Amended

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: WHOLE PLANET FOUNDATION

A Employer identification number: 20-2376273

Number and street (or P O box number if mail is not delivered to street address): 550 BOWIE STREET

Room/suite:

B Telephone number (see page 10 of the instructions): (512) 477-4455

City or town, state, and ZIP code: AUSTIN, TX 78703

C If exemption application is pending, check here ▶ [ ]

D 1 Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 5,375,235.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)	5,743,567.			
	2 Check ▶ [ ] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	20,918.	20,918.	20,918.	ATCH 1
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-73,982.			ATCH 2
	12 **Total** Add lines 1 through 11	5,690,503.	20,918.	20,918.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	183,935.			183,935.
	14 Other employee salaries and wages	229,743.			229,743.
	15 Pension plans, employee benefits	84,343.			84,343.
	16a Legal fees (attach schedule) ATCH 3	24,455.	0.	0.	24,455.
	b Accounting fees (attach schedule) ATCH 4	59,047.	0.	0.	59,047.
	c Other professional fees (attach schedule) *	136,253.			136,253.
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)				
	19 Depreciation (attach schedule) and depletion	10,753.			
	20 Occupancy	20,628.			20,628.
	21 Travel, conferences, and meetings	115,910.			115,910.
	22 Printing and publications	10,393.			10,393.
	23 Other expenses (attach schedule) ATCH 6	136,307.			135,852.
	24 **Total operating and administrative expenses** Add lines 13 through 23	1,011,767.	0.	0.	1,000,559.
	25 Contributions, gifts, grants paid	3,727,805.			3,727,805.
	26 **Total expenses and disbursements** Add lines 24 and 25	4,739,572.	0.	0.	4,728,364.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	950,931.			
	b **Net investment income** (if negative, enter -0-)		20,918.		
	c **Adjusted net income** (if negative, enter -0-)			20,918.	

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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)

		Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	3,303,328.	4,177,383.	4,177,383.
	3	Accounts receivable ▶ 6,000.			
		Less allowance for doubtful accounts ▶		6,000.	6,000.
	4	Pledges receivable ▶ 941,555.			
		Less allowance for doubtful accounts ▶	683,733.	941,555.	941,555.
	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			
	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 ▶ 49,086.			
		Less accumulated depreciation (attach schedule) ▶ 41,823.	9,092.	7,263.	7,263.
	15	Other assets (describe ▶ ATCH 7)	428,151.	243,034.	243,034.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	4,424,304.	5,375,235.	5,375,235.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	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)		0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	3,706,460.	4,679,829.	
	25	Temporarily restricted	715,594.	693,034.	
	26	Permanently restricted	2,250.	2,372.	
		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)	4,424,304.	5,375,235.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,424,304.	5,375,235.	

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	4,424,304.
2	Enter amount from Part I, line 27a	2	950,931.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,375,235.
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	5,375,235.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	3,127,865.	3,769,838.	0.829708
2008	3,457,428.	3,038,349.	1.137930
2007	535,217.	2,349,570.	0.227794
2006	2,534,904.	644,173.	3.935129
2005	511,101.	340,933.	1.499124

2	**Total** of line 1, column (d)	2	7.629685
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	1.525937
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	5,462,473.
5	Multiply line 4 by line 3	5	8,335,390.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	209.
7	Add lines 5 and 6	7	8,335,599.
8	Enter qualifying distributions from Part XII, line 4	8	4,728,364.

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	418.
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	418.
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	418.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a		
b	Exempt foreign organizations-tax withheld at source — 6b: 0.		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 418.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	418.
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	
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ **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 $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ ATTACHMENT 8			
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*			
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*			

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.WHOLEPLANETFOUNDATION.ORG

14 The books are in care of ▶ WHOLE FOODS MARKET - TAX DEPT Telephone no ▶ 512-542-0255
Located at ▶ 550 BOWIE STREET AUSTIN, TX ZIP + 4 ▶ 78703-4644

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 ▶			

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		
	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)*

		Yes	No
5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	☒ Yes ☐ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**		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) -- Attachment 14			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 9		183,935.	22,608.	-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 10		129,866.	26,375.	NONE

Total number of other employees paid over $50,000 ▶ 2

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 11		76,711.
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 THE FOUNDATION PARTNERS WITH EXISTING CHARITABLE ORGANIZATIONS THAT MANAGE MICRO-CREDIT PROJECTS TO HELP FAMILIES ESCAPE POVERTY BY PROVIDING ACCESS TO CAPITAL THAT	4,728,364.
2 THEY CAN USE TO START THEIR OWN SMALL BUSINESSES. FUNDS IN 2010 SUPPORTED AN EXPANSION OF THE MICROLENDING PROGRAMS IN COSTA RICA, GUATEMALA, INDIA, EAST TIMOR, QUEENS USA,	
3 ETHIOPIA, NEPAL, HAITI, ARGENTINA, TURKEY, THAILAND, UGANDA, GHANA, PAKISTAN, RWANDA, SENEGAL, MEXICO, MOROCCO, AND MALAWI. AS OF DECEMBER 31, 2010, OUR PROJECTS ARE SUPPORTING	
4 OVER 130,000 BORROWERS AND HAVE DISBURSED OVER $54 MILLION IN MICROCREDIT LOANS.	

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	
b	Average of monthly cash balances	1b	4,347,806.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	1,197,852.
d	**Total** (add lines 1a, b, and c)	1d	5,545,658.
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	5,545,658.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	83,185.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,462,473.
6	**Minimum investment return.** Enter 5% of line 5	6	273,124.

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 ▶ [X] and do not complete this part)

1	Minimum investment return from Part X, line 6	1	
2a	Tax on investment income for 2010 from Part VI, line 5 2a		
b	Income tax for 2010 (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	4,728,364.
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	4,728,364.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,728,364.

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				0.
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only			0.	
b	Total for prior years 20 08 ,20 07 ,20 06		0.		
3	Excess distributions carryover, if any, to 2010				
a	From 2005				
b	From 2006				
c	From 2007				
d	From 2008				
e	From 2009 0.				
f	**Total** of lines 3a through e	0.			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ $				
a	Applied to 2009, but not more than line 2a			0.	
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				
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))*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b	Prior years' undistributed income Subtract line 4b from line 2b		0.		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		0.		
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			0.	
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
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	0.			
10	Analysis of line 9				
a	Excess from 2006				
b	Excess from 2007				
c	Excess from 2008				
d	Excess from 2009				
e	Excess from 2010 0.				

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

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 ▶ 07/25/2007

b Check box to indicate whether the foundation is a private operating foundation described in section [X] 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	20,918.	9,449.	6,401.		36,768.
b 85% of line 2a	17,780.	8,032.	5,441.		31,253.
c Qualifying distributions from Part XII, line 4 for each year listed	4,728,364.	3,127,865.	3,457,428.	535,217.	11,848,874.
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	4,728,364.	3,127,865.	3,457,428.	535,217.	11,848,874.
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets	5,375,235.	4,424,304.	3,103,886.	2,584,196.	15,487,621.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)	5,375,234.	4,424,303.	3,103,886.	2,584,196.	15,487,619.
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	182,083.	125,661.	101,278.	78,105.	487,127.
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)	5,743,567.	4,256,965.	4,144,942.	2,890,136.	17,035,610.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)	5,743,567.	4,256,965.	4,144,942.	2,890,136.	17,035,610.
(3) Largest amount of support from an exempt organization					0.
(4) Gross investment income	20,918.	9,449.	6,401.		36,768.

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))

N/A

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

N/A

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 12				
Total . . . . ▶ **3a**				3,727,805.
b *Approved for future payment*				
ATTACHMENT 13				
Total . . . . ▶ **3b**				2,660,497.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See page 28 of the instructions.)
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	20,918.	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b MARK TO MARKET A/R				-73,982.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-53,064.	

13 Total Add line 12, columns (b), (d), and (e) . . . 13 -53,064.

(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: Kim D. [signature] Date: 7/28/11 Title: ASSISTANT SECRETARY

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶ Firm's EIN ▶

Firm's address ▶ Phone no

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
WHOLE PLANET FOUNDATION

Employer identification number
20-2376273

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 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 WHOLE PLANET FOUNDATION

Employer identification number 20-2376273

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	HAIN CELESTIAL GROUP 58 SOUTH SERVICE ROAD, SUITE 250 MELVILLE, NY 11747	$ 150,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	ALLEGRO COFFEE COMPANY 12799 CLAUDE COURT, BLDG B, DOCK 4 THORNTON, CO 80241	$ 150,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
3	WHOLE FOODS MARKET SERVICES, INC. 550 BOWIE STREET AUSTIN, TX 78703	$ 1,629,104.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
4	METHOD 637 COMMERCIAL STREET, SUITE 300 SAN FRANCISCO, CA 94111	$ 10,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
5	BOB'S RED MILL 13521 S.E. PHEASANT COURT MILWAUKIE, OR 97222	$ 10,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
6	CALDREA CO. 420 N. 5TH STREET, #600 MINNEAPOLIS, MN 55401	$ 25,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization WHOLE PLANET FOUNDATION

Employer identification number 20-2376273

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	COCA COLA NORTH AMERICA 2150 TOWN SQUARE, STE 400 SUGARLAND, TX 77479	$ 25,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
8	GARDEN OF LIFE 5500 VILLAGE BLVD, SUITE 202 WEST PALM BEACH, FL 33407	$ 19,978.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
9	KASHI COMPANY 4275 EXECUTIVE SQUARE LA JOLLA, CA 92037	$ 35,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
10	NANCY'S YOGURT SPRINGFIELD CREAMERY, 29440 AIRPORT RD EUGENE, OR 97402	$ 5,256.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
11	ODWALLA 120 STONE PINE ROAD HALF MOON BAY, CA 94019	$ 13,835.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
12	PREMIERE GLOBAL SERVICES 18103 W. 106TH STREET OLATHE, KS 66061	$ 19,557.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization WHOLE PLANET FOUNDATION

Employer identification number 20-2376273

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
13	PRESENCE MARKETING, INC. 12 EXECUTIVE COURT, SUITE 1 SOUTH BARRINGTON, IL 60010	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
14	ROBERT'S AMERICAN GOURMET FOOD, LLC 100 ROSLYN AVENUE SEA CLIFF, NY 11579	$ 12,225.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
15	SILVERTON FOUNDATION 1000 RIO GRANDE STREET AUSTIN, TX 78701	$ 100,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
16	SOOCH FOUNDATION 600 WEST 7TH STREET AUSTIN, TX 78701	$ 200,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
17	SR MAX 2701 PATTERSON STREET GREENSBORO, NC 27407	$ 7,500.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
18	TRADITIONAL MEDICINALS 4515 ROSS ROAD SEBASTOPOL, CA 95472	$ 27,799.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization WHOLE PLANET FOUNDATION

Employer identification number 20-2376273

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
19	VAN'S INTERNATIONAL 2525 E. ARIZONA BILTMORE CIRCLE PHOENIX, AZ 85016	$ 8,834.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
20	GEOFF BARTAKOVICS 319 LAFAYETTE ST., #267 NEW YORK, NY 10012	$ 10,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
21	GLENDA FLANAGAN 550 BOWIE STREET AUSTIN, TX 78703	$ 5,200.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
22	JAMIESON M. SMITH 3998 NW 23RD TERR BOCA RATON, FL 33431	$ 5,200.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INTEREST INCOME		20,918.	20,918.	20,918.
	TOTAL	20,918.	20,918.	20,918.

WHOLE PLANET FOUNDATION 20-2376273

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
MARK TO MARKET A/R		-73,982.
	TOTALS	-73,982.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES		24,455.			24,455.
	TOTALS	24,455.	0.	0.	24,455.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES		59,047.			59,047.
	TOTALS	59,047.	0.	0.	59,047.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	15,938.	15,938.
FIELD PROGRAM MANAGEMENT	120,315.	120,315.
TOTALS	136,253.	136,253.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
WEBSITE DESIGN AND MAINTENANCE	20,369.	20,369.
MARKETING	12,175.	12,175.
PROCESSING FEES	1,401.	1,401.
COMMUNICATION EXPENSE	12,709.	12,709.
SUPPLIES	9,655.	9,655.
POSTAGE & DELIVERY	1,437.	1,437.
MEMBERSHIP AND DUES	-376.	-376.
MEALS	4,990.	4,990.
FUNDRAISING EXPENSES	72,061.	72,061.
MISCELLANEOUS	1,886.	1,431.
TOTALS	136,307.	135,852.

WHOLE PLANET FOUNDATION 20-2376273

ATTACHMENT 7

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
WFM STOCK OPTIONS	243,034.	243,034.
TOTALS	243,034.	243,034.

FORM 990PF, PART VII-A, LINE 8A - STATES

AL,AK,AZ,AR,CA,CO,CT,DC,FL,GA,HI,IL,
KS,KY,ME,MD,MA,MI,MN,MS,MO,NH,NJ,NM,NY,
NC,ND,OH,OK,OR,PA,RI,SC,TN,UT,VA,WA,WV,WI,

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS
LEE VALKENAAR 550 BOWIE STREET AUSTIN, TX 78703	DIRECTOR & CEO 1.00		
PHILIP SANSONE 550 BOWIE STREET AUSTIN, TX 78703	PRESIDENT & EXECUTIVE DIRECTOR 40.00	114,044.	11,903.
ROBERTA LANG 550 BOWIE STREET AUSTIN, TX 78703	VP, ASSIST SECRETARY,TREASURER 1.00		
PATRICIA YOST 550 BOWIE STREET AUSTIN, TX 78703	ASSISTANT SECRETARY 1.00		
JOHN MACKEY 550 BOWIE STREET AUSTIN, TX 78703	DIRECTOR 1.00		
GLENDA FLANAGAN 550 BOWIE STREET AUSTIN, TX 78703	DIRECTOR 1.00		

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

ATTACHMENT 9 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS
MICHAEL BESANCON 550 BOWIE STREET AUSTIN, TX 78703	DIRECTOR 1.00		
JEFF TETER 550 BOWIE STREET AUSTIN, TX 78703	DIRECTOR 1.00		
WALTER ROBB 550 BOWIE STREET AUSTIN, TX 78703	DIRECTOR 1.00		
JOY STODDARD 550 BOWIE STREET AUSTIN, TX 78703	SECRETARY 40.00	69,891.	10,705.
	GRAND TOTALS	183,935.	22,608.

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

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS
STEVE WANTA 550 BOWIE STREET AUSTIN, TX 78703	PROGRAM MANAGER 40.00	75,729.	15,559.
GENIE BOLDUC 550 BOWIE STREET AUSTIN, TX 78703	INTERNAL PROGRAMS 40.00	54,137.	10,816.
	TOTAL COMPENSATION	129,866.	26,375.

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

ATTACHMENT 11

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
BRIAN DOE 35585 SUFFOLK LANE PURCELLVILLE, VA 20132 MONITOR AND EVALUATE EXISTING AND POTENTIAL MICRO FINANCE PROGRAMS IN AFRICA AND THE MIDDLE EAST.	FIELD PROGRAM MGMT	76,711.
TOTAL COMPENSATION		76,711.

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

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ASOCIACION COSTA RICA GRAMEEN - ACRG GUACIMO LIMON PROVINCE COSTA RICA		GRANT FUNDING FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY GRAMEEN TRUST IN COSTA RICA	134,856
ASOCIACION CIVIL GUATEMALTECA GRAMEEN CREDIT PANAJACHEL GUATEMALA		GRANT FUNDING FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY GRAMEEN TRUST IN GUATEMALA	47,304
MORRIS RASIK - EAST TIMOR HULAREMA AILEU EAST TIMOR		GRANT FUNDING FOR ONLENDING CAPITAL OF THE MICROFINANCE INSTITUTION OPERATED BY MORIS RASIK IN EAST TIMOR	200,000
GRAMEEN AMERICA 1460 BROADWAY, 14TH FLOOR NEW YORK, NY 10036		GRANT FUNDING FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY GRAMEEN AMERICA IN QUEENS, NY	50,000
FONKOZE HAITI 119 AVENUE CHRISTOPHER PORT-AU-PRINCE HAITI		GRANT FUNDING FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY FONKOZE IN HAITI	343,608
PRO MUJER ARGENTINA SALTA ARGENTINA		GRANT FUNDING FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY PRO MUJER ARGENTINA	100,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GRAMEEN TURKEY DIYARBAKIR TURKEY		GRANT FUNDING FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY GRAMEEN TRUST IN TURKEY	338,175
GRAMEEN TRUST - INDIA ASSAM INDIA		GRANT FUNDING FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY GRAMEEN TRUST IN INDIA	247,616
A GLIMMER OF HOPE - ETHIOPIA 3600 N CAPITAL OF TEXAS HWY, BLDG B, STE 330 AUSTIN, TX 78746		GRANT FUNDING FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTIONS OMI AND OSCCO IN ETHIOPIA	175,000
MERCY CORPS NEPAL 3015 SW FIRST AVENUE PORTLAND, OR 97201		GRANT FUNDING FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY NIRDHAN BANK IN THE EASTERN HIGHLANDS OF NEPAL	119,000
SMALL ENTERPRISE DEVELOPMENT - THAILAND SURIN THAILAND		GRANT FUNDING FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTIONS OPERATED BY SMALL ENTERPRISE DEVELOPMENT (SED) IN SURIN THAILAND	375,000
BRAC UGANDA 11 EAST 44TH STREET, STE 1600 NEW YORK, NY 10017		GRANT FUNDING FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTIONS OPERATED BY BRAC IN UGANDA	500,000

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GRAMEEN GHANA WATHERSON RESIDENTIAL AREA TAMALE GHANA		GRANT FUNDING FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTIONS OPERATED BY GRAMEEN IN GHANA	100,000
BRAC PAKISTAN/USA 11 EAST 44TH STREET, STE 1600 NEW YORK, NY 10017		GRANT FUNDING FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY BRAC IN PAKISTAN	300,000
ONE ACRE FUND RWANDA TYAZO HEAD OFFICE NYAMASHEKE DISTRICT RWANDA		GRANT FUNDING FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY ONE ACRE FUND IN RWANDA	76,970
CAURIE MF SENEGAL ESCALE NORD - BP 3118 THIES SENEGAL		GRANT FUNDING FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY CAURIE MF IN SENEGAL	97,276
PRO MUJER MEXICO 240 WEST 35TH STREET, SUITE 404 NEW YORK, NY 10001		GRANT FUNDING FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY PRO MUJER MEXICO	250,000
INMAA - MOROCCO N9 RUE KSAR ESSOUK, APPT 6 HASSAN RABAT MOROCCO		GRANT FUNDING FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY MICROLOAN FOUNDATION IN MOROCCO	123,000

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

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MICROLOAN FOUNDATION MALAWI P O BOX 491 KASUNGU MALAWI		GRANT FUNDING FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY MICROLOAN FOUNDATION IN MALAWI	150,000
		TOTAL CONTRIBUTIONS PAID	3,727,805

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ADOPEM CALLE HERIBERTO PIETER NO 12 ENS NA SANTO DOMINGO D N DOMINICAN REPUBLIC		FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY ADOPEM IN THE DOMINICAN REPUBLIC	300,000
ONE ACRE FUND RWANDA TYAZO HEAD OFFICE NYAMASHEKE DISTRICT RWANDA		FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY ONE ACRE FUND IN RWANDA	423,030
CAURIE MICROFINANCE ESCALE NORD - BP 3118 THIES SENEGAL		FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY CAURIE MICROFINANCE IN SENEGAL	340,467
FUNDACION PARAGUAYA DE COOPERACION Y DESARROLLO MANUEL BLINDER 5589 ESQ TTE ASUNCION PARAGUAY		FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY FUNDACION PARAGUAYA DE COOPERACION Y DESARROLLO IN PARAGUAY	301,000
MICROLOAN FOUNDATION MALAWI P O BOX 491 KASUNGU MALAWI		FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY MICROLOAN FOUNDATION IN MALAWI	300,000
FODEMI AV JAIME RIVADENEIRA 688 IBARRA ECUADOR		FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY FODEMI IN ECUADOR	300,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PRO MUJER MEXICO 240 WEST 35TH STREET, SUITE 404 NEW YORK, NY 10001		FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY PRO MUJER MEXICO	250,000
INMAA - MOROCCO N9 RUE KSAR ESSOUK, APPT 6 HASSAN RABAT MOROCCO		FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY MICROLOAN FOUNDATION IN MOROCCO	246,000
GRAMEEN GHANA WATHERSON RESIDENTIAL AREA TAMALE GHANA		FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY GRAMEEN IN GHANA	200,000
		TOTAL CONTRIBUTIONS APPROVED	2,660,497.

Whole Planet Foundation
EIN 20 2376273

Expenditure Responsibility Statement
Statement Required by Reg 53 4945 5(d)
Tax Year 2010 January 1st 2010 - December 31st 2010

Grantees Name	Grantee's Address	Dates of Grant in Current Tax Year	Grant / PRI Amount	Grant / PRI Purpose	Amount Expended by Grantee	Any Diversion by Grantee?	Dates of Report by Grantee	Verification
Asociacion Costa Rica Grameen - ACRG	Guacimo Limon Province Costa Rica	1/25/2010	$ 134,000	The Foundation Board has approved $565,851 in PRI funding in 2010 for onlending capital and operating expenses of the microfinance institution operated by Grameen Trust in Costa Rica Of this amount 134,000 was transferred to ACRG in 2010	$ 134,000	To the knowledge of the Foundation, and based on direct participation with the Grantee, no part has been used for other than its intended purposes	3/3/10 4/4/10 5/5/10 6/10/10 8/2/10 10/2/2010 11/1/10 12/5/10 1/10/11	The Foundation verified that there was no diversion of Grant Funding by The Grantee through review of reports received as well as the Foundation field staff personally conducting field reviews of project progress visiting the project five times throughout the tax year
Asociacion Civil Guatemalteca Grameen Credit - ACGGC	Panajachel Guatemala	3/3/2010 6/2/10 10/5/10 10/11/10 11/23/10 12/7/10 12/16/10	$ 47,304	The Foundation provided $47,304 in grant funding in the current tax year for operating expenses of the microfinance institution operated by Grameen Banrual in Guatemala	$ 47,304	To the knowledge of the Foundation and based on direct participation with the Grantee, no part has been used for other than its intended purposes	3/2/10 10/4/10 6/2/10	The Foundation verified that there was no diversion of Grant Funding through review of reports of grant utilization by The Grantee
Grameen Trust India / Microfinance Initiative Grameen	Assam, India Grameen Bank Bhapan, Mirpur 2, Dhaka 1216, Bangladesh	8/26/10 11/30/10	$ 247,616	The grantee carried over $150,135 in grant funding from the previous tax year for onlending capital and operating expenses of the microfinance institution operated by Grameen Trust in the Kerala State of India In current tax year WPF transferred 247,616	$ 397,751	To the knowledge of the Foundation, and based on direct participation with the Grantee, no part has been used for other than its intended purposes	12/22/09 7/1/10 8/5/2010 3/1/11	The Foundation verified that there was no diversion of Grant Funding by reviewing quarterly reports of grant utilization by The Grantee and a monitoring and evaluation field review in November of 2009 and again in April 2011
Morris Rasik East Timor	Hularema, Aileu, East Timor	10/12/2010	$ 200,000	The Foundation provided $200,000 in grant funding in the current tax year for onlending capital of the microfinance institution operated by Moris Rasik in East Timor	$ -	To the knowledge of the Foundation, and based on direct participation with the Grantee no part has been used for other than its intended purposes	11/5/2010 7/27/2010 5/1/2010 2/18/2010	The Foundation verified that there was no diversion of Grant Funding by reviewing quarterly reports of grant utilization by The Grantee Additionally Foundation field staff personally conducted monitoring and evaluation reviews of project progress visiting the project in November of 2009 and March of 2011
Grameen America	1460 Broadway 14th Floor New York NY 10036	7/12/2010	$ 50,000	The Foundation provided $50,000 in grant funding in the current tax year for onlending capital and operating expenses of the microfinance institution operated by Grameen America in Queens, NY	$ 50,000	To the knowledge of the Foundation, and based on direct participation with the Grantee, no part has been used for other than its intended purposes	11/2/10 2/3/11	The Foundation verified that there was no diversion of Grant Funding by reviewing quarterly reports of grant utilization by The Grantee
A Glimmer of Hope Ethiopia	3600 N Capital of Texas Hwy Bldg B, Suite 330 Austin, TX 78746	2/3/2010	$ 175,000	The Foundation provided $175,000 in grant funding to A Glimmer of Hope Foundation, a US 501-c3 not for profit in the current tax year for onlending capital of the microfinance institutions OMI and OSCCO in Ethiopia	$ 175,000	To the knowledge of the Foundation and based on direct participation with the Grantee, no part has been used for other than its intended purposes	6/9/10 7/22/10	The Foundation verified that there was no diversion of Grant Funding by reviewing quarterly reports of grant utilization by The Grantee Additionally A Glimmer of Hope maintains field staff in Ethiopia to monitor and evaluate the project progress throughout the project lifecycle WPF Field Staff conducted a monitoring and evaluation field review of the project in April of 2010 and again in August of 2010

Whole Planet Foundation
EIN 20-2376273

Expenditure Responsibility Statement
Statement Required by Reg 53 4945-5(d)
Tax Year 2010 January 1st 2010 - December 31st 2010

Grantees Name	Grantee s Address	Dates of Grant in Current Tax Year	Grant / PRI Amount	Grant / PRI Purpose	Amount Expended by Grantee	Any Diversion by Grantee?	Dates of Report by Grantee	Verification
Mercy Corps Nepal	3015 SW First Ave Portland, OR 97201	2/16/2010	$ 119,000	The Foundation provided $119,000 in grant funding to Mercy Corps, a US 501-c3, not for profit in the current tax year for onlending capital and operating expenses of the microfinance institution operated by Nirdhan Bank in the Eastern Highlands of Nepal	$ 119,000	To the knowledge of the Foundation, and based on direct participation with the Grantee, no part has been used for other than its intended purposes	2/4/2011 11/4/2010 7/29/2010 5/1/2010 2/18/2010	The Foundation verified that there was no diversion of Grant Funding by reviewing quarterly reports of grant utilization by The Grantee Additionally Mercy Corps maintains field staff in Nepal to monitor and evaluate the project progress throughout the project lifecycle An independent remote review was conducted by Whole Planet Foundation staff in March 2010 to assess Mercy Corps and their implementing partner, Nirdhan Bank's effectiveness
Jami Bora Trust / Kenya Unitus	220 W Mercer St Suite W-500 Seattle, WA 98119	n/a	$ (93,864)	The Foundation carried forward 93,864 in grant funding in from the previous tax year to expand microfinance institution operations in Kenya located in Seattle, WA, a US 501-c3 not for profit organization	$ -	Unitus has ceased operations and wired these funds back to WPF	8/2010 10/2010, 1/2011	The Foundation verified that there was no diversion of Grant Funding by reviewing quarterly reports of grant utilization by The Grantee Additionally WPF Field Staff conducted a monitoring and evaluation field Visit to Kenya in September 2010
Fonkoze Haiti	Fonkoze USA 50 F St NW Suite 810 Washington DC 20001 Fonkoze Haiti 119 Avenue Christophe, Port au-Prince, HAITI	5/28/2010	$ 343,608	The Foundation carried forward $47,362 in funding from previous tax year and provided $343,608 in grant funding to Fonkoze USA, a US 501-c3 not for profit in the current tax year for onlending capital and operating expenses of the microfinance institution operated by Fonkoze in Haiti	$ 286,629	To the knowledge of the Foundation, and based on direct participation with the Grantee, no part has been used for other than its intended purposes	February 2010 August 2010 December 2010 February 2011	The Foundation verified that there was no diversion of Grant Funding by reviewing quarterly reports of grant utilization by The Grantee Additionally Foundation field staff personally conducted several phone conversations with Fonkoze Staff
Pro Mujer Argentina	Pro Mujer Argentina Salta, Argentina Pro Mujer International 240 West 35th Street, Suite 404, New York, NY 10001	10/15/2010	$ 100,000	The Foundation provided $100,000 in grant funding in the current tax year for onlending capital and operating expenses of the microfinance institution operated by Pro Mujer Argentina	$ 100,000	To the knowledge of the Foundation, and based on direct participation with the Grantee no part has been used for other than its intended purposes	February 2010 April 2010 July 2010 September 2010 October 2010 Jan 2011	The Foundation verified that there was no diversion of Grant Funding by reviewing quarterly reports of grant utilization by,The Grantee and through a monitoring and evaluation field visit conducted in September 2010
Small Enterprise Development - Thailand	Surin, Thailand	5/13/2010	$ 187,500	The Foundation provided $187,500 in funding in the form of a program related investment in the current tax year for onlending capital and operating expenses of the microfinance institution operated by Small Enterprise Development (SED) in Surin Thailand	$ 187,500	To the knowledge of.the Foundation, and based on direct participation with the Grantee, no part has been used for other than its intended purposes	2/1/2010 5/3/10 7/30/10 11/4/2010 1/28/2011	The Foundation verified that there was no diversion of Grant Funding by reviewing quarterly reports of grant utilization by The Grantee Field Reviews were conducted by Whole Planet Foundation in November,2009 and March 2011 with an additional remote review performed in July 2010
Grameen Turkey	Diyarbakir, Turkey	5/14/2010 11/11/2010	$ 338,175	The Foundation carried forward $45,000 in fuding in previous tax year and provided $338,175 in grant funding in the current tax year for onlending capital and operating expenses of the microfinance institution operated by Grameen Trust in Turkey	$ 312,043	To the knowledge of the Foundation, and based on direct participation with the Grantee, no part has been used for other than its intended purposes	5/5/2010, 8/10/2010, 1/27/2011	The Foundation verified that there was no diversion of Grant Funding by reviewing quarterly reports of grant utilization by The Grantee
BRAC Uganda	11 East 44th Street, Suite 1600 New York, NY 10017	5/27/2010	$ 500,000	The Foundation Board has provided $500,000 in grant funding in the current tax year for onlending capital and operating expenses of the microfinance institution operated by BRAC in Uganda	$ 500,000	To the knowledge of the Foundation, and based on direct participation with the Grantee, no part has been used for other than its intended purposes	8/3/2010, 2/4/2011	The Foundation verified that there was no diversion of Grant Funding by reviewing quarterly reports of grant utilization by The Grantee

Whole Planet Foundation
EIN 20 2376273

Expenditure Responsibility Statement
Statement Required by Reg 53 4945-5(d)
Tax Year 2010 January 1st 2010 - December 31st 2010

Grantees Name	Grantee's Address	Dates of Grant in Current Tax Year	Grant / PRI Amount	Grant / PRI Purpose	Amount Expended by Grantee	Any Diversion by Grantee?	Dates of Report by Grantee	Verification
Grameen Ghana	Watherson Residential Area, Tamale, Ghana	9/3/2010	$ 100 000	The Foundation Board has provided $100,000 in grant funding in the current tax year for onlending capital and operating expenses of the microfinance institution operated by Grameen in Ghana	$ 100 000	To the knowledge of the Foundation, and based on direct participation with the Grantee, no part has been used for other than its intended purposes	11/1/2010, 2/2/2011	The Foundation verified that there was no diversion of Grant Funding by reviewing quarterly reports of grant utilization by The Grantee
BRAC Pakistan / USA	11 East 44th Street, Suite 1600 New York, NY 10017	10/20/2010	$ 300 000	The Foundation Board has provided $300,000 in grant funding in the current tax year for onlending capital and operating expenses of the microfinance institution operated by BRAC in Pakistan	$ 35,424	To the knowledge of the Foundation, and based on direct participation with the Grantee, no part has been used for other than its intended purposes	2/11/2011	The Foundation received status update via written quarterly report and telephonic conversations with US-based 501c3 Grantee, BRAC USA
One Acre Fund Rwanda	Box 482, Bungoma, 50200, Kenya/Tyazo Head Office, Nyamasheke District, Rwanada	10/26/2010	$ 76,970	The Foundation Board has provided $76,970 in grant funding in the current tax year for onlending capital and operating expenses of the microfinance institution operated by One Acre Fund in Rwanda	$ -	To the knowledge of the Foundation, and based on direct participation with the Grantee, no part has been used for other than its intended purposes	1/31/2011	The Foundation verified that there was no diversion of Grant Funding by reviewing quarterly reports of grant utilization by The Grantee
Caurie MF Senegal	Escale Nord – BP 3118, Thies, Senegal	10/28/2010	$ 97,276	The Foundation Board has provided $97,276 in grant funding in the current tax year for onlending capital and operating expenses of the microfinance institution operated by Caurie MF in Senegal	$ 61,687	To the knowledge of the Foundation, and based on direct participation with the Grantee, no part has been used for other than its intended purposes	2/3/2011	The Foundation verified that there was no diversion of Grant Funding by reviewing quarterly reports of grant utilization by The Grantee
Pro Mujer Mexico	Pro Mujer Mexico, Hidalgo Pro Mujer International 240 West 35th Street, Suite 404, New York, NY 10001	11/4/2010	$ 250,000	The Foundation provided $250,000 in grant funding in the current tax year for onlending capital and operating expenses of the microfinance institution operated by Pro Mujer Mexico	$ 128,653	To the knowledge of the Foundation, and based on direct participation with the Grantee, no part has been used for other than its intended purposes	2/9/2011	The Foundation verified that there was no diversion of Grant Funding by reviewing quarterly reports of grant utilization by The Grantee
INMAA, Morocco	N°9 rue Ksar Essouk, appt 6 , Hassan , Rabat, Morocco	12/17/2010	$ 123,000	The Foundation Board has provided $123,000 in grant funding in the current tax year for onlending capital and operating expenses of the microfinance institution operated by Microloan Foundation in Morocco	$ -	To the knowledge of the Foundation, and based on direct participation with the Grantee, no part has been used for other than its intended purposes	N/A	The Foundation verified that there was no diversion of Grant Funding by reviewing quarterly reports of grant utilization by The Grantee
Microloan Foundation Malawi	P O Box 265 North Easton, MA 02356 /P O Box 491, Kasungu, Malawi	12/17/2010	$ 150,000	The Foundation Board has provided $150,000 in grant funding in the current tax year for onlending capital and operating expenses of the microfinance institution operated by Microloan Foundation in Malawi	$ -	To the knowledge of the Foundation, and based on direct participation with the Grantee no part has been used for other than its intended purposes	N/A	The Foundation verified that there was no diversion of Grant Funding by reviewing quarterly reports of grant utilization by The Grantee