAN	39 Old Ridgebury Road, Suite 17	Danbury	CT	06810
Interfaith Aids Ministry	5,000	Support for Direct Care Services	39 Rose Street		Danbury	CT	06810
Junior Achievement of Western CT, Inc	12,500	Support Education Programs	177 State Street, 3rd Floor		Bridgeport	CT	06604
Kennedy Center, Inc	5,000	Support for Programs	2440 Reservoir Avenue		Trumbull	CT	06611
Kevin's Community Center, Inc	25,000	Provide Healthcare	31 Pecks Lane, P O Box 37		Newtown	CT	06470
MAP International	51,500	Support for 2009 Programs	2200 Glynnco Parkway		Brunswick	GA	31521-5000
March of Dimes 2	8,000	Support for Healthy Births	11 Belden Avenue		Norwalk	CT	06850
Mantime Aquarium	5,000	Traveling Teacher Program Support	10 North Water Street		Norwalk	CT	06854
Morris Street School	2,300	Support Science & Nature Enrichment Program	28 Morris Street		Danbury	CT	06810
National Children's Cancer Society	15,000	Support for 2009 Programs	1015 Locust, Suite 600		St Louis	MO	63101
NephCure Foundation	1,000	Support for Research and Education	15 Waterloo Avenue, Suite 200		Berwyn	PA	19312
Norma F. Phem Breast Care Center	25,000	Support for Uninsured	111 Beach Road		Fairfield	CT	06824
PhRMA Foundation	150,000	2009 Corporate Contribution	1615 L Street, Suite 1250		Washington	DC	20036
Regional YMCA of Western Connecticut	5,000	Support for 2009 Safe Summer Program	246 Federal Road, Unit B-21		Brookfield	CT	06804
Ridgefield Chamber of Commerce	1,000	Support for Program to Promote Science	9 Bailey Avenue		Ridgefield	CT	06877
Ridgefield Playhouse	2,500	Arts in Education- Science Theme	P O Box 655		Ridgefield	CT	06877
Ridgefield Symphony Orchestra	20,000	Support for Programs	99 East Ridge, Suite C	P O Box 289	Ridgefield	CT	06877
Ridgefield Now We're Talking	2,500	Support for Educational Programming	c/o Ridgefield Public Schools		Ridgefield	CT	06877
Ronald McDonald House of CT	2,500	Support To Assist Families	501 George Street		New Haven	CT	06511
Science Horizons, Inc	25,000	Support for Science Fair	P O Box 2328		Danbury	CT	06813
Super Science, Inc	2,800	Support for Science Enrichment Course	8 Juniper Ridge Drive		Danbury	CT	06811
United Way of Northern Fairfield County	200,000	2009 Corporate Contribution	85 West Street		Danbury	CT	06810
United Way of Western Connecticut	7,000	Support for Born Learning Trail	85 West Street		Danbury	CT	06810
VNA of Ridgefield	2,500	Community Health Fair Support	90 East Ridge		Ridgefield	CT	06877
Western Connecticut State University	2,000	Support for Health Education	181 White Street #106		Danbury	CT	06810

1,041,600

Inventory Contributions

Source Name	Amount	Purpose of Contribution	Street1	Street2	City	State	Zip
Express Scripts, Inc SDS	58,233,608	Pharmaceutical Products donated for Patient Assistance Program	21162 Network Place		Chicago	IL	60673-1211
MAP International	2,672,487	Pharmaceutical Products donated	2200 Glynnco Parkway		Brunswick	GA	31521-5000
National Children's Cancer Society	414,299	Pharmaceutical Products donated	1015 Locust, Suite 600		St Louis	MO	63101
Direct Relief International	3,131,456	Pharmaceutical Products donated	27 S La Palera Lane		Santa Barbara	CA	93117
AmeriCares Warehouse	3,512,943	Pharmaceutical Products donated	88 Hamilton Avenue		Stamford	CT	06902
Catholic Medical Mission Board	12,172,792	Pharmaceutical Products donated	10 West 17th Street		New York	NY	10011-5765
	<u>80,137,585</u>						

Fixed Asset Donations

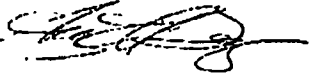
Source Name	Amount	Fixed Asset Donation Description	Street1	Street2	City	State	Zip
University of New Hampshire	100	2 Pump Controllers	23 Academic Way		Durham	NH	03824-3598
University of New Hampshire	500	2 Auto Samplers	23 Academic Way		Durham	NH	03824-3598
University of New Hampshire	25	1 UV Detector	23 Academic Way		Durham	NH	03824-3598
California State University Fresno	50	1 Computer	2415 East San Eamon M/S AS79		Fresno	CA	93740
California State University Fresno	100	2 Liquid Chromatographs	2415 East San Eamon M/S AS79		Fresno	CA	93740
California State University Fresno	50	1 Controller	2415 East San Eamon M/S AS79		Fresno	CA	93740
California State University Fresno	50	1 SPD M10A Detector	2415 East San Eamon M/S AS79		Fresno	CA	93740
California State University Fresno	925	1 SPD 10AVP Detector	2415 East San Eamon M/S AS79		Fresno	CA	93740
Millersville University	50	1 Monochromator	P O Box 1002		Millersville	PA	17551-0302
Millersville University	50	1 Monochromator	P O Box 1002		Millersville	PA	17551-0302
Millersville University	200	1 Spectrofluometer	P O Box 1002		Millersville	PA	17551-0302
Millersville University	50	1 Enhanced Sensitivity Single Cell	P O Box 1002		Millersville	PA	17551-0302
Millersville University	50	1 Emission Single Grating	P O Box 1002		Millersville	PA	17551-0302
Millersville University	50	1 Housing	P O Box 1002		Millersville	PA	17551-0302
Central Connecticut State University	50	UV-VIS Detector	1615 Stanley Street	P O Box 4010	New Britain	CT	06050-4010
Central Connecticut State University	50	Diode Array Detector	1615 Stanley Street	P O Box 4010	New Britain	CT	06050-4010
Central Connecticut State University	50	Autosampler	1615 Stanley Street	P O Box 4010	New Britain	CT	06050-4010
Central Connecticut State University	50	Solvent Delivery System	1615 Stanley Street	P O Box 4010	New Britain	CT	06050-4010
Central Connecticut State University	50	Column Temp Controller	1615 Stanley Street	P O Box 4010	New Britain	CT	06050-4010
Central Connecticut State University	50	System Controller	1615 Stanley Street	P O Box 4010	New Britain	CT	06050-4010
Central Connecticut State University	50	Degasser	1615 Stanley Street	P O Box 4010	New Britain	CT	06050-4010
Central Connecticut State University	50	Pump Proportioner	1615 Stanley Street	P O Box 4010	New Britain	CT	06050-4010
Central Connecticut State University	50	PC Inst	1615 Stanley Street	P O Box 4010	New Britain	CT	06050-4010
Central Connecticut State University	50	LCD Monitor	1615 Stanley Street	P O Box 4010	New Britain	CT	06050-4010
New York University	50	Pump LC 10AD	29 Washington Place R 453		New York	NY	10003-6617
New York University	50	Pump LC 10AD	29 Washington Place R 453		New York	NY	10003-6617
New York University	50	SPD-10A UV-VIS Detector	29 Washington Place R 453		New York	NY	10003-6617
New York University	50	SPD-10A UV-VIS Detector	29 Washington Place R 453		New York	NY	10003-6617
New York University	50	SCL-10A VP System Controller	29 Washington Place R 453		New York	NY	10003-6617
New York University	50	Column Oven CTO-10A	29 Washington Place R 453		New York	NY	10003-6617
New York University	50	SIL-10AD Auto Injector	29 Washington Place R 453		New York	NY	10003-6617
New York University	50	Waters in Line Degasser	29 Washington Place R 453		New York	NY	10003-6617
New York University	4,322	Auto Injector	29 Washington Place R 453		New York	NY	10003-6617
New York University	2,345	Auto Injector	29 Washington Place R 453		New York	NY	10003-6617
New York University	50	2- Pumps	29 Washington Place R 453		New York	NY	10003-6617
Vassar College	25	Analytical Balance	124 Raymond Avenue		Poughkeepsie	NY	12604-0014
Herbert Irving Comprehensive Cancer Center	500	Mass Spectrometer	1130 St Nicholas Avenue, Suite 201		New York	NY	10032
	<u>10,392</u>						
	<u>81,189,578</u>						



**Boehringer
Ingelheim**

**BOEHRINGER INGELHEIM
CARES FOUNDATION, INC.**

POLICIES

SUBJECT: Charitable Donations		POLICY: # 0001.01	
Supersedes 0001.00	Approval Signature 	Date Issued 07/16/08	Page 1 of 4

A. INTRODUCTION AND PHILOSOPHY:

The Boehringer Ingelheim Cares Foundation, Inc. ("BI Cares" or the "Foundation") has as its mission to "Improve lives through philanthropic contributions of Boehringer Ingelheim's U.S. products and resources." Cash and non-cash contributions are an integral part of achieving the Foundation's mission. In order to meet the Foundation's mission, and to protect the non-profit status of and to ensure compliance with IRS regulations for Section 501(C)(3) organizations, philanthropic decisions will be made independent of any decisions made by Boehringer Ingelheim Corporation ("BIC"), Boehringer Ingelheim USA Corporation ("BIUSA") and/or their United States subsidiaries (BIUSA, BIC and their U.S. affiliates hereinafter collectively referred to as "Boehringer Ingelheim").

Boehringer Ingelheim USA Corporation recognizes the financial and public relations value in centralizing the corporation's philanthropic contributions into a not-for-profit organization. Centralized administration of the entirety of U.S. philanthropic contributions and donations not only offers the opportunity to significantly improve Boehringer Ingelheim's name recognition, but eliminates duplicate contributions from different subsidiaries and/or cost centers responding to the same request for funds.

It is the policy of Boehringer Ingelheim that all philanthropic, cash and non-cash contributions greater than \$1,000 be made by BI Cares.

It is also the policy of Boehringer Ingelheim that the Foundation will make no contributions or donations which:

- Benefit private shareholders or individuals within Boehringer Ingelheim Corporation or its subsidiaries;
- Attempt to influence legislation or support political campaign activities;
- Arc in any way in violation of the exempt purposes set forth in IRS Section 501(c)(3) regulations.

B. FINANCIAL CONTRIBUTIONS FROM THE FOUNDATION

The cash contribution program is a critical element in accomplishing the Foundation's mission."

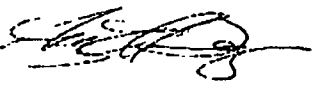
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**Boehringer
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**BOEHRINGER INGELHEIM
CARES FOUNDATION, INC.**

POLICIES

SUBJECT: Charitable Donations		POLICY: # 0001.01	
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It is the policy of BI Cares that donations shall be made in strict compliance with IRS regulations governing §501(c)(3) organizations, and the requirements for private foundations under Internal Revenue Code §509(a). The Foundation also reserves the right to monitor and review the use of funds contributed to any project or organizations.

For more information about the application process view:

http://rdgvipprod.am.boehringer.com/intranet_rdg/intranet_rdg/opunet/webbi/policyproc/bicf/extnlfincontri.pdf.

C. PRODUCT DONATION PROGRAM FOR QUALIFIED NON-PROFIT ORGANIZATION -

The Product Donation Program (PDP) is a critical element in the mission of BI Cares. It is the policy that product donations be made in strict compliance with IRS regulations governing §501(c)(3) organizations, and adhere to high standards in the delivery of medical products to under-served people and disaster victims around the world, including the WHO Guidelines for Drug Donations. U.S. Product Donations will only be made to qualified nonprofit §501(c)(3) organizations (NPOs) that are classified as public charities described in Internal Revenue Code §509(a)(1), §509(a)(2), or §509(a)(3), or government organizations (GOs) defined in Internal Revenue Code §170(c)(1) or §511(a)(2)(B), in support of qualified needy patients, and will be made free of any charges.

View the Product Donation Procedure for details:

http://rdgvipprod.am.boehringer.com/intranet_rdg/intranet_rdg/opunet/webbi/policyproc/bicf/bicfprocedure/prdctdonatprgm.pdf

D. PATIENT ASSISTANCE PROGRAM IN THE U.S.

The Patient Assistance Program (BI-PAP) is a critical component of the mission of BI Cares to "improve lives through philanthropic contributions and donations of our products and resources." Through the BI-PAP, BI Cares will provide selected pharmaceutical products free of charge to qualified individuals. BI Cares will hire a professional management company (Vendor) to administer the BI-PAP in full compliance with all applicable legal and regulatory laws and regulations including but not limited to Food and Drug Administration, Federal Trade Commission and Prescription Drug Marketing Act (PDMA), HIPAA, and anti-kickback statute requirements.

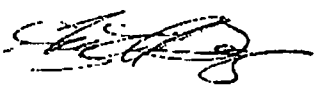
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The BI-PAP will serve eligible patients who have been prescribed pharmaceutical products that are manufactured and/or distributed by U.S. subsidiaries of Boehringer Ingelheim Corporation. Persons seeking assistance in the form of free prescription pharmaceutical products may apply to the BI-PAP for assistance. The application will include relevant medical information from the patient's physician, a valid prescription from the physician for a product distributed through the BI-PAP, and financial information supporting their eligibility for the BI-PAP. The application will be submitted to the Vendor for review and processing.

Products will be made available to patients eligible for the BI-PAP based on objective program and financial criteria. The application must be completed in full in order to be considered for approval by the Vendor. If a patient is approved to participate in the BI-PAP, prescribed product will be shipped directly to the prescribing physician for dispersal by the physician to the qualified patient. Once accepted into the BI-PAP, the patient will continue to receive the pharmaceutical support for as long as he/she continues to qualify for the program, but must reapply to the program each year.

All specific references to the identity of patients applying for and/or participating in the BI-PAP will be maintained in strict confidence by the Vendor and will not be disclosed to the BICF or any other persons without the prior written consent of the patient.

The Patient Assistance Program (BI-PAP) is a critical component of the mission of BI Cares. Through the BI-PAP, BI Cares will provide selected pharmaceutical products free of charge to qualified individuals.

**E. PATIENT AUTHORIZATION REQUIREMENTS FOR PROTECTED
HEALTH INFORMATION – PATIENT ASSISTANCE PROGRAM**

The provision of high-quality health care requires the exchange of personal, often-sensitive information between an individual and a skilled practitioner. Vital to that interaction is the patient's ability to trust that the information shared will be protected and kept confidential. This policy is designed to protect and enhance the rights of patients by providing them access to their health information and controlling the inappropriate use of that information as envisioned by the Health Insurance Portability and Accountability Act of 1996 ("HIPAA"). Since HIPAA establishes only minimum standards for confidentiality of protected health information certain state laws may impose more stringent privacy protections (e.g., Texas, California).

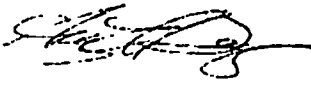
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In order to receive accurate and reliable diagnosis and treatment, patients must provide health care professionals with accurate, detailed information about their personal health, behavior, and other aspects of their lives. The provision of health information assists in the diagnosis of an illness or condition, in the development of a treatment plan, and in the evaluation of the effectiveness of that treatment. In the absence of full and accurate information, there is a risk that the treatment plan may be inappropriate to the patient's situation.

BI Cares, in most instances will not have access to protected health information ("PHI") as defined by HIPAA. However, in the unlikely event that BI Cares obtains access to such information, the Patient Authorization Form will be the determining factor on how patient data can be used. The patient data can only be used as explicitly stated in the Patient Authorization Form.

The Patient Authorization Form must be a separate and fully self-contained document.

F. DEFINITION OF ELIGIBILITY CRITERAS:

These may either be cash or non-cash (i.e. equipment, personal computers) contributions/donations but cannot be tied or related to the purchase or recommendation of products of any Boehringer Ingelheim Corporation subsidiary, and are limited to activities funding: Charitable; educational; scientific; and literary events or organizations. For more information visit: <http://us.boehringer-ingelheim.com/about-us/philanthropy.html>

Failure by an employee to observe this policy may constitute a breach of the terms and conditions of employment and subject such employee to disciplinary action, up to and including termination of employment.

H. APPLICABILITY:

All BI Cares officers and employee volunteers of Boehringer Ingelheim Corporation, Boehringer Ingelheim USA Corporation, or any Boehringer subsidiary or affiliated entity.

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PROCEDURES

SUBJECT: APPLICATION PROCESS FOR FINANCIAL CONTRIBUTIONS FROM BI CARES	PROCEDURE: # 0002.01
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**A. APPLICATION PROCESS FOR FINANCIAL CONTRIBUTIONS FROM
THE BOEHRINGER INGEHEIM CARES FOUNDATION, INC. (BI CARES),:**

For all charitable donation requests from BI Cares, the applicant must complete an online Charitable Donation Application, together with supporting details. Upon receipt, the application will be reviewed and best efforts will be made to notify the applicant of the outcome within 90 days. To apply for a charitable donation, please visit:
http://us.boehringer-ingelheim.com/about-us/philanthropy/charitable_donations.html

B. GUIDELINES FOR APPLICANT APPROVAL:

BI Cares is a tax-exempt private operating foundation within the meaning of Section 509(a) of the Internal Revenue Code (the "Code"). The Foundation reserves the right to limit financial contributions to those organizations that meet the following criteria, as determined within the sole discretion of the Foundation:

1. A proposed project must be consistent with the mission of BI Cares.
2. The following types of tax-exempt organizations and/or endeavors are eligible for receiving an award from BI Cares:
 - Access to medical care
 - Math or science education
 - Local cultural events
 - Environmental and public safety
 - Disaster relief
3. Assuming that a grant request falls within a category mentioned in number 2, the following are suggested guidelines for reviewing and approving a specific grant:
 - Consistency between the project or organization's goals and incentives with those of BI Cares. All conflicts will be taken into consideration during evaluation.
 - Extent of community need for the project or organization's services (i.e., the number of people that will be affected by the grant).
 - The organization's ability to accomplish its stated goals and/or objectives, given

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- the scope of the project and amount of financial assistance necessary.
 - Boehringer Ingelheim USA Corporation's (and its US subsidiaries and affiliated entities) employee/volunteer involvement with the requesting organization.
 - Demonstrated fiscal responsibility and viability of the project/organization
 - Strength of recommendations from community leaders or recognized experts familiar with the project or organization.
 - All benefits and risks pertaining to funding any given project or organization.
 - History or previous support of an organization or project.
 - For projects or organizations that are broad-based fundraising campaigns, evaluation will be made upon the following:
 - The applicant's corporate fundraising goals,
 - Commitments made by companies represented on the organization's board or campaign cabinet, and
 - Support from other local funding sources.
4. BI Cares will not award any financial or non-financial contribution in which any benefits will inure to BI Cares or to Boehringer Ingelheim Corporation, Boehringer Ingelheim USA Corporation, or any Boehringer subsidiary or affiliated entity.
5. Funding from BI Cares will not be awarded to the following:
- Political groups, candidates for political office, or any organization attempting to influence legislation (lobbying)
 - Sectarian and religious organizations that do not serve the general public on a non-denominational basis.
 - Organizations with a limited constituency (fraternal, trade unions, etc.).
 - Organizations soliciting contributions for publicity and tangible gain (advertising, tickets to fundraising events, and promotional materials).
6. BI Cares can not meet every request made for eligible donations, contributions, or grants. Contributions from BI Cares will be made solely at the discretion of the BI Cares Charitable Donations Committee and Foundation Board of Directors.

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