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### Department of the Treasury

Internal Revenue Service

### **Return of Private Foundation**

or Section 4947(a)(1) Nonexempt Charitable Trust

OMB No 1545-0052

2010 Treated as a Private Foundation Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

Fo	r calendar year 2010,	or tax year beginning	12/1/2010 , ar	nd ending	11.	/30/2011		
G	Check all that apply	Initial return	Initial return of a for		•	Final re	eturn	-
		Amended return	Address change	☐ Na	me cl	nange		
Na	me of foundation				A E	mployer identification πι	ımber	
Add	obe Foundation					26-0233	808	
Nu	mber and street (or P O box	number if mail is not delivered to street a	ddress)	Room/suite	ВТ	elephone number (see paç	ge 10 of the instruc	tions)
Fοι	undation Source 501 S	Ilverside Rd	• 00	123		(800) 839-	-1754	
Cıt	y or town, state, and ZIP code				Clf	exemption application is pe	ending, check here	• ▶ [
	mington			19809-1377	D 1.	Foreign organizations, chi	eck here	▶□
Н	Check type of organiza	ation X Section 501(c)(3) exe	empt private foundation	n	2.	Foreign organizations me	eting the 85% test,	_
<u></u>	Section 4947(a)(1) no	nexempt charitable trust	Other taxable private	foundation	_ ,,	check here and attach cor private foundation status w		▶ _
1	Fair market value of al	l assets at end   J Accounting	method X Cash	Accrual		nder section 507(b)(1)(A), o		▶□
	of year (from Part II, co	o/ (c). Other (si	pecify)		Fift	the foundation is in a 60-m	onth termination	_
	line 16) ▶ \$	18,349,995 (Part I, column (	(d) must be on cash bas	ıs)	un	nder section 507(b)(1)(B), o	check here	<u>▶</u> _
Pa	irt I Analysis of Rev	enue and Expenses (The total of	(a) Revenue and	(b) Net an action		fal Adward and	(d) Disbursem	
	•	b), (c), and (d) may not necessarily equal	1 4.16 4.1.4 L 4.1	(b) Net investm income	ient	(c) Adjusted net income	for charitab purposes	
	the amounts in colum	n (a) (see page 11 of the instructions) )	books				(cash basis o	
	1 Contributions, gifts, gi	rants, etc , received (attach schedule)	30,000					
	2 Check ▶☐ If the fo	undation is <b>not</b> required to attach Sch B					•	
	3 Interest on savings	and temporary cash investments						
	4 Dividends and inte	rest from securities	22,423	22	2,423			
	5 a Gross rents							
<u>e</u>	<b>b</b> Net rental income	· /						
Revenue	l . • ` '	rom sale of assets not on line 10	-134,225	<u>-</u>				
, Ve	<b>b</b> Gross sales price for					<del></del>		
R		come (from Part IV, line 2)		<del></del>	0			
	8 Net short-term cap	•		· · · · · · · · · · · · · · · · · · ·				
	9 Income modification	1						
	10 a Gross sales less retui		<del></del>					
	<b>b</b> Less Cost of good							
	c Gross profit or (los	• •					<del>                                     </del>	
	11 Other income (atta 12 Total. Add lines 1	•	04.000				-	
			-81,802	2.	2,423	<u> </u>		
es	l '	officers, directors, trustees, etc	****	<del></del>				
'n	<ul><li>14 Other employee sa</li><li>15 Pension plans, em</li></ul>	<u> </u>						
Expenses	16 a Legal fees (attach	• •	13,018	<del></del>			<del>                                     </del>	13,018
	<b>b</b> Accounting fees (a		21,488		-			21,488
ive	c Other professional	fees (áttach schedule)	1,709,555					9,55
	·		1,700,000				1,,,,	30,00
ist	18 Taxes (attach schedul	e)((see page 14 of the instructions)	500		-			
in	19 Depreciation (attac	e) (see page 14 of the instructions) th schedule) and depletion	307					
Administrat	20 Occupancy							_
	21 Travel, conference	s, and meetings	5,572					5,572
and	22 Printing and public							
	23 Other expenses (a	ttach schedule)	1,203,478		4,906		1,19	98,572
perating	24 Total operating a	nd administrative expenses.						
ra	Add lines 13 through	-	2,953,918		4,906			18,20
þe	25 Contributions, gifts	_	8,044,669				8,04	14,66
S	26 Total expenses and o	disbursements Add lines 24 and 25	10,998,587		4,90 <u>6</u>		10,99	92,87
	27 Subtract line 26 fro	om line 12						
		ver expenses and disbursements	-11,080,389					
	b Net investment in	come (if negative, enter -0-)		1	<u>7,517</u>			
	C Adjusted net inco	ome (if negative, enter -0-)	1			ſ	l	

For Paperwork Reduction Act Notice, see page 30 of the instructions.

Da	rt II	Balance Sheets Attached schedules and amounts in the description column	Beginning of year	End o	of year
ΓŒ		should be for end-of-year amounts only (See instructions )	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash—non-interest-bearing		_	
	2	Savings and temporary cash investments	29,296,159	18,147,144	18,147,144
	3	Accounts receivable	*** *** *** ** ** ** **		
		Less allowance for doubtful accounts			
	4	Pledges receivable			
	İ	Less allowance for doubtful accounts			
	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)			·
ts		Less allowance for doubtful accounts			
Assets	8	Inventories for sale or use			
Ÿ	9	Prepaid expenses and deferred charges			
	10	a Investments—U.S. and state government obligations (attach schedule)			
		b Investments—corporate stock (attach schedule)	<del></del>		
		c Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis	-		·
		Less accumulated depreciation (attach schedule)			
	12	Investments—mortgage loans		w	
	13	Investments—other (attach schedule)			-
	14	Land, buildings, and equipment basis ► 203,158	<del></del>		. =
		Less accumulated depreciation (attach schedule)   307	134,225	202,851	202,851
	15	Other assets (describe )			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	29,430,384	18,349,995	18,349,995
	17	Accounts payable and accrued expenses	29,430,304	10,549,995	10,549,995
	18	Grants payable			;
es	19	Deferred revenue			1
≡	20	Loans from officers, directors, trustees, and other disqualified persons			<b> </b>
Liabilities	21	Mortgages and other notes payable (attach schedule)			
Ë	22	Other liabilities (describe			i .
	23	Total liabilities (add lines 17 through 22)	0		
	<u></u>				
S	ĺ	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
S	24	•			
<u>a</u>	24	Unrestricted			i .
Balances	26	Temporarily restricted			<b>{</b>
	26	Permanently restricted  Foundations that do not follow SFAS 117, check here			
Fund		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
ō	27	Capital stock, trust principal, or current funds			
ţ	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
Se	29	Retained earnings, accumulated income, endowment, or other funds	29,430,384	18,349,995	j
As	30	Total net assets or fund balances (see page 17 of the			
Net Assets		instructions) .	29,430,384	18,349,995	_
Z	31	Total liabilities and net assets/fund balances (see page 17			
_		of the instructions)	29,430,384	18,349,995	1
	rt III	Analysis of Changes in Net Assets or Fund Balances			· · ·
1		net assets or fund balances at beginning of year—Part II, column (a), line	30 (must agree with		00 400 00 1
_		of-year figure reported on prior year's return)	•	1	29,430,384
		r amount from Part I, line 27a		2	-11,080,389
		r increases not included in line 2 (itemize)			100:05=
4 Add lines 1, 2, and 3 4 18,34					
5					
6	Tota	net assets or fund balances at end of year (line 4 minus line 5)—Part II, c	olumn (b), line 30	6	18,349,995

Form 990-PF (2010) Adobe Fou	ındatıon					26-0	233808	Page 3
Part IV Capital Gains and	d Losses for Tax on Inve	stment	Incor	ne				
	kınd(s) of property sold (e g , real est e, or common stock, 200 shs MLC C			(b) How acquired P—Purchase D—Donation		Date acquired o , day, yr )	(d) Date (mo , da	
1a Traveling Exhibit	"		-	P		6/3/2009	12	2/1/2010
b								
С								
d								
е								
(e) Gross sales price	(f) Depreciation allowed (or allowable)			other basis nse of sale		(h) Gain ( (e) plus (f)		
<b>a</b> 0	(0. 2			134,225		(-)		-134,225
b	<del></del>			104,220				101,220
C						<del>-</del>		
d	·							
е								
Complete only for assets show	ing gain in column (h) and owned	by the fo	undatio	on on 12/31/69		(I) Gains (Col. (	h) gain minu:	s
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69		•	s of col (ı) (ı), ıf any		col (k), but not le	ess than -0-)	
а								-134,225
b								
С								
d							<del></del>	
е								
2 Capital gain net income or (	net capital loss) { If gain, a			· > 1	اما			404.005
, -	t it (ioss),				_2		•	-134,225
3 Net short-term capital gain of	or (loss) as defined in section ine 8, column (c) (see pages							
instructions) If (loss), enter		is and i	/ OI (I	<del> </del>	3			
	er Section 4940(e) for Re	duand :	Toyo	n Not Investme	- 1			
(For optional use by domestic p	rivate foundations subject to	the section	on 494	·U(a) tax on net ir	ivestm	ient income )		
If section 4940(d)(2) applies, lea	ave this part blank							
Was the foundation liable for the	e section 4942 tax on the dis-	trihutahle	amou	nt of any year in	the ha	se period?   [	ີ Yes 🏾	an D
If "Yes," the foundation does no								20
	unt in each column for each	-		**	ions h	efore making :	any entries	
(a)		year, see	page			clore making t	(d)	
Base period years	(b) Adjusted qualifying distribution	ns Ne	t value i	(с) of nonchaпtable-use a	ssets		bution ratio	
Calendar year (or tax year beginning in	1)	<del></del>				(col (b) div	vided by col	
2009		9,629		24,725				389860
2008		2,120		21,479				) 378138 ) 268258
2007		7,233 1,359		14,304 5,047				0 033949
2006 2005	<u> </u>	1,359		5,047	,014			000000
2005	<b>_</b>			-				<del>) 000000</del>
2 Total of line 1, column (d)						2		1 070205
3 Average distribution ratio for	r the 5-vear base perioddiv	ude the to	ntal on	line 2 by 5 or by	, t	-		070200
	ndation has been in existence					3	(	267551
and married or your oare not	nation has been in existence	0 11 1000 1		youro	ŀ			
4 Enter the net value of nonch	paritable-use assets for 2010	from Par	t X lır	e 5		4	24	,001,202
	141144510 400 400010 101 2010		. , ,		ľ	<u> </u>		,001,00
5 Multiply line 4 by line 3 .						5	6	,421,546
, ,					Ī			
6 Enter 1% of net investment	income (1% of Part I, line 27	b)			-	6		175
7 Add lines 5 and 6						,	6	101 704
7 Add lines 5 and 6				•	}	7	6	<u>,421,72</u>
8 Enter qualifying distributions	s from Part XII line 4					8	11	,196,032
	er than line 7, check the box i	n Part VI	line 1	b, and complete	that o	<del> </del>		
the Part VI instructions on p			'	1	r			

				4
_	n 990-PF (2010) Adobe Foundation 26-023			ge 4
Pa	rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the	instr	uctio	ns)
1 a	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 letter if necessary—see instructions)		175	
b Domestic foundations that meet the section 4940(e) requirements in Part V, check				
	here ►X and enter 1% of Part I, line 27b		ł	
•	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4%			
	of Part I, line 12, col (b)		ا	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		0	
3	Add lines 1 and 2		175	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		475	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		175	
6	Credits/Payments			
	a 2010 estimated tax payments and 2009 overpayment credited to 2010  6a 800			1
	Exempt foreign organizations—tax withheld at source			
	Tax paid with application for extension of time to file (Form 8868)			
	Backup withholding erroneously withheld  Total credits and payments. Add lines 6a through 6d.		800	
7	Total ordate and payments 7 tad mice od anodgir od		000	
8 0	Enter any penalty for anaerpayment of estimated tax entertains			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed  Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		625	
0	The state of the s		0_0	
_	rt VII-A Statements Regarding Activities	Ī		
			Yes	No
1 6	a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it	1a	103	X
	participate or intervene in any political campaign?	la l		<del>  ^-</del>
ľ	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the	1b		x
	instructions for definition)?	10		├^
	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			١.
		1c		x
	c Did the foundation file <b>Form 1120-POL</b> for this year? If Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year	10		<del>  ^-</del>
•	(1) On the foundation $\blacktriangleright$ \$ (2) On foundation managers $\blacktriangleright$ \$			İ
	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed			
•	on foundation managers   \$ = \$ = \frac{1}{2}  minipulsed by the foundation during the year for political experiental exp			. ;
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		х
_	If "Yes," attach a detailed description of the activities			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles	1		1
•	of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4 :	a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
	D If "Yes," has it filed a tax return on Form 990-T for this year?	4b	N/A	
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5	Х	
	If "Yes," attach the statement required by General Instruction T			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either	ĺ		
	By language in the governing instrument, or	1		
	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	Χ	
8 :	a Enter the states to which the foundation reports or with which it is registered (see page 19 of the	1		
	instructions) ► CA	1		
ı	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	<u> </u>
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)		ļ	
	or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)?			1

If "Yes," complete Part XIV

their names and addresses

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing

Oiti	1990-FF (2010) Adobe Foundation	26-0233808	Page 3
Par	t VII-A Statements Regarding Activities (continued)		
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11	×
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	Х
	Website address		
14	The books are in care of    Co Foundation Source    Co Foundation Source    Telephone no    Located at    501 Silverside Road, Suite 123 Wilmington DE    ZIP+4    198	(800) 09-1377	) 839-1754
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	; ]	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority	,	Yes No
	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		
Pai	rt 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.	7.44	Yes No
1a	During the year did the foundation (either directly or indirectly)	\$ 0	77 7 1
		X No	A
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)		
	a disqualified person?	X No	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	□ No	8 8 8 8 8 8 8
		X No	
	(5) Transfer any income or assets to a disqualified person (or make any of either available	<u>ا</u> ا	
		X 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		kis [] [
		X 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		. Prod
	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		
С	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?	<u>ئىدۇ.</u> 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))	Å.	
а	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?	X No	44.7
	If "Yes," list the years > 20, 20, 20	10575	
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2)	6.3	25
	(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	N/A
С	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here	[3,2]	
ì.	20	MŠ.	
Sa	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	a. Kil	
b		∑ No	
5	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation	l Bril	
	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 )		
			N/A
b	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable	4a	_   X
_	purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	le 🥰	<u></u>

For	990-PF (2010) Adobe Foundation		_						26	-0233	808	P	age 6
Pâ	t VII-B Statements Regarding Activit	ies f	or Which Forn	n 47	20 May Be R	equir	ed (co	ntınued	)				
5a	During the year did the foundation pay or incur ar	y amo	ount to										
	(1) Carry on propaganda, or otherwise attempt	to infl	uence legislation (	sect	on 4945(e))?			Yes	X	No			ļ
	(2) Influence the outcome of any specific public election (see section 4955), or to carry												
	on, directly or indirectly, any voter registration drive?						No			1			
	(3) Provide a grant to an individual for travel, si	udv. o	or other similar pur	pose	es?			Yes	$\mathbf{x}$	No			,
	(4) Provide a grant to an organization other tha	•	•	•									1
	in section 509(a)(1), (2), or (3), or section 4							Yes	X	No			1
	(5) Provide for any purpose other than religious												1
	educational purposes, or for the prevention							Yes	X	No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the	trans	actions fail to qual	ify ui	nder the exception	ns des	cribed	_					1
-	Regulations section 53 4945 or in a current notice									Ì	5b	N/A	- 1
	Organizations relying on a current notice regarding					V. (			$\blacksquare$	ľ			
С	If the answer is "Yes" to question 5a(4), does the	•						_					
•	tax because it maintained expenditure responsibilities			/(1011				Yes		No			
	If "Yes," attach the statement required by Regula	-	-	(d)					ш				,
6a	Did the foundation, during the year, receive any fi				nav					İ			
	premiums on a personal benefit contract?	arius,		., .c	puy			Yes	$\mathbf{x}$	No			
b	Did the foundation, during the year, pay premium	s dire	ctly or indirectly o	n a i	personal benefit o	contrac	±1?		نٽ		6b		X
_	If "Yes" to 6b, file Form 8870	o, <b>u</b> c	out of manoony, o				•		•	1			
7a	At any time during the tax year, was the foundation	n a na	arty to a prohibited	l tax	shelter transaction	nn?		Yes	X	No			
	If "Yes," did the foundation receive any proceeds	•	•				nn?	٠٠٠ ∟	لنيا	···	7b	N/A	
_	art VIII Information About Officers							Highly	Paid	Fmr			
	and Contractors	, DII	cotors, rrust	,00,	1 oundution		.go.o	,g <b>y</b>			,. <b>.</b> ,	000,	
1	List all officers, directors, trustees, found	latior	n managers and	d the	eir compensat	ion (s	ee pa	ne 22 of	the in	struc	tion	s).	
		(b)	Title, and average	(0	) Compensation		(d) Cont	nbutions to				se acco	unt.
	(a) Name and address		hours per week evoted to position	(11	f not paid, enter -0-)			benefit plar I compensa			•	owance	
SE	ATTACHMENT		• •										
									[				
									l				
				L									
									l				
2	Compensation of five highest-paid emplo	yees	(other than the	ose	included on li	ne 1—	-see p	age 23 c	of the	instru	ıctic	ns).	
	If none, enter "NONE."												
			(b) Title, and aver			ŀ		ontributions loyee benef	1	(e) F	xnen	se acco	unt.
(a	Name and address of each employee paid more than \$5	0,000	hours per week devoted to position		(c) Compensati	on		and defer				lowance	
<del></del>			devoted to positi	-			co	mpensation					
NC	NE												
				00								<u> </u>	
			1										
_			<del> </del>	00									
				00									
—			<del> </del>	00									
			]	00		-							
—			-	00		-+							
			}	00					J				
To	al number of other employees paid over \$50	በበበ	L	JU					<b>•</b>				
. •	ar namber of other employees paid over 400	,000						•	-				

Total. Add lines 1 through 3

Form 990-PF`(2010) Adobe Foundation		26-0233808 Page <b>7</b>
Part VIII Information About Officers, Directors, Truste	ees, Foundation Managers, Highly Pa	id Employees,
and Contractors (continued)		
3 Five highest-paid independent contractors for professional services	s (see page 23 of the instructions). If none, en	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Coverall Crew Corporation 131 Water Street Ste 218, Vancouver, BC V6B4M3 Canada	. Website Solutions	563,500
WPP/G2 P O Box 8500, Philadelphia, PA 19178	Other Professional Fees	352,758
Blitz Digital Studio 1453 3rd St. Promenade Ste 420, Santa Monica, CA 90401	Design New AYV Essentials Site	176,794
A&R Edelman 201 Baldwin Ave, San <u>Mateo,</u> CA 94401	Advertising	175,437
Amber Dawn Buchholz 20532 Rolen Ave, Bend, OR 97702	Communications Consulting	152,052
Total number of others receiving over \$50,000 for professional service	es	6
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct chantable activities during the tax year. Include re the number of organizations and other beneficianes served, conferences convened, rese		Expenses
1 See Attachment		2,346,120
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	<del></del>	Amount
1		
2		
All other program-related investments See page 24 of the instructions	<u>.</u>	
		0

Par	Minimum Investment Return (All domestic foundations must complete this part. Foreign to	foundation	ons,
	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		
а	Average monthly fair market value of securities	1a	0
þ	Average of monthly cash balances	1b	24,366,703
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	24,366,703
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	24,366,703
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25		
	of the instructions)	4	365,501
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	24,001,202
6	Minimum Investment return. Enter 5% of line 5	6	1,200,060
Par	t XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private of	perating	
	foundations and certain foreign organizations check here   And do not complete this part )		
1	Minimum investment return from Part X, line 6	1	1,200,060
2a	Tax on investment income for 2010 from Part VI, line 5		
b	Income tax for 2010 (This does not include the tax from Part VI)		
С	Add lines 2a and 2b	2c	175
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,199,885
4	Recoveries of amounts treated as qualifying distributions .	4	0
5	Add lines 3 and 4	5	1,199,885
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	1,199,885
Do-	t XII Qualifying Distributions (see page 25 of the instructions)		
Par	t XII Qualifying Distributions (see page 25 of the instructions)	I	
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
а	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	10,992,874
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	203,158
3	Amounts set aside for specific charitable projects that satisfy the		
а	Suitability test (prior IRS approval required)	3a	
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	11,196,032
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment	1	
	income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	175
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	11,195,857
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foun qualifies for the section 4940(e) reduction of tax in those years	dation	

1	rt XIII Undistributed Income (s  Distributable amount for 2010 from P		(a) Corpus	(b) Years pnor to 2009	(c) 2009	<b>(d)</b> 2010
•	line 7		· · · · · · · · · · · · · · · · · · ·	<del></del>		1,199,885
2	Undistributed income, if any, as of the	e end of 2010				
a	a Enter amount for 2009 only				0	
ŀ	<b>b</b> Total for prior years 20 20_	, 20		0		
3	Excess distributions carryover, if any					
á	<b>a</b> From 2005	0				
ŀ	<b>b</b> From 2006	41,084	j			
(	<b>c</b> From 2007	3,122,943				
(	<b>d</b> From 2008	7,048,165				
•	e From 2009	8,403,683				
f	f Total of lines 3a through e		18,615,875			
4	Qualifying distributions for 2010 from	Part				
	XII, line 4 ► \$11,196,0	032				
á	<ul> <li>Applied to 2009, but not more than lir</li> </ul>	ne 2a	:		0	
ı	<b>b</b> Applied to undistributed income of pri	or years				
	(Election required—see page 26 of the	· -		0		
•	c Treated as distributions out of corpus	•				
	required—see page 26 of the instruct	· -				4 100 555
•	<b>d</b> Applied to 2010 distributable amount					1,199,885
	<ul> <li>Remaining amount distributed out of</li> </ul>		9,996,147			
5	Excess distributions carryover applie	<del></del>	0			0
	(If an amount appears in column (d),			1		
_	same amount must be shown in colu					
6	Enter the net total of each column indicated below:	as				
		atroot line E	28,612,022			
	<ul><li>a Corpus Add lines 3f, 4c, and 4e Sul</li><li>b Prior years' undistributed income Su</li></ul>		20,012,022		<u> </u>	
	line 4b from line 2b	Diraci	i	ol		
	c Enter the amount of prior years' undi	etributed				
		ľ				
	income for which a notice of deficient been issued, or on which the section	· ·				
	tax has been previously assessed	4542(a)				
	d Subtract line 6c from line 6b Taxable	,				
	amount—see page 27 of the instruct	i		o		
	e Undistributed income for 2009 Subtr				<del>.</del>	
•	4a from line 2a Taxable amount—se					
	instructions .	c page 27 of the			0	
1	f Undistributed income for 2010 Subtr	ract -	<del></del>			
	lines 4d and 5 from line 1. This amou					1
	be distributed in 2011					0
7	Amounts treated as distributions out	of			4 _ /· P ·····	
	corpus to satisfy requirements impos					
	section 170(b)(1)(F) or 4942(g)(3) (se	•				
	the instructions)					
8	Excess distributions carryover from 2	2005				
	not applied on line 5 or line 7 (see pa					
	instructions)	•	0			
9	Excess distributions carryover to	2011.			,	
	Subtract lines 7 and 8 from line 6a	L	28,612,022			
10	Analysis of line 9					
;	a Excess from 2006	41,084				
ı	<b>b</b> Excess from 2007	3,122,943		ŀ		1
	c Excess from 2008	7,048,165				
	d Excess from 2009	8,403,683				1
,	e Excess from 2010	9,996,147				

_	n 990-PF'(2010) Adobe Foundation				26-023	
	rt XIV Private Operating Foundations (s			nd Part VII-A, qu	iestion 9)	N/A
1 a	if the foundation has received a ruling or determination foundation, and the ruling is effective for 2010, entitle			<b>•</b>		
	Check box to indicate whether the foundation is a	private operating foun	dation described ii	n section	4942(J)(3) or	4942(j)(5)
2 a	Enter the lesser of the adjusted net income from Part I or the minimum	Tax year		Prior 3 years		(-) T-4-1
	investment return from Part X for each	(a) 2010	<b>(b)</b> 2009	(c) 2008	(d) 2007	(e) Total
	year listed	0				0
t	85% of line 2a .	0	0	0	0	0
C						
_	line 4 for each year listed	0				0
C	Amounts included in line 2c not used directly for active conduct of exempt activities			'		0
e	Qualifying distributions made directly		<u> </u>			0
	for active conduct of exempt activities					
	Subtract line 2d from line 2c		0	0	0	0
3	Complete 3a, b, or c for the alternative test relied upon					
а	"Assets" alternative test—enter					
	(1) Value of all assets					0
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
t	"Endowment" alternative test—enter 2/3 of minimum investment return shown in					
_	Part X, line 6 for each year listed	0	_	<u> </u>		0
C						
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)		•			0
	(2) Support from general public					
	and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
	(3) Largest amount of support from an exempt organization					0
	(4) Gross investment income					0
Pâ	rt XV Supplementary Information (Cor	mplete this part o	only if the fou	ndation had \$5	,000 or more in	
	assets at any time during the ye		of the instruc	tions.)		
1	Information Regarding Foundation Manag					
а	<ul> <li>List any managers of the foundation who have cor before the close of any tax year (but only if they ha</li> </ul>				the foundation	
NC	NE	ivo do linbated more t	40,000) (000	, 600.1011 007 (4)(2) )		
_	List any managers of the foundation who own 10%	or more of the stock	of a corporation (c	or an equally large p	ortion of the	
	ownership of a partnership or other entity) of which	n the foundation has a	10% or greater in	iterest		
	NE					
2	Information Regarding Contribution, Gran Check here ► X if the foundation only makes unsolicited requests for funds. If the foundation maunder other conditions, complete items 2a, b, c, ar	contributions to presentes gifts, grants, etc	elected charitable	organizations and d		tions
a	The name, address, and telephone number of the	person to whom appli	cations should be	addressed		
—į	The form in which applications should be submitte	d and information and	materials they sh	ould include		
	Any submission deadlines	- Parkers				
	Any restrictions or limitations on awards, such as t factors	by geographical areas	, charitable fields,	kinds of institutions	, or other	

### Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During th	Grants and Contributions Paid During the Year or Approved for Future Payment							
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount				
Name and address (home or business)	or substantial contributor	recipient						
a Paid during the year  1STACT SILICON VALLEY  38 W SANTA CLARA ST	N/A	509(a)(1)	Support for the "Creative Tots, Kids and Teens" Program	50,000				
SAN JOSE CA 95113 ABRAHAM LINCOLN HIGH SCHOOL 2162 24TH AVE SAN FRANCISCO CA 94116	N/A	509(a)(1)	Completion of the Adobe Youth Voices Program Requirements	1,500				
ACADEMY FOR PRECISION LEARNING INC PO BOX 51241 SEATTLE WA 98115	N/A	509(a)(1)	Annual Auction - General Operating Support	2,000				
ADVERTISING COUNCIL INC 815 2ND AVE FL 9 NEW YORK NY 10017	N/A	509(a)(2)	Annual Support of The Advertising Council	50,000				
AKSHAYA PATRA FOUNDATION USA 92 MONTVALE AVE STONEHAM MA 02180	N/A	509(a)(1)	Promoting Education for Underprivileged Children in Bangalore	8,000				
AMERICAN INDIA FOUNDATION 216 E 45TH ST FL 7 NEW YORK NY 10017	N/A	509(a)(1)	Implement AYV Program to 100 educators	90,000				
AMERICAN INDIA FOUNDATION 216 E 45TH ST FL 7 NEW YORK NY 10017	N/A	509(a)(1)	Partner with Education Development Center - AYV Training	15,000				
AMERICAN INDIA FOUNDATION 216 E 45TH ST FL 7 NEW YORK NY 10017	N/A	509(a)(1)	Year 5 of the Adobe Youth Voices Program	93,583				
AMERICAN INSTITUTE OF GRAPHIC ARTS 130 SUTTER ST STE 600 SAN FRANCISCO CA 94104	N/A	509(a)(2)	General Operating Support	40,000				
AMERICAN NATIONAL RED CROSS 8550 ARLINGTON BLVD FAIRFAX VA 22031	N/A	509(a)(1)	New Zealand Red Cross	10,000				
AMERICAN NATIONAL RED CROSS 8550 ARLINGTON BLVD FAIRFAX VA 22031	N/A	509(a)(1)	Japan Earthquake and Pacific Tsunami Disaster Relief Fund	75,000				
Total See Attached Statement			<b>▶</b> 3a	8,044,669				
b Approved for future payment			<b>▶</b> 3h	0				
Total .		·	<b>&gt;</b> 3b	0				

Part XVI-A Analysis of Income-Producing Activ	vities				
Enter gross amounts unless otherwise indicated	Unrelated bus	siness income	Excluded by section	<b>⊣</b> ``'	
1 Dragger agains garage	(a) Business code	(b) Amount	(c) Exclusion code	<b>(d)</b> Amount	Related or exempt function income (See page 28 of the instructions)
1 Program service revenue a				<del></del>	the instructions )
b		··		-	
c					
d		<del></del>			
е					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					· · · - ·
4 Dividends and interest from securities		-	14	22,423	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
<ul><li>b Not debt-financed property</li><li>6 Net rental income or (loss) from personal property .</li></ul>					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			-	<u>.                                    </u>	
9 Net income or (loss) from special events					1
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
<b>c</b>					<del></del>
d	.				<del></del>
6		0		22,423	0
12 Subtotal Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e)		1 9	<u> </u>	13	22,423
(See worksheet in line 13 instructions on page 29 to verify calc	.ulations )		•		
Part XVI-B Relationship of Activities to the Ac		of Exempt P	urposes		
Line No. Explain below how each activity for which income the accomplishment of the foundation's exempt page 29 of the instructions.)	ne is reported in col	umn (e) of Part X	VI-A contributed ii		
page 20 of the mendence /		· · · · · · · · · · · · · · · · · · ·			
					·
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			-		
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Form 990-	PF (201	<sup>(0)</sup> Adobe Foun	dation					26-0233	808	Page	<u> 13</u>
Part X	/II	nformation Rega	arding Trans	sfers To and Transacti	ons and F	Relat	ionships Wi	th Noncharit	able		
_ ,	E	Exempt Organiza	ations								
1 Did	the or	ganization directly	or indirectly e	ngage in any of the following	ng with any	y other	organization	described	1	/es	No
ın s		501(c) of the Code		ection 501(c)(3) organizati					Γ		
•									]	ļ	
		from the reporting	foundation to	a noncharitable exempt or	ganization (	of			4-44	1	.,
. ,	Cash								1a(1)		<u>X</u>
(2)	Other	assets							1a(2)		<u>X</u>
<b>b</b> Oth	er trar	sactions							1	Į.	
(1)	Sales	of assets to a none	charitable exe	mpt organization					1b(1)		<u> </u>
(2)	Purch	ases of assets fron	n a noncharita	able exempt organization					1b(2)		X
(3)	Renta	l of facilities, equip	ment, or other	r assets					1b(3)		X
(4)	Reimb	oursement arrange	ments						1b(4)		X
(5)	Loans	or loan guarantee	s						1b(5)		<u>X</u>
				up or fundraising solicitatio	ns				1b(6)		X
				ts, other assets, or paid en					1c		X
	-		•	complete the following sch	•	lumn (	h) should alw	avs show the fa	ur marke	et -	
valu	e of th	ne goods, other ass	ets, or service	es given by the reporting for the sement, show in column (d)	oundation I	If the f	oundation rec	eived less than	fair mai	rket	
(a) Line r	10	(b) Amount involved	(c) Name	of noncharitable exempt organizati	on (d)	) Descri	ption of transfers,	transactions, and sh	aring arra	ngem	ents
• • • • • • • • • • • • • • • • • • • •		. ,	``,								
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	+			· · ·	- + -						
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			_								
	_										
des	cribed 'es," c	in section 501(c) o omplete the following	f the Code (o	ated with, or related to, one ther than section 501(c)(3)	) or in secti		7?		res 🗓	No	
	(	a) Name of organization		(b) Type of organiza	ation	-+	(c) [	Description of relation	nsnip		
		· ··· - · · · · · · · · · · · · · · · ·				-					
		<u> </u>				_	-				
					· · · · · · · · ·					_	
						<u> </u>		and to the best of m	الممييامة		
	Under p	tis true correct and con	iare that i nave e:	xamined this return, including according from the property of preparer (other than taxpayer	or fiduciary) is	neoules is based	on all information	of which preparer h	as anv kno	owled	ae
Sign	bellet, i	11/	. Deciaration	A	or madelary, is	o buscu	0,1 4,1 1110111141011	,			<b>,</b> -
Here		1/1/2 1/		that A	1.40	11		Treasur	0		
11010	<u></u>	y pour	$\longrightarrow$	avus	Date	-11-	Tit		<u> </u>		—
	, Sigi	nature of officer or truster		·	Date	1.5		· - · · · · · · · · · · · · · · · · · ·	PTIN		
Paid		Print/Type preparer's na	ame -	Preparer's signature		اا	)ate	Check I if	- 1134		
		Jeffrey D Haskell		Jeffrey D. Haskell			10/4/2012	self-employed			
Prepa			UNDATION				101-112012	Firm's EIN	<u> </u>		
Use O	nly			VE, FAIRFIELD, CT 06824	·			Phone no	(800)	330-1	1754
		1 mm a address - 55	ANUFFO DKI	VL, I AIRLIELD, OI 00024	•				1000)	,,,,,,	<u>. , , , , , , , , , , , , , , , , , , ,</u>

### 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		Employer identification number
Adobe Foundation		26-0233808
Organization type (check one	e)	
Filers of:	Section:	
Form 990 or 990-EX	501(c)( ) (enter number) organization	
	4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private	foundation
	527 political organization	
Form 990-PF	X 501(c)(3) exempt private foundation	
	4947(a)(1) nonexempt charitable trust treated as a private four	ndation
	501(c)(3) taxable private foundation	
Check if your organization is o	covered by the General Rule or a Special Rule.	
<b>Note.</b> Only a section 501(c)(7) instructions	), (8), or (10) organization can check boxes for both the General Rul	le and a Special Rule See
General Rule		
	ing Form 990, 990-EZ, or 990-PF that received, during the year, \$5, e contributor. Complete Parts hand II	000 or more (in money or
Special Rules		
sections 509(a)(1) and	B) organization filing Form 990 or 990-EX that met the 33 1/3% supped 170(b)(1)(A)(vi), and received from any one contributor, during the 6 of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-E	year, a contribution of the greater
the year, aggregate co	7), (8), or (10) organization filing Form 990 or 990-EZ that received figortributions of more than \$1,000 for use exclusively for religious, cl., or the prevention of cruelty to children or animals. Complete Parts	naritable, scientific, literary, or
the year, contributions aggregate to more that year for an exclusively	7), (8), or (10) organization filing Form 990 or 990-EZ that received fis for use <i>exclusively</i> for religious, charitable, etc., purposes, but the an \$1,000. If this box is checked, enter here the total contributions they religious, charitable, etc., purpose. Do not complete any of the particular transfer of the part	se contributions did not nat were received during the ts unless the <b>General Rule</b>
990-EZ, or 990-PF), but it mu	is not covered by the General Rule and/or the Special Rules does rest answer "No" on Part IV, line 2 of its Form 990, or check the box of, to certify that it does not meet the filing requirements of Schedule	on line H of its Form 990-EZ,

### Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Name of the organization

### **Schedule of Contributors**

► Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2010

Name of the organization			Employer Identification number
Adobe Foundation			26-0233808
Organization type (chec	k one)		120 0200000
Filers of:	Section:		
Form 990 or 990-EZ	501(c)(	) (enter number) organization	
	4947(a)(1	) nonexempt charitable trust <b>not</b> treated	i as a private foundation
	527 politic	cal organization	
Form 990-PF	X 501(c)(3)	exempt private foundation	
	4947(a)(1	) nonexempt charitable trust treated as	a private foundation
	501(c)(3)	taxable private foundation	
	•	General Rule or a Special Rule. ganızatıon can check boxes for both the	General Rule and a Special Rule See
General Rule			
		990-EZ, or 990-PF that received, during omplete Parts I and II	the year, \$5,000 or more (in money or
Special Rules			
sections 509(a)(	1) and 170(b)(1)(A)(v	vi), and received from any one contribute	33 1/3% support test of the regulations under or, during the year, a contribution of the greater Form 990-EZ, line 1 Complete Parts I and
the year, aggreg	ate contributions of r		nat received from any one contributor, during or religious, charitable, scientific, literary, or mplete Parts I, II, and III
the year, contributing the year, contributing aggregate to mo year for an exclu	utions for use <i>exclus</i> re than \$1,000 If thi <i>isively</i> religious, cha	sively for religious, charitable, etc , purpose box is checked, enter here the total contribution of the complete a six purpose.	nat received from any one contributor, during oses, but these contributions did not ontributions that were received during the any of the parts unless the <b>General Rule</b> ritable, etc., contributions of \$5,000 or more
Caution. An organization			Rules does not file Schedule B (Form 990, eck 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).

Schedule B (	Form 990, 990-EZ, or 990-PF) (2010)		Page 1 of 1 of Part!
Name of o	rganization		Employer identification number
Adobe For	undation		26-0233808
Part I	Contributors (see instructions)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Adobe Systems Incorporated  625 Townsend, 3rd Floor  San Francisco CA 94103  Foreign State or Province  Foreign Country	\$ 30,000	Person X Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
2	Foreign State or Province Foreign Country	\$0	Person Payroll Occash Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
3	Foreign State or Province Foreign Country	\$0	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
4	Foreign State or Province Foreign Country	\$0	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
5	Foreign State or Province Foreign Country	\$	Person Payroli Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
6			Person

Foreign State or Province

Foreign Country

(Complete Part II if there is a noncash contribution )

Payroll Noncash

Page	1	of	1	of	Part	II
, ago	•	٠.		٠.		•••

Name of organization
Adobe Foundation

Employer identification number

26-0233808

Part II	Noncash Property (see instructions)		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$0	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$0	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$0	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$0	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$0	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$0	

Schedule B'(F	form 990, 990-EZ, or 990-PF) (2010)			Page 1 of 1 of Part III
Name of or				Employer identification number
Adobe Fou Part III	Exclusively religious, charitable, etc., aggregating more than \$1,000 for the y For organizations completing Part III, enter	ear. Complete er the total of e	columns (a) through (e) xclusively religious, cha	and the following line entry ritable, etc,
	contributions of \$1,000 or less for the year	ar_(Enter this i	nformation once See ins	structions) > \$ 0
(a) No. from Part I	(b) Purpose of gift	(c)	Use of gift	(d) Description of how gift is held
		(e) T	ransfer of gift	<u> </u>
	Transferee's name, address, and	ZIP + 4	Relationsh	ip of transferor to transferee
	For Prov Country	• • • • • • • • • • • • • • • • • • • •		
(a) No. from Part I	(b) Purpose of gift	(c	) Use of gift	(d) Description of how gift is held
		(e) T	ransfer of gift	
	Transferee's name, address, and	ZIP + 4	Relationsh	ip of transferor to transferee
	For Prov Country			
(a) No. from Part I	(b) Purpose of gift	(c	) Use of gift	(d) Description of how gift is held
		(e) T	ransfer of gift	
	Transferee's name, address, and	ZIP + 4	Relationsh	ip of transferor to transferee
	For Prov Country		<u> </u>	
(a) No. from Part I	(b) Purpose of gift	(c	) Use of gift	(d) Description of how gift is held
		(e) T	ransfer of gift	
	Transferee's name, address, and	ZIP + 4	Relationsh	nip of transferor to transferee
	For Prov. Country			

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

)1	TOTAL: 13.018	O	C	13.018
	(3)	3	(3)	Ť
	(a) Expenses per	er Net Investment /	(c) Adjusted Net	(u) Charitable
	Books	Income	Income	Purpose
1 General Governance Matters and Counseling	13,018	0		13,018
2				
3				
4				
2				
9				
1				
8				
6				
170				

Form 990-PF, Part I, Line 16b - Accounting Fees

	TOTAL:	21,488	0	0	21,488
		(a)	(Q)	(3)	(Đ
		Expenses per Net I Books I	Net Investment Income	Adjusted Net Income	Charitable Purpose
1 Accounting & Audit Services		21,488	0		21,488
2					
3					
4					
2					
9					
8					
6					
10					

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

	TOTAL:	1,709,555	0	0	1,709,555
		(a) Expenses per	(b) Net Investment	(c) Adjusted Net	(d) Charitable
1 AYV Professional Services		Books 1,700,896	Income	Income	Purpose 1,700,896
2 Consulting Services		8,659	0		8,659
3					
4					
2					
9					
7					
8					
6					
10					

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

x for 2011  Expenses per Net Investment Adjusted Charitable Books Income Purpose Purpose O		TOTAL: 500	0	0	0
Expenses per Net Investment Adjusted Books Income Net Income O Net Inc		(a)	(p)	(0)	(b)
0 009		Expenses per Books	Net Investment Income	Adjusted Net Income	Purpose
	Estimated Tax for 2011	200	0		0

Amount of depreciation included in cost of goods sold . . . .

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Line 19 (990-PF) - Depreciation and Depletion

Acquired Computation
8/16/2011 SL

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

And Program Expenses         (a)         (b)         (c)         Changes         <			TOTAL:	1,203,478	4,906	0	1,198,572
AYV Program Expenses Income Income Income Income Income Income Income Income Income Income Income Income Income Income 947,518	1			(a) Expenses per	(b) Net Investment		(d) Charitable
AVV Program Expenses       947,518       0       0         Foundation Dues & Memberships       3,800       0       0         Administrative Fees       89,874       0       0         Bank Charges       4,906       0       0         Premium payment for Indemnification Insurance       16,286       0       0         Leased Employees       0       0       0			_	Books	Income		Purpose
Foundation Dues & Memberships       3,800       0       0         Administrative Fees       89,874       0       0         Bank Charges       4,906       4,906       0         Premium payment for Indemnification Insurance       16,286       0       0         Leased Employees       141,094       0       0	<b>I</b> 🕳	AYV Program Expenses		947,518	0	0	947,518
Administrative Fees       Administrative Fees       0       0       0         Bank Charges       4,906       4,906       0       0         Premium payment for Indemnification Insurance       16,286       0       0       0         Leased Employees       141,094       0       0       0       1	اما	Foundation Dues & Memberships		3,800	0	0	3,800
Bank Charges     4,906     4,906     0       Premium payment for Indemnification Insurance     16,286     0     0       Leased Employees     141,094     0     0     1	ام	Administrative Fees		89,874	0	0	89,874
Premium payment for Indemnification Insurance         16,286         0         0         1           Leased Employees         141,094         0         0         1	۱ 🕁	Bank Charges		4,906	4,906	0	0
Leased Employees     141,094     0     0	مرا	Premium payment for Indemnification Insurance		16,286	0	0	16,286
3 0	دم	Leased Employees		141,094	0	0	141,094
0	~						
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Part II, Line 14 (990-PF) - Lan

Accumulated Lost or Item or Category         Cost or Other Basis         Accumulated Deprecation         Accumulated Deprecation         Accumulated Deprecation         Accumulated Deprecation         Book Value End of Year         Book Value End of Year         Book Value           2         Website         3,158         2,851         2,851           4         200,000         0         200,000         200,000           5         0         0         0         0           6         0         0         0         0           7         0         0         0         0           8         0         0         0         0           9         0         0         0         0           9         0         0         0         0           0         0         0         0         0           0         0         0         0         0           0         0         0         0         0           0         0         0         0         0           0         0         0         0         0           0         0         0         0         0			203,158	0	307	203,158	202,851	2
Computer         Computer         Computer         Beg. of Year         End of Year         Beg of Year         End of Year         E				Accumulated	Accumulated			
Computer         3,158         End of Year         En			Cost or	Depreciation	Depreciation		Book Va	Ine
Computer         3,158		ltem or Category	Other Basis	_	End of Year		End of Ye	ar
Website         200,000         0         200,000           1         0         0         0           2         0         0         0           3         0         0         0           4         0         0         0           5         0         0         0           6         0         0         0           7         0         0         0           8         0         0         0           9         0         0         0	_	Computer	3,158	0	307	3,158	2,0	351
3 5 6 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7	7	Website	200,000	0	0	200,000	200,0	000
5       6       7       8       9       10	3							_
5       6       7       8       9       10	4					0		0
6     0       7     0       8     0       9     0       10     0	2					0		0
7       8       9       0       0       0       0       0       0       0	9					0		0
0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	7					0		0
0 6	8					0		0
0 01	6					0		0
	10					0		0

# Form 990-PF, Part VII-A, Line 5 - Substantial Contraction

This statement is submitted to report the distribution of certain assets during the above-referenced year. The distributions resulted in a substantial contraction of assets. The following information is submitted in accordance with Treasury Regulation Section 1.6043-3(a)(1) and the Form 990-PF. instructions

net assets of \$29,430,384 (as measured by fair market value) at the beginning of the Foundation's taxable year ending November 30, 2011. Although current income. Collectively, the distributions in excess of current income totaled \$8,044,669. This amount represents over 25% of the Foundation's During the taxable year ending November 30, 2011, Adobe Foundation (the "Foundation") made distributions from assets from sources other than the Foundation technically experienced a "substantial contraction," it will continue in existence and has no plans for dissolution.

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

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	Name	Street	Cıty	State	Zıp Code	Title	Avg	Comp.	Benefits	Expense Account
_	Mark Garre	Foundation Source 501 Silverside Rd	Wilmington	DE	19809	Treasurer	1	0	0	0
7	2 Ann Lewnes	Foundation Source 501 Silverside Rd	Wilmington	DE	19809	Secretary	-	0	0	0
3	Johnny Loiacono (Resigned 10/2011)	Foundation Source 501 Silverside Rd	Wílmington	OE	19809	Director	-	0	0	0
4	Michelle Mann (Resigned 4/2011)	Foundation Source 501 Silverside Rd	Wilmington	DE	19809	Director	~	0	0	0
5	Donna Morris	Foundation Source 501 Silverside Rd	Wilmington	DE	19809	Director	-	0	0	0
9	Shantanu Narayen	Foundation Source 501 Silverside Rd	Wilmington	DE	19809	President / Director	7	0	0	0
2										
∞										
စ								1		
10										
1										

Adobe Foundation
EIN: 26-0233808
Taxable Year Ending November 30, 2011
Form 990-PF, Part IX-A, Line 1
Summary of Direct Charitable Activities

Adobe Youth Voices was designed to provide youth in underserved communities with the critical skills they need to become active and engaged members of their communities and the world at-large. Adobe Youth Voices empowers young people to share their ideas, demonstrate their potential, and take action where they live through the use of cutting edge multimedia tools. The Adobe Youth Voices global network currently includes more than 500 sites and a large, expanding number of grantees and organizations in 32 countries. Since its inception, Adobe Youth Voices has engaged over 27,000 youth and 1,500 educators in school and out-of-school programs.

Travel & Stipend for Redwood City AYV Peapod Academy Youth to attend U.S. Dept of Ed Youth Summit

4,000

AYV - Participation in Training and Events, and Implementation of the Program

10,000

2011 Adobe Board Support

50,000

Grant to Augment the Peapod Adobe Youth Voices Academy at MACLA

Adobe Foundation				26-0233	
Form 990-PF, Part XV, Line	3a - Grants and	Cont	ributions Paid	d During the	Year
Recipient(s) paid during the year				<u> </u>	
Name					
PROJECT H DESIGN Street				<del></del>	
33 CYPRESS AVE		Ctata	7:- Codo	Faraian Caunt	
City			Zip Code	Foreign Count	У
KENTFIELD Belationship	Foundation Status	CA	94904		
Relationship					
N/A	509(a)(1)				Amount
Purpose of grant/contribution					Amount
Studio H Project					30,000
				Kanacara	
PROJECT NIGHT NIGHT					
Street					• • • • • • • • • • • • • • • • • • • •
1800 GOUGH ST STE 5					
City		State	Zip Code	Foreign Count	rv
SAN FRANCISCO		CA	94109	i orongin obuint	•
Relationship	Foundation Status	0/1	104100		
N/A	509(a)(1)				
Purpose of grant/contribution	1309(a)(1)				Amount
Night Night Package Essentials -San Fr	ancieco Program				10,000
HIGH Package Essentials - Carrie	ancisco riogiam				
Name	com em em em em em em em em em em	11111 MIN 11111 MIN 11111 IM		10 ma <del>1213 da ma ma ma min min ala ala ala</del> <del>2</del> 04	
PUBLIC DESIGN STUDIO					
Street					
1211 FOLSOM ST					
City		State	Zip Code	Foreign Count	
SAN FRANCISCO		CA	94103	J	•
Relationship	Foundation Status		1000	<del></del>	
N/A	509(a)(2)				
Purpose of grant/contribution	1000(0)(0)				Amount
The 1% Program					40,000
Name					
REBUILDING TOGETHER SAN FRANC	CISCO		_		
Street					
PIER 28					
City		State	Zip Code	Foreign Count	ry
SAN FRANCISCO		CA	94105		
Relationship	Foundation Status				
N/A	509(a)(1)				
Purpose of grant/contribution					Amount
National Rebuilding Day					10,000
Name					
REBUILDING TOGETHER SILICON VA	ALLEY				
Street					
2827 AIELLO DR					
City			Zip Code	Foreign Count	ry
SAN JOSE		CA	95111		
Relationship	Foundation Status				
N/A	509(a)(1)				
Purpose of grant/contribution					Amount
Rebuilding Days Project					l
					20,000
Name					20,000
					20,000
REEL STORIES TEEN FILMMAKING II	NC				
REEL STORIES TEEN FILMMAKING II Street	NC				
Street	NC				
Street 540 PRESIDENT ST STE 2F	NC	State	Zip Code	Foreign Count	
Street 540 PRESIDENT ST STE 2F City	NC		<b>Zip Code</b> 11215	Foreign Count	
Street 540 PRESIDENT ST STE 2F City BROOKLYN		NY	<b>Zip Code</b> 11215	Foreign Count	
Street 540 PRESIDENT ST STE 2F City BROOKLYN Relationship	Foundation Status	NY		Foreign Count	
Street 540 PRESIDENT ST STE 2F City BROOKLYN Relationship N/A		NY		Foreign Count	ry
Street 540 PRESIDENT ST STE 2F City BROOKLYN Relationship	Foundation Status	NY		Foreign Count	

Critical Services for Children and Youth for General Operating Support

Grant to augment the Peapod Adobe Youth Voices Academy at Urban Arts Partnership

50,000

Grant to augment the Peapod Adobe Youth Voices Academy at the Watts Willowbrook Boy & Girls Club

50,000