SCANNED NOV 29 2011

EXTENSION ATTACHED

Form **990-PF**
Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No. 1545-0052
2010

For calendar year 2010, or tax year beginning , 2010, and ending , 20

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

Name of foundation: UNITED STATES-JAPAN FOUNDATION

A Employer identification number: 13-3054425

Number and street (or P O box number if mail is not delivered to street address): 145 EAST 32ND STREET

Room/suite:

B Telephone number (see page 10 of the instructions): (212) 481-8761

City or town, state, and ZIP code: NEW YORK, NY 10016

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 85,146,988.

J Accounting method ☐ Cash ☒ Accrual
☐ Other (specify) ____________
(Part I, column (d) must be on cash basis.)

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

Part I	**Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)	433,981.			
2	Check ▶ ☐ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	7,400.	7,400.		
4	Dividends and interest from securities	1,825,897.	1,825,897.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	7,138,355.			
b	Gross sales price for all assets on line 6a 22,327,077.				
7	Capital gain net income (from Part IV, line 2)		7,138,934.		
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)	161,086.	131,118.		ATCH 1
12	**Total.** Add lines 1 through 11	9,566,719.	9,103,349.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	605,637.	63,397.		542,240.
14	Other employee salaries and wages	252,594.	7,570.		245,024.
15	Pension plans, employee benefits	355,654.	24,931.		330,723.
16a	Legal fees (attach schedule) ATCH 2	9,936.	0.		9,936.
b	Accounting fees (attach schedule) ATCH 3	123,000.	57,900.		65,100.
c	Other professional fees (attach schedule) *	802,364.	802,364.		
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) **	212,641.			
19	Depreciation (attach schedule) and depletion ATCH 4	36,065.	1,803.		
20	Occupancy	326,937.	10,653.		316,284.
21	Travel, conferences, and meetings	237,825.	57,405.		180,420.
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 6	798,852.	4,980.		793,872.
24	**Total operating and administrative expenses.** Add lines 13 through 23	3,761,505.	1,031,003.		2,483,599.
25	Contributions, gifts, grants paid	873,234.			1,101,991.
26	**Total expenses and disbursements** Add lines 24 and 25	4,634,739.	1,031,003.		3,585,590.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	4,931,980.			
b	**Net investment income** (if negative, enter -0-)		8,072,346.		
c	**Adjusted net income** (if negative, enter -0-)				

RECEIVED
NOV 21 2011
OGDEN, UT
109
IRS-OSC

For Paperwork Reduction Act Notice, see page 30 of the instructions. *ATCH 4 JSA ** ATCH 5 Form **990-PF** (2010)

0E1410 1 000
4KL19Y L161 11/14/2011 11:20:28 AM V 10-8.2 26829

916·18

4NE

			Beginning of year	End of year	
	Part II	**Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	428,372.	261,148.	261,148.
	2	Savings and temporary cash investments	299,483.	619,032.	619,032.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ 401,856.			
		Less allowance for doubtful accounts ▶		401,856.	401,856.
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges ATCH 7	95,988.	21,104.	21,104.
	10 a	Investments - U.S. and state government obligations (attach schedule)	2,008,990.	2,137,589.	2,137,589.
	b	Investments - corporate stock (attach schedule) ATCH 8	9,974,667.	10,209,669.	10,209,669.
	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) ATCH 9	67,190,184.	70,569,651.	70,569,651.
	14	Land, buildings, and equipment: basis ▶ ATCH 9A 1,633,521.			
		Less: accumulated depreciation (attach schedule) ▶ 1,176,912.	492,674.	456,609.	456,609.
	15	Other assets (describe ▶ ATCH 10)	550,474.	470,330.	470,330.
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	81,040,832.	85,146,988.	85,146,988.
Liabilities	17	Accounts payable and accrued expenses	56,266.	41,210.	
	18	Grants payable	638,652.	447,053.	
	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 ▶ ATCH 11)	171,957.	240,488.	
	23	**Total liabilities** (add lines 17 through 22)	866,875.	728,751.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	80,173,957.	84,016,381.	
	25	Temporarily restricted		401,856.	
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☐			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	80,173,957.	84,418,237.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	81,040,832.	85,146,988.	

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	80,173,957.
2	Enter amount from Part I, line 27a	2	4,931,980.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	85,105,937.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 12	5	687,700.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	84,418,237.

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	SEE PART IV SCHEDULE			
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			(l) 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) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	ATCH 12A 7,138,934.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2009	3,285,902.	72,778,854.	0.045149
2008	3,611,736.	87,799,254.	0.041136
2007	3,486,056.	94,480,095.	0.036897
2006	3,308,245.	86,284,347.	0.038341
2005	3,486,918.	81,327,630.	0.042875

2	Total of line 1, column (d)	2	0.204398
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	0.040880
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	76,990,526.
5	Multiply line 4 by line 3	5	3,147,373.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	80,723.
7	Add lines 5 and 6	7	3,228,096.
8	Enter qualifying distributions from Part XII, line 4	8	3,585,590.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter: ____________ (attach copy of ruling letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	80,723.
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	80,723.
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	80,723.
6	Credits/Payments				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	111,331.		
b	Exempt foreign organizations-tax withheld at source	6b	0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c	100,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	211,331.
8	Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached			8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . ▶			9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . ▶			10	130,608.
11	Enter the amount of line 10 to be Credited to 2011 estimated tax ▶ 130,608. Refunded ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file Form 1120-POL for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . . *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV* . .	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ NY,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ WWW.US-JF.ORG

14 The books are in care of ▶ CHRISTINE MANAPAT-SIMS Telephone no ▶ 212-481-8761

Located at ▶ C/O THE FOUNDATION NEW YORK, NEW YORK ZIP + 4 ▶ 10016

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	X	

See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶ JAPAN

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 22 of the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 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 2010.)*	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 2010?	4b		X

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

5 a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? 5b

Organizations relying on a current notice regarding disaster assistance check here ▶ ☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

6 a 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

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 13		605,637.	98,337.	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
ATTACHMENT 14		311,610.	55,318.	0.

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ATTACHMENT 15		635,971.
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 US-JAPAN LEADERSHIP PROGRAM - A PROGRAM WHICH DEVELOPS A NETWORK AMONG GENERATIONS OF LEADERS IN EACH COUNTRY THROUGH CONFERENCES, A WEBSITE, NEWSLETTERS AND FREQUENT REUNIONS.	671,503.
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	77,800,775.
b	Average of monthly cash balances		1b	362,196.
c	Fair market value of all other assets (see page 25 of the instructions)		1c	0.
d	**Total** (add lines 1a, b, and c)		1d	78,162,971.
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	78,162,971.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)		4	1,172,445.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	76,990,526.
6	**Minimum investment return.** Enter 5% of line 5		6	3,849,526.

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	3,849,526.
2a	Tax on investment income for 2010 from Part VI, line 5	2a 80,723.		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b 0.		
c	Add lines 2a and 2b		2c	80,723.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	3,768,803.
4	Recoveries of amounts treated as qualifying distributions		4	32,942.
5	Add lines 3 and 4		5	3,801,745.
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	3,801,745.

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	3,585,590.
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	3,585,590.
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	80,723.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,504,867.

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 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7					3,801,745.
2	Undistributed income, if any, as of the end of 2010:					
a	Enter amount for 2009 only					
b	Total for prior years 20 08 ,20 07 ,20 06					
3	Excess distributions carryover, if any, to 2010:					
a	From 2005					
b	From 2006	371,662.				
c	From 2007					
d	From 2008					
e	From 2009					
f	Total of lines 3a through e		371,662.			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 3,585,590.					
a	Applied to 2009, 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 2010 distributable amount					3,585,590.
e	Remaining amount distributed out of corpus		0.			
5	Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		216,155.			216,155.
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		155,507.			
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 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions					
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011					
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 2005 not applied on line 5 or line 7 (see page 27 of the instructions)					
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		155,507.			
10	Analysis of line 9					
a	Excess from 2006	155,507.				
b	Excess from 2007					
c	Excess from 2008					
d	Excess from 2009					
e	Excess from 2010					

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter					
(1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization				-	
(4) Gross investment income .					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ▶ ☐ 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 16

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

ATTACHMENT 17

c Any submission deadlines.

NONE

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

ATTACHMENT 18

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE ATTACHMENT 19				1,101,991.
Total . . . . ▶ 3a				1,101,991.
b *Approved for future payment* SEE ATTACHMENT 19				447,053.
Total . . . . ▶ 3b				447,053.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	7,400.	
4 Dividends and interest from securities			14	1,825,897.	
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	900000	88,456.	18	72,630.	
8 Gain or (loss) from sales of assets other than inventory	900000	-579.	18	7,138,934.	
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)		87,877.		9,044,861.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 9,132,738.

(See worksheet in line 13 instructions on page 29 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ ✓ Signature of officer or trustee

Date 11-15-11

▶ ✓ Title President.

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MARIE ARRIGO	Marie Arrigo CPA	11/14/2011		P00058583

Firm's name ▶ EISNERAMPER LLP

Firm's EIN ▶ 13-1639826

Firm's address ▶ 750 THIRD AVENUE
NEW YORK, NY 10017-2703

Phone no 212-949-8700

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

2010

Name of the organization
UNITED STATES-JAPAN FOUNDATION

Employer identification number
13-3054425

Organization type (check one)·

Filers of:	**Section:**
Form 990 or 990-EZ	☒ 501(c)(3) (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) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) $5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II.

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

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

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

Name of organization UNITED STATES-JAPAN FOUNDATION

Employer identification number 13-3054425

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	THOMAS STRAUSS C/O UNITED STATES-JAPAN FOUNDATION NEW YORK, NY 10016	$ 250,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	ALEXANDRA MUNROE C/O UNITED STATES-JAPAN FOUNDATION NEW YORK, NY 10016	$ 100,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
3	JANE GOULD C/O UNITED STATES-JAPAN FOUNDATION NEW YORK, NY 10016	$ 50,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
4	BRIAN NELSON C/O UNITED STATES-JAPAN FOUNDATION NEW YORK, NY 10016	$ 25,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
5	NAVIN THUKKARAM C/O UNITED STATES-JAPAN FOUNDATION NEW YORK, NY 10016	$ 25,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
6	THE TANAKA MEMORIAL FOUNDATION C/O UNITED STATES-JAPAN FOUNDATION NEW YORK, NY 10016	$ 10,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

UNITED STATES-JAPAN FOUNDATION 13-3054425

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					-11.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					-568.	
TOTAL GAIN (LOSS)							7,138,934.	

JSA
0E1730 1.000

UNITED STATES-JAPAN FOUNDATION 13-3054425

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NET LIMITED PARTNERSHIP PASS-THRU INCOME	161,086.	131,118.
TOTALS	161,086.	131,118.

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MISCELLANEOUS LEGAL FEES	9,936.			9,936.
TOTALS	9,936.	0.	0.	9,936.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	87,000.	43,500.		43,500.
AUDIT AND TAX RETURN PREPARATION FEES	36,000.	14,400.		21,600.
TOTALS	123,000.	57,900.	0.	65,100.

UNITED STATES-JAPAN FOUNDATION 13-3054425

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT ADVISORY AND MANAGEMENT FEES	802,364.	802,364.
TOTALS	802,364.	802,364.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
FEDERAL EXCISE TAXES	212,641.
TOTALS	212,641.

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
GENERAL OFFICE AND MISC.	86,768.	4,338.	82,430.
PROGRAM PROJECT/DEVELOPMENT	18,633.		18,633.
TELEPHONE AND FACSIMILE	8,679.	434.	8,245.
MEMBERSHIP	9,110.		9,110.
POSTAGE AND MESSENGER	4,159.	208.	3,951.
US-JAPAN LEADERSHIP PROGRAM	671,503.		671,503.
TOTALS	798,852.	4,980.	793,872.

ATTACHMENT 7

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
PREPAID EXPENSES	11,861.	21,104.	21,104.
PREPAID FEDERAL EXCISE TAXES	84,127.	0.	0.
TOTALS	95,988.	21,104.	21,104.

UNITED STATES-JAPAN FOUNDATION
EIN #13-3054425
PART II - BALANCE SHEET - LINE 10b
INVESTMENTS - CORPORATE SECURITIES
DECEMBER 31, 2010

Quantity	Security	Book Value	Market Value
Line 10a - U.S. and State Government Obligations.			
	U.S. Fixed Income Treasury Fund	$ 2,137,589	$ 2,137,589
Line 10b - Corporate Stocks:			
2,100	Abbott Laboratories	100,611	100,611
2,200	Accenture PLC	106,678	106,678
3,265	Agilent Technologies Inc	135,269	135,269
1,800	Allergen Inc	123,606	123,606
410	Amerco	39,376	39,376
3,665	American Water Wroks Co, Inc.	92,688	92,688
1,010	Ameron Inc.	77,134	77,134
600	Apache Corp	71,538	71,538
860	Apacher Corp	102,538	102,538
420	Apple Inc.	135,475	135,475
2,140	Assisted Living Concepts Inc	69,614	69,614
2,095	Avery Dennison Corp	88,702	88,702
2,310	Avnet Inc.	76,299	76,299
3,480	Avnet Inc	114,944	114,944
1,375	Bayer AG Registered Shares	100,536	100,536
1,900	Broadcop Corp	82,745	82,745
2,950	Ca Inc	72,098	72,098
3,100	Cabot Oil & Gas Corp	117,335	117,335
1,800	Cameron International Corporation	91,314	91,314
1,600	Carnival Corporation	73,776	73,776
1,550	Caseys General Stores Inc.	65,891	65,891
3,280	Cit group Inc.	154,488	154,488
16,180	Citigroup Inc	76,531	76,531
2,300	Coca-Cola Co	151,271	151,271
400	Colgate-Palmolive Co	32,148	32,148
760	Computer Sciences Corp	37,696	37,696
12,920	Compuware Corp	150,776	150,776
3,335	Cosan Limited	45,423	45,423
1,800	Costco Wholesale Corp	129,978	129,978
4,035	Crown Holdings Inc	134,688	134,688
6,696	Denbury Res Inc.	127,827	127,827
1,390	Diageo Plc	103,319	103,319
2,635	DigitalGlobe Inc.	83,556	83,556
5,660	Discover Financial Services	104,880	104,880
1,600	Emerson Electric Co	91,472	91,472
3,600	Encore Wire Corp	90,288	90,288
2,410	Family Dollar Stores Inc	119,801	119,801
4,920	Fifth Third Bancorp	72,226	72,226
1,725	First Republic Bank San Fran	50,232	50,232
2,000	Fluor Corp	132,520	132,520
495	FMC Corp	39,546	39,546
7,740	Foot Locker Inc.	151,859	151,859
1,675	Gen_Probe Inc.	97,736	97,736
257	Google Inc. Class A	152,650	152,650
1,010	Granite Construction Inc.		

UNITED STATES-JAPAN FOUNDATION
EIN #13-3054425
PART II - BALANCE SHEET - LINE 10b
INVESTMENTS - CORPORATE SECURITIES
DECEMBER 31, 2010

Quantity	Security	Book Value	Market Value
Line 10b - Corporate Stocks (continued):			
1,200	Halliburton Co	48,996	48,996
5,770	Healthsouth Corp	119,497	119,497
1,660	Hewlett Packard Co	69,886	69,886
715	Honeywell International Inc.	38,009	38,009
7,190	Hudson City Bancorp Inc.	91,601	91,601
2,510	Hyatt	114,858	114,858
6,630	Investors Bancorp Inc.	86,986	86,986
3,370	Jefferies Group Inc.	89,743	89,743
1,620	Johnson & Johnson	100,197	100,197
2,300	JPMorgan Chase & Co.	97,566	97,566
1,000	Juniper Networkss, Inc.	36,920	36,920
1,920	Kaiser Aluminum Corp	96,173	96,173
8,010	Keycorp	70,889	70,889
2,100	Kraft Food Inc	66,171	66,171
4,790	Leucadia National Corp	139,772	139,772
4,635	Marks & Spences Group Plc	53,553	53,553
1,700	McDonald's Corp	130,492	130,492
2,940	Mens Wearhouse Inc.	73,441	73,441
3,802.00	Merck & Co.	137,024	137,024
4,035	Microsoft Corp	112,617	112,617
4,070	Molex Inc.	76,801	76,801
2,010	Nalco Holding Co.	64,199	64,199
905	Nestle	52,892	52,892
1,200	Nike Inc. Class B	102,504	102,504
1,200	Occidental Petroleum Corp	117,720	117,720
1,400	Occidental Petroleum Corp.	137,340	137,340
2,190	Oneok inc.	121,479	121,479
2,600	Oracle Corp	81,380	81,380
2,000	Pepsico Inc.	130,660	130,660
2,840	Petrohawk Energy Corp	51,830	51,830
2,960	Plum Creek Timber Company Inc.	110,852	110,852
2,261	Procter & Gamble Co	145,450	145,450
2,900	Qualcomm Inc.	40,829	40,829
2,900	Qualcomm Inc.	143,521	143,521
4,835	Questar Corp	81,175	81,175
1,400	Range Resource Corp	62,972	62,972
2,660	Raymond James Financial Inc.	86,982	86,982
3,440	Republic Services Inc.	102,718	102,718
1,540	S L Green Realty Corp	103,965	103,965
3,380	Safeway Inc.	76,016	76,016
1,700	Schlumberger Ltd	141,950	141,950
1,670	Schnitzer Steel Industries Inc	110,871	110,871
5,620	Spirit Aerosystems Hold-Cl A	119,952	119,952
2,400	Stryker Corp.	128,880	128,880
3,765	Synetra Financial Corporation	51,581	51,581
1,100	Targa Resources Corp	29,491	29,491
2,550	Tech Data Corp	112,251	112,251
1,250	Teleflex Inc.	67,263	67,263
10,690	Tellabs Inc.	72,478	72,478

UNITED STATES-JAPAN FOUNDATION
EIN #13-3054425
PART II - BALANCE SHEET - LINE 10b
INVESTMENTS - CORPORATE SECURITIES
DECEMBER 31, 2010

Quantity	Security	Book Value	Market Value
Line 10b - Corporate Stocks (continued):			
2,000	TJX Companies Inc.	88,780	88,780
1,680	Transatlantic Holdings Inc.	86,722	86,722
4,580	Trinity Industries	121,874	121,874
1,380	Ultra Petroleum Corp	65,923	65,923
2,230	UMB Financial corp	92,411	92,411
3,180	Unilever	99,852	99,852
1,300	United Parcel Service Inc.	94,354	94,354
2,620	Vail Resorts Inc.	136,345	136,345
4,968	Valeant Pharmaceuticals Intl	140,545	140,545
600	Wal-Mart Stores Inc	32,358	32,358
2,400	Walt Disney Co.	90,025	90,025
4,090	Websense	82.823	82,823
345	White Mountains Insurance Group Ltd	115,782	115,782
4,845	Williams Companies Inc	119,768	119,768
850	Winn Dixie Stores	6,103	6,103
2,430	WR Berkley Corp	66,533	66,533
		$ 10,209,669	$ 10,209,669

UNITED STATES-JAPAN FOUNDATION
EIN #13-3054425
PART II - BALANCE SHEET - LINE 13
INVESTMENTS - OTHER
DECEMBER 31, 2010

Security	Book Value	Fair Value
Limited Partnerships and LLCs:		
JP Morgan US Direct Corporate Finance Institutional Investors II LLC	146,361	146,361
JP Morgan US Pooled Corporate Finance Institutional Investors II LLC	3,421,860	3,421,860
JP Morgan European Direct Corporate Finance Institututional Investors II LLC	2,330	2,330
JP Morgan European Pooled Corporate Finance Institututional Investors II LLC	905,723	905,723
Brown Brothers Harriman Private Equity Partners III Offshore	1,814,358	1,814,358
TCW Special Credits Fund IV	5,295	5,295
Gemelli Investors, LP	1,672,839	1,672,839
Farallon Capital Management Partners, LP	1,117,244	1,117,244
Onset Enterprise Associates II, LP	43,164	43,164
Avenue Asia International, Ltd.	368,191	368,191
Chesapeake Partners International Ltd.	1,981,441	1,981,441
Fir Tree International Value Fund, Ltd.	6,376	6,376
OCA Brigade Credit Fund	122,235	122,235
OCA Ashmore Emerging Markets Fund	3,136,207	3,136,207
OCA Wesley Mortgage Reit Fund LLC	2,541,507	2,541,507
OCA Developing Countries Select Fund LP	2,754,066	2,754,066
Plains All American Pipeline LP	65,930	65,930
The Walter Scott International LLC	3,911,936	3,911,936
	24,017,063	**24,017,063**
Hedge Funds:		
Daedalus Offshore	2,411,731	2,411,731
Gem Realty Securities, Ltd.	2,121,051	2,121,051
Pershing Square International Ltd	3,190,266	3,190,266
Aurelius Capital International Ltd.	2,749,738	2,749,738
Owl Creek Oversees Fund Fund, Ltd.	1,914,316	1,914,316
Anchorage Capital Partners Offshore	2,078,660	2,078,660
MKP Credit Offshore, Ltd	2,823,290	2,823,290
Taconic Opportunity Offshore Fund Ltd.	2,579,407	2,579,407
	19,868,459	**19,868,459**
Mutual Funds:		
Vanguard Insittutional Index Fund	2,089,362	2,089,362
The Osterweiss strategic Income fund	281,838	281,838
Vanguard Inflation Protected Securities Fund	3,196,193	3,196,193
Vanguard Total Bond Market Index Fund	11,362,001	11,362,001
SPDR Gold Trust	2,566,320	2,566,320
Delaware Pooled Trust International Equity Portfolio	2,355,274	2,355,274
Yacktman Focused Fund	4,833,141	4,833,141
	26,684,129	**26,684,129**
Total Investments - Other	**$ 70,569,651**	**$ 70,569,651**

ATTACHMENT 9

United States Japan Foundation
Schedule Attachment to Form 990-PF
December 31, 2010
EIN #13-3054425

Part I - Line 19 - Depreciation:

	December 31, 2010
Property and equipment at cost:	
Cooperative apartment	$ 790,725
Cooperative apartment improvements	241,370
Leasehold improvements	230,685
Equipment	84,289
Furniture and fixtures	286,452
	1,633,521
Accumulated depreciation and amortization	(1,176,912)
Total	$ 456,609

Depreciation and Amortization

Opening accumulated depreciation at January 1, 2010	$ 1,140,847
2010 Depreciation expense	36,065
Ending accumulated depreciation at December 31, 2010	$ 1,176,912

ATTACHMENT 10

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SECURITY DEPOSITS	40,508.	40,508.	40,508.
INTEREST RECEIVABLE	23,440.	138,593.	138,593.
DUE FROM BROKER	486,526.	291,229.	291,229.
TOTALS	550,474.	470,330.	470,330.

UNITED STATES-JAPAN FOUNDATION 13-3054425

ATTACHMENT 11

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE
DEFERRED EXCISE TAXES PAYABLE		171,957.	157,922.
FEDERAL EXCISE TAXES PAYABLE		0.	82,566.
	TOTALS	171,957.	240,488.

ATTACHMENT 12

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
UNREALIZED DEPRECIATION ON INVESTMENTS		687,700.
	TOTAL	687,700.

United States-Japan Foundation
Schedule of Realized Gains/(Losses)
As of December 31, 2010
EIN #13-3054425

PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME:

INVESTMENT ADVISOR	INVESTMENTS PROCEEDS	INVESTMENTS COST	INVESTMENT REALIZED GAIN/(LOSS)
Publicly Traded Securities	22,327,077	20,214,055	2,113,022
Mutual and Offshore Funds:			
Brown Brothers Harrlman Inflation Equity Fund (Passthrough)	--	--	164,806
Barlow Partners Offshore (Passthrough)	--	--	2,277,716
Lighthouse Diversified Fund Ltd. (Passthrough)	--	--	599,441
	--	--	3,041,963
Limited Partnerships, LLC and Private Equity:			
OCA Ashmore Emerging Markets Currency Fund LLC (Passthrough)	--	--	160,248
OCA Developong Countries Select Fund LP (Passthrough)	--	--	47,373
OCA Wesley Mortgage Reit Fund LLC (Passthrough)	--	--	2,047
Onset Enterprise Associate II, L.P. (Passthrough)	--	--	2,587
JP Morgan European Pooled Corporate Finance Institutional Investors II LLC (Passthrough)	--	--	60,583
JP Morgan U.S. Pooled Corporate Finance Institutional Investors II LLC (Passthrough)	--	--	275,203
TCW Special Credits Fund IV (Passthrough)	--	--	755
Gemelli Investors, LP (Passthrough)	--	--	161,838
OCA Brigade Credit Fund LLC (Passthrough)	--	--	242,331
Farrallon Capital Institutional Partners, L.P. (Passthrough)	--	--	(18,195)
Walter Scott LLC (Passthrough)	--	--	665,467
Fir Tree International Value Fund, Ltd. (Passthrough)	--	--	496,978
OCM Opportunities Fund, L.P.(Passthrough)	--	--	(113,266)
			1,983,949
Total GainsPart IV - Line 2			7,138,934

ATTACHMENT 12A

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

ATTACHMENT 13

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
THOMAS JOHNSON C/O UNITED STATES-JAPAN FOUNDATION 145 EAST 32ND STREET NEW YORK, NY 10016	CHAIRMAN 2.00	0.	0.	0.
SHINJI FUKUKAWA C/O UNITED STATES-JAPAN FOUNDATION 145 EAST 32ND STREET NEW YORK, NY 10016	VICE-CHAIRMAN 2.00	0.	0.	0.
YUSUKE SARAYA C/O UNITED STATES-JAPAN FOUNDATION 145 EAST 32ND STREET NEW YORK, NY 10016	BOARD SECRETARY 2.00	0.	0.	0.
GEORGE R. PACKARD C/O UNITED STATES-JAPAN FOUNDATION 145 EAST 32ND STREET NEW YORK, NY 10016	PRESIDENT 40.00	275,000.	41,650.	0.
TAKEO TAKUMA C/O UNITED STATES-JAPAN FOUNDATION 145 EAST 32ND STREET NEW YORK, NY 10016	VICE-PRESIDENT 40.00	187,044.	32,276.	0.

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

ATTACHMENT 13 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
GERALD L. CURTIS C/O UNITED STATES-JAPAN FOUNDATION 145 EAST 32ND STREET NEW YORK, NY 10016	TRUSTEE 1.00	0.	0.	0.
ROBIN CHANDLER DUKE C/O UNITED STATES-JAPAN FOUNDATION 145 EAST 32ND STREET NEW YORK, NY 10016	TRUSTEE 1.00	0.	0.	0.
JANE MACK GOULD C/O UNITED STATES-JAPAN FOUNDATION 145 EAST 32ND STREET NEW YORK, NY 10016	TRUSTEE 1.00	0.	0.	0.
YORIKO KAWAGUCHI C/O UNITED STATES-JAPAN FOUNDATION 145 EAST 32ND STREET NEW YORK, NY 10016	TRUSTEE 1.00	0.	0.	0.
SHIN'ICHI KITAOKA C/O UNITED STATES-JAPAN FOUNDATION 145 EAST 32ND STREET NEW YORK, NY 10016	TRUSTEE 1.00	0.	0.	0.

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

ATTACHMENT 13 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
YATARO KOBAYASHI C/O UNITED STATES-JAPAN FOUNDATION 145 EAST 32ND STREET NEW YORK, NY 10016	TRUSTEE 1.00	0.	0.	0.
AKIRA KOJIMA C/O UNITED STATES-JAPAN FOUNDATION 145 EAST 32ND STREET NEW YORK, NY 10016	TRUSTEE 1.00	0.	0.	0.
TARO KONO C/O UNITED STATES-JAPAN FOUNDATION 145 EAST 32ND STREET NEW YORK, NY 10016	TRUSTEE 1.00	0.	0.	0.
JAMES LINTOTT C/O UNITED STATES-JAPAN FOUNDATION 145 EAST 32ND STREET NEW YORK, NY 10016	TRUSTEE 1.00	0.	0.	0.
ALEXANDRA MUNROE 145 EAST 32ND STREET NEW YORK, NY 10016	TRUSTEE 1.00	0.	0.	0.

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

ATTACHMENT 13 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
T. TIMOTHY RYAN JR 145 EAST 32ND STREET NEW YORK, NY 10016	TRUSTEE 1.00	0.	0.	0.
YOHEI SASAKAWA 145 EAST 32ND STREET NEW YORK, NY 10016	TRUSTEE 1.00	0.	0.	0.
THOMAS W STRAUSS 145 EAST 32ND STREET NEW YORK, NY 10016	TRUSTEE 1.00	0.	0.	0.
MARIA CRISTINA MANAPAT-SIMS 145 EAST 32ND STREET NEW YORK, NY 10016	ASST SECRETARY/TREASURER 40.00	143,593.	24,411.	0.
	GRAND TOTALS	605,637.	98,337.	0.

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

ATTACHMENT 14

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DAVID JANES C/O UNITED STATES-JAPAN FDTN NEW YORK, NY 10016	GRANT DIRECTOR 40.00	111,523.	18,959.	0.
AYA MIZUSHIMA C/O UNITED STATES-JAPAN FDTN NEW YORK, NY 10016	USJL LEADERSHIP PRGM 40.00	75,374.	15,157.	0.
TERESA L. SHAM C/O UNITED STATES-JAPAN FDTN NEW YORK, NY 10016	EXECUTIVE SECRETARY 40.00	72,150.	12,266.	0.
ELIZABETH GORDON C/O UNITED STATES-JAPAN FDTN NEW YORK, NY 10016	PROJECT DIRECTOR 40.00	52,563.	8,936.	0.
	TOTAL COMPENSATION	311,610.	55,318.	0.

UNITED STATES-JAPAN FOUNDATION 13-3054425

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

ATTACHMENT 15

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
OFFIT ADVISORS 140 BROADWAY NEW YORK, NY 10005	INVESTMENT ADVISORY	216,180.
OCA DEVELOPING COUNTRIES SELECT FUND 485 LEXINGTON AVENUE NEW YORK, NY 10017	INVESTMENT MNGT	181,563.
JP MORGAN US POOLED CORPORATE 270 PARK AVENUE NEW YORK, NY 10017	INVESTMENT MNGT	100,171.
BERSON & CORRADO 25 WEST 43RD STREET NEW YORK, NY 10036	ACCOUNTING SERVICES	87,000.
GEMELLI INVESTORS 1276 RIDGE ROAD SYOSSET, NY 11791	INVESTMENT MNGT	51,057.
TOTAL COMPENSATION		635,971.

ATTACHMENT 16

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

GRANT ADMINISTRATOR - C/O USJF
212-481-8761

ATTACHMENT 17

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

APPLICATION SHOULD BE LESS THAN 3 PAGES AND INCLUDE THE FOLLOWING

1) DESCRIPTION OF APPLICANT INCLUDING TAX EXEMPT STATUS
2) SUMMARY OF PROPOSED PROJECT
3) PRESENT SOURCE OF FUNDS
4) AMOUNT OF PROPOSED GRANT

ATTACHMENT 17

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

INDIVIDUALS APPLYING ON THEIR OWN BEHALF FOR INDEPENDENT STUDY, RESEARCH, TRAVEL OR PARTICIPATION IN MEETINGS ARE NOT ELIGIBLE.

UNITED STATES - JAPAN FOUNDATION
SCHEDULE OF GRANTS PAID AND APPROVED FOR FUTURE PAYMENT
EIN 13-3054425
December 31, 2010

Recipient Name, Address and Purpose	Status	Individual Recipient	Unpaid January 1, 2010	Net Grants Authorized 2010	Paid	Unpaid December 31, 2010
Precollege Education						
AmerAsian School In Okinawa 1-15-22 Shimashi Ginowan City Okinawa 901-2213 Japan To support the salary for a new instructor at the school.	501 (c)(3) Public Charity	N/A		$ 30,332		$ 30,332
Association for Asian Studies 825 Victors Way, Suite 310 Ann Arbor, MI 48108 To support special Japan-related sections in the Association for Asian Studies' teaching journal Education About Asia.	501 (c)(3) Public Charity	N/A	$ 37,500		$ 37,500	
Association for Asian Studies 825 Victors Way, Suite 310 Ann Arbor, MI 48108 To support special Japan-related sections in the Association for Asian Studies' teaching journal Education About Asia.	501 (c)(3) Public Charity	N/A		37,500		37,500
Board of Trustees of the University of Illinois Office of Sponsored Programs and Research Administration 1901 South First Street Suite A, MC-685 Champaign, IL 61820-7406 To support a documentary video with supplementary instructional materials about the half-century long engagement between people in a town in Tohoku and an American anthropologist.	501 (c)(3) Public Charity	N/A	40,205		40,205	
Calloway County High School/Calloway County Board of Education 2110 College Farm Road Murray, KY 42071 To support the enhancement of Japanese language and cultural learning at Calloway County High School as part of the 2010 Elgin Heinz Outstanding Teacher Award.	501 (c)(3) Public Charity	N/A		5,000	5,000	
Creative Connections Mathews Park, 303 West Avenue Norwalk, CT 06850 To support an arts-related cultural exchange project for 600 students in Hiroshima and the US.	501 (c)(3) Public Charity	N/A	16,750		16,750	
(carried forward)			94,455	72,832	99,455	67,832

UNITED STATES - JAPAN FOUNDATION

SCHEDULE OF GRANTS PAID AND APPROVED FOR FUTURE PAYMENT
EIN 13-3054425
December 31, 2010

Recipient Name and Purpose	Status	Individual Recipient	Unpaid January 1, 2010	Net Grants Authorized 2010	Paid	Unpaid December 31, 2010
(brought forward) **Precollege Education (continued)**			$ 94,455	$ 72,832	$ 99,455	$ 67,832
Five Colleges Inc. (Five College Center for East Asian Studies) 97 Spring Street Amherst MA 01002 To support a thirty-hour pilot program that will train fifteen middle school teachers to teach about Japan through the use of the literature that examines the physical and human characteristics of Japan.	501 (c)(3) Public Charity	N/A	15,125		15,125	
Global Nomads Group 381 Broadway, 4th floor New York, NY 10013 To support a series of live video conferences that will connect high schools in the US and Japan.	501 (c)(3) Public Charity	N/A	15,000		15,000	
Grace Church School 86 Fourth Avenue New York, NY 10003 To support the Yukuhashi-Grace Church School sister school program.	501 (c)(3) Public Charity	N/A	18,200		18,200	
Great Falls Elementary School 701 Walker Road Great Falls, VA 22066 To support the development of a Japanese Garden at Great Falls Elementary School as part of the 2009 Elgin Heinz Outstanding Teacher Award	501 (c)(3) Public Charity	N/A	5,000		5,000	
Japan Society 333 East 47th Street New York, NY 10017 To support a social networking project for secondary schools.	501 (c)(3) Public Charity	N/A		14,916		14,916
Japan Society of Boston 420 Pond St Boston, MA 02130 To support the second year of a two-year program to strengthen the ties between Kyoto and Boston by bringing together little-league baseball players from both cities.	501 (c)(3) Public Charity	N/A		5,000	5,000	
(carried forward)			147,780	92,748	157,780	82,748

UNITED STATES - JAPAN FOUNDATION

SCHEDULE OF GRANTS PAID AND APPROVED FOR FUTURE PAYMENT
EIN 13-3054425
December 31, 2010

Recipient Name and Purpose	Status	Individual Recipient	Unpaid January 1, 2010	Grants Authorized 2010	Paid	Unpaid December 31, 2010
(brought forward) **Precollege Education (continued)**			$ 147,780	$ 92,748	$ 157,780	$ 82,748
Japan Society of San Diego and Tijuana 4883 Ronson Court, Suite K San Diego, CA 92111 To support a Japanese language competition held annually in February for high school students currently studying Japanese in the San Diego area.	501 (c)(3) Public Charity	N/A	20,000		20,000	
Japan Society of San Diego and Tijuana 4883 Ronson Court, Suite K San Diego, CA 92111 To support a Japanese language competition held annually in February for high school students currently studying Japanese in the San Diego area.	501 (c)(3) Public Charity	N/A		20,000		20,000
Japan-America Society of Washington, DC 1819 L Street NW, Level 1B Washington DC 20036 To support a national Japanese language and culture competition for high school students	501 (c)(3) Public Charity	N/A	50,000		50,000	
Japan-America Society of Washington, DC 1819 L Street NW, Level 1B Washington DC 20036 To support a national Japanese language and culture competition for high school students	501 (c)(3) Public Charity	N/A		50,490		50,490
Joetsu University of Education 1, Yamayashiki-machi, Joetsu-shi 943-8512 Japan To support the collaborative development of curriculum material by educators in the US and Japan focused on Education for sustainable development	501 (c)(3) Public Charity	N/A		38,462		38,462
Keio University 5322 Endo, Fujisawa, Kanagawa 252-8520 Japan To support a pilot internet-mediated American Studies program for Japanese high school students.	501 (c)(3) Public Charity	N/A		50,000	50,000	
(carried forward)			217,780	251,700	277,780	191,700

PAGE 3 OF 11

UNITED STATES - JAPAN FOUNDATION
SCHEDULE OF GRANTS PAID AND APPROVED FOR FUTURE PAYMENT
EIN 13-3054425
December 31, 2010

Recipient Name and Purpose	Status	Individual Recipient	Unpaid January 1, 2010	Net Grants Authorized 2010	Paid	Unpaid December 31, 2010
(brought forward) **Precollege Education (continued)**			$ 217,780	$ 251,700	$ 277,780	$ 191,700
Kushi Foundation 198 Leland Road Becket, MA 01223 To support the design and development of a website that will support the sharing of culture-rich teaching materials for K-12 Japanese-language instruction.	501 (c)(3) Public Charity	N/A	17,243		17,243	
Laurasian Institution 12345 Lake City Way N E. #151 Seattle, WA 98125 To support scholarships for economically challenged students to travel to Japan this summer as part of the New Perspectives Japan program.	501 (c)(3) Public Charity	N/A		6,000	6,000	
Lincoln Memorial University 6965 Cumberland Gap Parkway Harrogate, TN 37752 To support the LMU-Kanto study abroad program.	501 (c)(3) Public Charity	N/A		9,560		9,560
Midori Foundation 352 Seventh Avenue, Suite #301 New York, NY 10001 To support Midori and Friends' music education programs in underprivileged elementary schools in the New York City area.	501 (c)(3) Public Charity	N/A		30,000	30,000	
Murray State University College of Education Department ACSE, Room AL3204 Murray, KY 42071 To support Japanese language teaching in public schools in western Kentucky	501 (c)(3) Public Charity	N/A		9,840	9,840	
NY de Volunteer 601 West 110th Street #10K5 New York, New York 10025 To support a series of Japanese cultural education programs for underprivileged children in New York City.	501 (c)(3) Public Charity	N/A	28,000		28,000	
(carried forward)			263,023	307,100	368,863	201,260

UNITED STATES - JAPAN FOUNDATION
SCHEDULE OF GRANTS PAID AND APPROVED FOR FUTURE PAYMENT
EIN 13-3054425
December 31, 2010

Recipient Name and Purpose	Status	Individual Recipient	Unpaid January 1, 2010	Net Grants Authorized 2010	Paid	Unpaid December 31, 2010
(brought forward) **Precollege Education (continued)**			$ 263,023	$ 307,100	$ 368,863	$ 201,260
Ohio Northern University 525 S. Main Street Ada, OH 45810 To support a U.S.-Japan Camp that brings twenty American high school students interested in Japanese language and culture together to participate in an innovative, academically-oriented immersion program during the summer at Ohio Northern University (ONU) in the West Central Ohio community of Ada.	501 (c)(3) Public Charity	N/A		40,608	40,608	
P.S. 116: The Mary Lindley Murray School 210 East 33rd Street New York, NY 10016 To support the planning, building, and installation of a Japanese garden in The Mary Lindley Murray School yard.	501 (c)(3) Public Charity	N/A		5,000		5,000
Rochester Institute of Technology National Technical Institute for the Deaf 1 Lomb Memorial Drive Rochester, NY 14623 To support a pilot program for high school students who are deaf from Japan and the US to Enhance and enrich their understanding of the cultures (deaf and hearing) of each country by comparing and contrasting them over a 12 month period.	501 (c)(3) Public Charity	N/A		72,041	37,011	35,030
South Lakes High School/Fairfax County Public Schools Office of Budget Services Gatehouse Administration Center, Suite 4100 Fairfax, VA 22042 To support the incorporation of kanji-learning technology into Japanese language classes at South Lakes High School as part of the 2010 Elgin Heinz Outstanding Teacher Award.	501 (c)(3) Public Charity	N/A		5,000		5,000
The Board of Trustees of the Leland Stanford Junior University Office of Sponsored Programs 340 Panama Street Stanford, CA 94305 To support the development of educational materials, in partnership with the Tribute WTC Center, that help students to reflect upon the impact of September 11th and the humanitarian efforts that took place in the aftermath of the attack on the World Trade Center.	501 (c)(3) Public Charity	N/A		23,863	23,863	
(carried forward)			263,023	453,612	470,345	246,290

UNITED STATES - JAPAN FOUNDATION
SCHEDULE OF GRANTS PAID AND APPROVED FOR FUTURE PAYMENT
EIN 13-3054425
December 31, 2010

Recipient Name and Purpose	Status	Individual Recipient	Unpaid January 1, 2010	Net Grants Authorized 2010	Paid	Unpaid December 31, 2010
(brought forward) **Precollege Education (continued)**			$ 263,023	$ 453,612	$ 470,345	$ 246,290
The Board of Trustees of the University of Illinois 1901 South First Street, Suite A Champaign, IL 61820 To support a pilot Japan House Summer Arts Camo for up to 20 children, ages 8 to 12 that will explore the culture and traditional arts of Japan and introduce Japanese concepts.	501 (c)(3) Public Charity	N/A		12,474	12,474	
The Gitter-Yelen Foundation 9 Bamboo Road New Orleans, LA 70124 To support the second year of a series of Japanese art education workshops in New Orleans. To support a pilot Japan House Summer Arts Camo for up to 20 children, ages 8 to 12 that will explore the culture and traditional arts of Japan and introduce Japanese concepts.	501 (c)(3) Public Charity	N/A		20,000	20,000	
The Mountain Institute 3000 Connecticut Avenue, NW Suite 138 Washington, DC 20008 To support the third year of the development of new and innovative middle to high school level curricula that use the virtual climb of each mountain as the central study themes to introduce American and Japanese students to the history, culture, geography, and environmental issues of each other's countries in new and engaging ways.	501 (c)(3) Public Charity	N/A	80,000		40,000	40,000
Trustees of Tufts College 96 Packard Avenue Medford, MA 02144 To support the Institute for Global Leadership's US High School Research Trip to Japan that focuses on nuclear weapons and nuclear power.	501 (c)(3) Public Charity	N/A		27,170	27,170	
University of Pennsylvania Office of Research Services Franklin Building 3541 Walnut Street, P221 Philadelphia, PA 19104 To support the third year of a three-year program to prepare educators to teach about contemporary Japan in the Greater Philadelphia Region.	501 (c)(3) Public Charity	N/A	74,082		74,082	
(carried forward)			417,105	513,256	644,071	286,290

PAGE 6 OF 11

UNITED STATES - JAPAN FOUNDATION
SCHEDULE OF GRANTS PAID AND APPROVED FOR FUTURE PAYMENT
EIN 13-3054425
December 31, 2010

Recipient Name and Purpose	Status	Individual Recipient	Unpaid January 1, 2010	Net Grants Authorized 2010	Paid	Unpaid December 31, 2010
(brought forward) **Precollege Education (continued)**			$ 417,105	$ 513,256	$ 644,071	$ 286,290
World Affairs Council of Oregon 1200 SW Park Avenue, Third Floor Portland, OR 97204	501 (c)(3)	N/A		7,240		7,240
To support Teach East Asia Educator and Youth Forums in 2011	Public Charity					
Subtotal for Precollege Education			417,105	520,496	644,071	293,530
US-Japan Policy						
Council on foreign Relations 58 E 68th Street New York, NY 10021	501 (c)(3)	N/A		44,812		44,812
To support a project on Japan's Political Transition and the U S. – Japanese Alliance.	Public Charity					
Institute for International Policy Studies Toranomon 30 Mori Building, 6F 3-2-2 Toranomon, Minato-ku, Tokyo 105-0001 Japan	501 (c)(3)	N/A	45,647		45,647	
To support the third year of a three-year series of comprehensive studies of what the Japan-US Alliance toward 2020 should be.	Public Charity					
Research and Development Initiative, Chuo University 1-13-27 Kasuga, Bunkyo-ku Tokyo 112-8551 Japan	501 (c)(3)	N/A		2,608		2,608
To support a program that brings together a bi-national team of leading academics to draw up a grand strategy for Japan with the aim of enhancing the US-Japan alliance.	Public Charity			25,000	25,000	
US-Japan Council 1819 L Street, NW Suite 200 Washington, D.C. 20036	501 (c)(3)	N/A				
To support a US-Japan Engagement in Clean Technology project.	Public Charity					
Subtotal for US - Japan Policy			45,647	72,420	70,647	47,420

UNITED STATES - JAPAN FOUNDATION
SCHEDULE OF GRANTS PAID AND APPROVED FOR FUTURE PAYMENT
EIN 13-3054425
December 31, 2010

Recipient Name and Purpose	Status	Individual Recipient	Unpaid January 1, 2010	Net Grants Authorized 2010	Paid	Unpaid December 31, 2010
Communications/Public Opinion						
Class Acts Arts 8720 Georgia Ave, Suite 303 Silver Spring, MD 20910 To support the creation of a feature-length documentary chronicling the "life" of pictures drawn by children of Hiroshima, Japan in 1947 in gratitude to a church in Washington, DC for their donations of art supplies.	501 (c)(3) Public Charity	N/A		$ 49,913	$ 49,913	
Community Television Foundation of South Florida PO Box 2 Miami, FL 33261 To support the production and broadcast of at least eight reports on Japanese business/economic topics on public television's Nightly Business Report.	501 (c)(3) Public Charity	N/A	37,400		37,400	
Densho 1416 S. Jackson St. Seattle, Washington 98144 To support the design, production, and hosting of a Japanese-language website about Japanese American history focusing on World War II detention that will be promoted in Japan in collaboration with the Tokyo Broadcasting System's new drama about a Japanese American family	501 (c)(3) Public Charity	N/A		25,000	25,000	
Iowa State University Foundation 2505 University Boulevard Ames, IA 50010 To support a multi-media project that will explore Kobo Daishu and the Shikoku Pilgrimage titled Ritual Praxis and the Body of Belief: Exploring Folk Praxis of the Shikoku Pilgrimage.	501 (c)(3) Public Charity	N/A		37,170		$ 37,170
Isamu Noguchi Foundation and Garden Museum 32-37 Vernon Boulevard Long Island City, New York 11106 To support communications initiative promoting The Noguchi Museum and its wide variety of programs to Japanese-speaking individuals	501 (c)(3) Public Charity	N/A	10,000		10,000	
(carried forward)			47,400	112,083	122,313	37,170

UNITED STATES - JAPAN FOUNDATION
SCHEDULE OF GRANTS PAID AND APPROVED FOR FUTURE PAYMENT
EIN 13-3054425
December 31, 2010

Recipient Name and Purpose	Status	Individual Recipient	Unpaid January 1, 2010	Net Grants Authorized 2010	Paid	Unpaid December 31, 2010
(brought forward) **Communications/Public Opinion (continued)**			$ 47,400	$ 112,083	$ 122,313	$ 37,170
Japan NGO Center for International Cooperation (JANIC) 5F, Avaco Bldg 203018 Nishiwaseda, Shinjuku-ku, Tokyo, 169-0051 Japan To support a program that aims to improve the effectiveness of aid delivered by Japanese NGOs that utilize Overseas Development Assistance funds from the Japanese government.	501 (c)(3) Public Charity	N/A		47,493	26,060	21,433
Japan-America Society of Indiana 39 West Jackson Place, Suite 50 Indianapolis, IN 46225 To support the Japan Exhibition at the Indiana State Fair in August of 2010, which will feature traditional and contemporary Japanese arts and cultural activities.	501 (c)(3) Public Charity	N/A		10,000	10,000	
Japanese Garden Society of Oregon PO Box 3847 Portland, OR 97208 To support the first-year planning phase of The North American Japanese Garden Initiative, a long-term project that will develop a network of Japanese gardens in the US and link them with garden professionals in Japan	501 (c)(3) Public Charity	N/A	43,000		43,000	
National Bureau of Asian Research George F. Russell Jr. Hall 1414 NE 42nd Street, Suite 300 Seattle, WA 98105 To support the continuation of monthly analysis of Japanese publications by Ms Fumiko Halloran on the Japan-US Discussion Forum and to support a portion of the Forum's operating costs.	501 (c)(3) Public Charity	N/A	15,000		15,000	
National Bureau of Asian Research George F. Russell Jr. Hall 1414 NE 42nd Street, Suite 300 Seattle, WA 98105 To support the continuation of monthly analysis of Japanese publications by Ms. Fumiko Halloran on the Japan-US Discussion Forum and to support a portion of the Forum's operating costs.	501 (c)(3) Public Charity	N/A		15,000		15,000
(carried forward)			105,400	184,576	216,373	73,603

UNITED STATES - JAPAN FOUNDATION
SCHEDULE OF GRANTS PAID AND APPROVED FOR FUTURE PAYMENT
EIN 13-3054425
December 31, 2010

Recipient Name and Purpose	Status	Individual Recipient	Unpaid January 1, 2010	Net Grants Authorized 2010	Paid	Unpaid December 31, 2010
(brought forward) **Communications/Public Opinion (continued)**			$ 105,400	$ 184,576	$ 216,373	$ 73,603
Shelburne Art Center P.O Box 52 Shelburne, VT 05482 To support the production of a book on traditional Japanese boat building by Mr. Douglas Brooks, an American who has apprenticed with four master boat builders in Japan.	501 (c)(3) Public Charity	N/A	32,500			32,500
Simmons College 300 The Fenway Boston, MA 02115 To support a series of workshops in Japan that aims to strengthen the capacity of women to provide leadership and work effectively in the non-profit sector.	501 (c)(3) Public Charity	N/A		61,490	61,490	
The Aspen Institute One Dupont Circle, Suite 700 Washington, DC 20036 To support the planning and organization of the 2011 Aspen Cultural Diplomacy Forum to be held in Tokyo and Mikata, Japan, under the theme of "the Art of Peace Building"	501 (c)(3) Public Charity	N/A		40,000	40,000	
The Maureen and Mike Mansfield Foundation 1401 New York Avenue, N.W. Suite 740 Washington, D.C. 20005 To support the Asian Opinion Poll Database, an online reference tool for researchers in the United States to monitor and access public opinion trends in Japan and other Asian nations.	501 (c)(3) Public Charity	N/A	10,000		10,000	
Tides Center Presidio Building 1014 San Francisco, CA 94129 To support a project that will train and send up to 10 young multimedia reporters and mentors to Okinawa to produce short video stories aimed for the publication on the web site of The Washington Post.	501 (c)(3) Public Charity	N/A		15,000	15,000	
(carried forward)			147,900	301,066	342,863	106,103

UNITED STATES - JAPAN FOUNDATION
SCHEDULE OF GRANTS PAID AND APPROVED FOR FUTURE PAYMENT
EIN 13-3054425
December 31, 2010

Recipient Name and Purpose	Status	Individual Recipient	Unpaid January 1, 2010	Net Grants Authorized 2010	Paid	Unpaid December 31, 2010
(brought forward) **Communications/Public Opinion (continued)**			$ 147,900	$ 301,066	$ 342,863	$ 106,103
Vermont Studio Center PO Box 613 Johnson, VT 05656 To support fellowships for two Japanese visual artists to engage in eight-week residencies at the Vermont Studio Center and participate in their educational outreach programs	501 (c)(3) Public Charity	N/A	25,000		25,000	
Western Washington University Foundation 516 High Street Bellingham, WA 98225 To support a community-wide film and discussion program that will explore Japanese society and cultures as it has evolved from the pre-war 1930's through the war and reconstruction.	501 (c)(3) Public Charity	N/A	3,000		3,000	
Whitfield-Manjiro Friendship Society 11 Cherry Street Fairhaven, MA 02719 To support the training of tour guides for the new Captain Whitfield Museum, as well as to offer Japanese language classes.	501 (c)(3) Public Charity	N/A		16,410	16,410	
Subtotal for Communications/Public Opinion			175,900	317,476	387,273	106,103
Total			$ 638,652	$ 910,392	$ 1,101,991	$ 447,053

Form **8868**
(Rev. January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (*e-file*). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only . . . . ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization UNITED STATES-JAPAN FOUNDATION	**Employer identification number** 1 3 3 0 5 4 4 2 5
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 145 East 32nd Street	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. New York NY 10016	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . ☐ . . 0 4

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ UNITED STATES-JAPAN FOUNDATION

Telephone No. ▶ ______________ FAX No. ▶ ______________

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . . ▶ ☐ . If it is for part of the group, check this box . . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15/2011 to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ ☒ calendar year 20 10 or
▶ ☐ tax year beginning ______________ , 20 ___ , and ending ______________ , 20 ___ .

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 236,331
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 136,331
c	Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 100,000

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing your return. See instructions.	Name of exempt organization UNITED STATES-JAPAN FOUNDATION	**Employer identification number** 13 3054425
	Number, street, and room or suite no. If a P.O. box, see instructions. 145 East 32nd Street	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. New York NY 10016	

THIS FORM HAS BEEN
FILED BY OUR OFFICE
ON YOUR BEHALF

THIS IS YOUR COPY

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For ☐	**Return Code**	**Application Is For**	**Return Code**
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ UNITED STATES-JAPAN FOUNDATION

  Telephone No. ▶ FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . ▶ ☐ . If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 11/15/2011 .

5 For calendar year 2010 , or other tax year beginning ______ , 20 ___ , and ending ______ , 20 ___ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension

Awaiting third party information necessary for filing a complete and accurate return

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 236,331
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 236,331
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ Date ▶