



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

OMB No 1545-0052

2011

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

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation THE VANGUARD GROUP FOUNDATION		A Employer identification number 23-2699769						
Number and street (or P O box number if mail is not delivered to street address) 100 VANGUARD BOULEVARD		B Telephone number (see instructions) 610-669-1000						
City or town, state, and ZIP code MALVERN, PA 19355		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input checked="" type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input checked="" type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input checked="" type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <table border="0"> <tr> <td><input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation</td> <td><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust</td> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> </table>		<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>			
<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation						
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 12,145,478 (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						

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 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)	3,734,633			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	284,820	284,820		
	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)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule)				
	12 Total Add lines 1 through 11	4,019,453	284,820	0	
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages	0			
	15 Pension plans; employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) (Exhibit I)	0			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) (Exhibit I)	9,563			9,563
	24 Total operating and administrative expenses. Add lines 13 through 23	9,563	0	0	9,563
25 Contributions, gifts, grants paid	4,404,473			4,023,331	
26 Total expenses and disbursements Add lines 24 and 25	4,414,036	0	0	4,032,894	
27 Subtract line 26 from line 12	-394,583				
a Excess of revenue over expenses and disbursements		284,820			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

JSA

Form 990-PF (2011)

918-23 19

SCANNED AUG 20 2012

RECEIVED
 AUG 14 2012
 OGDEN, UT

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing			61,963	150,439	150,439
	2 Savings and temporary cash investments			384,298	0	0
	3 Accounts receivable ▶					
	Less allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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 ▶					
Liabilities	Less accumulated depreciation ▶ (attach schedule)					
	12 Investments - mortgage loans					
	13 Investments - other (attach schedule) (Exhibit I)			11,514,031	11,994,825	11,994,825
	14 Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶ (attach schedule)					
	15 Other assets (describe ▶ Receivable Due)			897	214	214
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)			11,961,189	12,145,478	12,145,478
	17 Accounts payable and accrued expenses			2,178	3,314	
	18 Grants payable			296,190	677,382	
	19 Deferred revenue					
Net Assets or Fund Balances	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)			298,368	680,696	
	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted			11,523,878	11,323,033	
	25 Temporarily restricted			138,943	141,749	
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances (see instructions)			11,662,821	11,464,782	
	31 Total liabilities and net assets/fund balances (see instructions)			11,961,189	12,145,478	

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	11,662,821
2 Enter amount from Part I, line 27a	2	-394,583
3 Other increases not included in line 2 (itemize) ▶ unrealized gain on investments	3	196,544
4 Add lines 1, 2, and 3	4	11,464,782
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	11,464,782

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 N/A					
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) FMV 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)		<div style="display: flex; align-items: center;"> <div style="font-size: 3em; margin-right: 10px;">{</div> <div> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> </div>		2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		<div style="display: flex; align-items: center;"> <div style="font-size: 3em; margin-right: 10px;">{</div> <div> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div> </div>		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.

(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))
2010			
2009			
2008			
2007			
2006			
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4			8
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	5,696
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3 Add lines 1 and 2		3	5,696
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	5,696
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	0	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		182
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		5,878
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 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ (2) On foundation managers <input type="checkbox"/> \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year? (N/A)		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> Pennsylvania		
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	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses See Schedule B, Page 2, Part I, No. 1	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>JENNIFER HALLIDAY</u> Telephone no <u>610-669-1000</u> Located at <u>100 VANGUARD BLVD; MALVERN, PA</u> ZIP + 4 <u>19355-2331</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2011, 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <u></u>	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/>	1b	X
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 2011? <input type="checkbox"/>	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <u></u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) <u>(N/A)</u>	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 <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2011 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 2011) <u>(N/A)</u>	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 2011? <u></u>	4b	X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ☐

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

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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? ☐ Yes ☒ No **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? ☐ Yes ☒ No (N/A) **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 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
See Exhibit 2				

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		0	0	0

Total number of other employees paid over \$50,000 ☐ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 NONE	0
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
		0
2		
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3		0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	13,153,579
b	Average of monthly cash balances	1b	205,028
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	13,358,607
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	
3	Subtract line 2 from line 1d	3	13,358,607
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	200,379
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,158,228
6	Minimum investment return. Enter 5% of line 5	6	657,911

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

1	Minimum investment return from Part X, line 6	1	657,911
2a	Tax on investment income for 2011 from Part VI, line 5	2a	5,696
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	5,696
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	652,215
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	652,215
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	652,215

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	4,032,894
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,032,894
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,032,894

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				652,215
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			N/A	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006			N/A	
b From 2007			N/A	
c From 2008			N/A	
d From 2009			N/A	
e From 2010			N/A	
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 4,032,894				
a Applied to 2010, but not more than line 2a . . .			0	
b Applied to undistributed income of prior years (Election required - see instructions).		0		
c Treated as distributions out of corpus (Election required - see instructions)	0			
d Applied to 2011 distributable amount				652,215
e Remaining amount distributed out of corpus . .	3,380,679			
5 Excess distributions carryover applied to 2011 . (If an amount appears in column (d), the same amount must be shown in column (a))	0			
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,380,679			
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		N/A		
d Subtract line 6c from line 6b Taxable amount - see instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions			N/A	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . .				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . .	N/A			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	3,380,679			
10 Analysis of line 9				
a Excess from 2007 . . .	N/A			
b Excess from 2008 . . .	N/A			
c Excess from 2009 . . .	N/A			
d Excess from 2010 . . .	N/A			
e Excess from 2011 . . .	3,380,679			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling **N/A**

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0	0	0	0	0
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed	0	0	0	0	0
d Amounts included in line 2c not used directly for active conduct of exempt activities	N/A	N/A	N/A	N/A	N/A
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see 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 ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

Tami Wise, P.O. Box 2600 (V38), Valley Forge, PA 19482 (610) 669-6331

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

See Exhibit 3

c Any submission deadlines

Written requests for grants are welcome anytime. They will be reviewed and awarded on a quarterly basis.

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

See Exhibit 4

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

<div>Recipient</div> <div>Name and address (home or business)</div>	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Exhibit 5				
Total			▶ 3a	4,023,331
b Approved for future payment See Exhibit 5				
Total			▶ 3b	602,332

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

- | | | | | |
|----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|-----|----|
| 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? | | Yes | No |
| | | | | |
| 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 | | | |

[illegible]

- 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
	N/A	

**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) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

8/13/2012
Date

President
Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

Schedule of Contributors
▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011

Name of the organization

Employer identification number

THE VANGUARD GROUP FOUNDATION

23-2699769

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, total 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 total 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 Part I, 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 THE VANGUARD GROUP FOUNDATION	Employer identification number 23-2699769
-------------------------------------------------------	----------------------------------------------

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE VANGUARD GROUP, INC. P.O. BOX 2600 VALLEY FORGE, PA 19482-2600	\$ 3,734,633	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Employer identification number

23-2699769

Part II

[illegible]

Name of organization THE VANGUARD GROUP FOUNDATION	Employer identification number 23-2699769
-------------------------------------------------------	----------------------------------------------

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed

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

List of Attachments

THE VANGUARD GROUP FOUNDATION (EIN 23-2699769)
FORM 990-PF
Year Ended December 31, 2011

Exhibit 1	Part I. Line 18 - Taxes Part I. Line 23 - Other Expenses Part II. Line 13 - Investments
Exhibit 2	Part VIII, Line 1 - List all officers, directors, foundation managers and their compensation
Exhibit 3	Part XV Item 2(b) - The Application Process
Exhibit 4	Part XV Item 2(d) - The Foundation's Guidelines
Exhibit 5	Part XV - Contributions Section 3(a) - Paid During the Year Section 3(b) - Approved for Future Payment

Exhibit 1

THE VANGUARD GROUP FOUNDATION (EIN 23-2699769)
FORM 990-PF
Year Ended December 31, 2011

Part I. Line 18 - Taxes

Excise Tax	\$0
Total	\$0

Part I. Line 23 - Other Expenses

Postage	\$836
Supplies	\$300
Professional Services (Legal)	\$393
Other Administrative Expenses	\$8,034
Total	\$9,563

Part II. Line 13 - Investments

	<u>Beginning of Year</u>	<u>End of Year</u>
Investments - ST Inv Grade - Unrestricted	\$524,720	\$535,314
Investments - ST Inv Grade - Restricted	\$138,943	\$141,749
Investments - Balanced Index	\$10,850,368	\$11,317,762
Total	\$11,514,031	\$11,994,825

Exhibit 2

THE VANGUARD GROUP FOUNDATION (EIN 23-2699769)
FORM 990-PF
Year Ended December 31, 2011

Part VIII, Line 1 - List all officers, directors, foundation managers and their compensation

(a) Names 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
Michael S. Miller 100 Vanguard Blvd Malvern, PA 19355	President & Chairman of the Board (15 / YR)	0	0	0
Glenn W. Reed 100 Vanguard Blvd Malvern, PA 19355	Treasurer (15 / YR)	0	0	0
Mortimer J. Buckley 100 Vanguard Blvd Malvern, PA 19355	Director (15 / YR)	0	0	0
F. William McNabb III 100 Vanguard Blvd Malvern, PA 19355	Director (15 / YR)	0	0	0
Pauline Scalvino 100 Vanguard Blvd Malvern, PA 19355	Director (15 / YR)	0	0	0
Michael L. Kimmel 100 Vanguard Blvd Malvern, PA 19355	Secretary (15 / YR)	0	0	0
Tammy Wise 100 Vanguard Blvd Malvern, PA 19355	Foundation Administrator (1,150 / YR)	0 *	0	0

* Services donated by The Vanguard Group, Inc

THE VANGUARD GROUP FOUNDATION (EIN 23-2699769)
Form 990-PF
Year Ended December 31, 2011
Part XV - Item 2(b)

The Application Process

Requests for funding should be submitted in writing to the Foundation Director and must include the following:

- A completed Vanguard Foundation Summary of Grant Request form that includes:
 - A brief description of your organization, including its goals, history, past projects, staffing, and those it serves.
 - The specific contribution amount requested from The Vanguard Group Foundation.
 - A detailed statement explaining how the Foundation's funding will be used (i.e., the proposed program or activities) and how much of the funding will be used for administrative expenses (as opposed to the program itself).
 - A program timetable.
- An audited financial statement for your organization's most recently completed fiscal year and the current year's operating budget.
- A copy of the IRS exemption letter certifying your organization's tax-exempt, non-profit status under Section 501(c)(3) of the Internal Revenue Code and a statement from an officer of your organization confirming that the exemption letter is currently valid.
- The most recent annual report or other documentation describing your organization's accomplishments.
- A list of current corporate, foundation, government, and other contributors.
- A list of the members of your organization's current Board of Directors and executive staff, including each member's business affiliations.
- If possible, a list of Vanguard crew members who serve your organization or its Board.

Written requests for grants are welcome at any time. They will be reviewed and awarded on a calendar-quarter basis (although you will be notified in writing about the status of your proposal within four to six weeks of receipt). The Foundation Director will notify you in writing about the Board's decision regarding your request. No promises of support can be made by telephone.

THE VANGUARD GROUP FOUNDATION (EIN 23-2699769)

Form 990-PF

Year Ended December 31, 2011

Part XV-Item 2(d)

The Foundation's Guidelines

Corporate Philosophy

The Vanguard Group's corporate philosophy is based on the conviction that sound business principles, steadfast integrity, and a spirit of fair dealing must form the core of any company's long-term success. The Vanguard Group Foundation believes that these same qualities carry over to the success of charitable and non-profit organizations.

Requirements for Grant Consideration

The Foundation gives serious consideration to grant requests from groups and organizations that:

- are located in the United States.
- address a well-defined and important need or concern in the community.
- are recognized as tax-exempt under Section 501(c)(3) of the Internal Revenue Code or are a government agency as described in Section 170 (c)(1) of the Internal Revenue Code.
- are recognized as a public charity as defined under Section 509(a) of the Internal Revenue Code.
- are eligible to receive tax-deductible gifts.
- maintain costs at minimum levels necessary to provide high-quality services.
- combine the support provided by The Vanguard Group Foundation with monies received from other appropriate funding sources.

Categories of Support

The Foundation channels the majority of its available resources to organizations and programs that focus on one or more of the following areas of concern:

- *Health and Human Services...* to support those outstanding providers of health care and human services that seek to improve the overall welfare of the community. This need is addressed primarily through support of the United Way.
- *Education...* to foster higher education by allocating resources to accredited schools, colleges, and universities. This need is addressed primarily through our Matching Gift Program.
- *Culture and the Arts...* to provide assistance to performing arts groups; museums of art, history, and science; libraries; public radio, television stations, and networks; and programs that enrich our collective cultural experiences.
- *Civic and Community Affairs...* to apportion funds for programs that encourage economic development, offer employment opportunities, and enhance the quality of community life.
- *The Environment...* to support the organizations dedicated to the protection of the region's ecosystem and the conservation of natural resources.

The Foundation will also consider proposals from organizations that address concerns not directly related to the areas outlined above, but that are important to The Vanguard Group, our crew, and our community.

The Vanguard Group Foundation (EIN 23-2699769)
Form 990-PF
Year Ended December 31, 2011

Exhibit 5
Part XV, Line 3

Payee Name	Purpose of Grant	City	State	Item 3(a) Paid in 2011	Item 3(b) Accruals
AARK WILDLIFE REHAB & EDUC CTR	Environment	CHALFONT	PA	100	200
ABINGTON FRIENDS SCHOOL	Education	JENKINTOWN	PA	125	-
ABINGTON MEMORIAL HOSPITAL FOUNDATION	Health	ABINGTON	PA	200	100
ACADEMY OF NATURAL SCIENCES	Cultural	PHILADELPHIA	PA	7,500	-
ACADEMY OF NOTRE DAME DE NAMUR	Education	VILLANOVA	PA	1,200	350
ACADEMY WITH COMMUNITY PARTNERS HIGH SCHOOL	Education	MESA	AZ	-	400
ADOPT A BOXER RESCUE	Environment	DICKSON CITY	PA	50	-
AFTER SCHOOL ACTIVITIES PARTNERSHIPS	Education	PHILADELPHIA	PA	10,000	-
AGNES IRWIN SCHOOL	Education	ROSEMONT	PA	3,100	-
ALBRIGHT COLLEGE	Education	READING	PA	35	-
ALFRED STATE COLLEGE	Education	ALFRED	NY	25	-
ALLEGHENY COLLEGE	Education	MEADVILLE	PA	800	-
ALLENTOWN CENTRAL CATHOLIC HIGH SCHOOL	Education	ALLENTOWN	PA	200	-
ALLEY CAT ALLIES INC	Environment	BETHESDA	MD	335	-
ALVERNIA UNIVERSITY	Education	READING	PA	100	100
ALVERNO COLLEGE	Education	MILWAUKEE	WI	-	500
AMERICAN BLACK AND TAN COONHOUND RESCUE	Environment	CANTON	OH	200	-
AMERICAN RED CROSS	Human Services	PHILADELPHIA	PA	79,657	-
AMERICAN SOC FOR THE PREV OF CRUELTY TO ANIMALS	Environment	NEW YORK	NY	710	50
AMERICAN UNIVERSITY	Education	WASHINGTON	DC	250	-
AMHERST COLLEGE	Education	AMHERST	MA	500	-
ANIMAL PLACE	Environment	GRASS VALLEY	CA	150	-
ANIMAL WELFARE ASSOCIATION	Environment	VORHEES	NJ	40	-
ANIMALS IN DISTRESS	Environment	COOPERSBURG	PA	100	-
ANTHOLOGY INC	Cultural	PHOENIX	AZ	800	-
APPALACHIAN TRAIL CONFERENCE	Environment	HARPERS FERRY	WV	35	-
APPALACHIAN MOUNTAIN CLUB	Environment	BOSTON	MA	217	-
APPALACHIAN STATE UNIV FOUNDATION	Education	BOONE	NC	300	-
APPALACHIAN TRAIL CONSERVANCY	Environment	HARPERS FERRY	WV	-	35
ARCHBISHOP CARROLL HIGH SCHOOL	Education	RADNOR	PA	1,200	-
ARCHBISHOP RYAN HIGH SCHOOL	Education	PHILADELPHIA	PA	-	100
ARCHBISHOP RYAN SCHOOL FOR DEAF/HARD OF HEARING	Education	PHILADELPHIA	PA	250	2,000
ARCHBISHOP WILLIAMS HIGH SCHOOL	Education	BRAINTREE	MA	50	-
ARCHBISHOP WOOD HIGH SCHOOL	Education	WARMINSTER	PA	-	350
ARIZONA ANIMAL WELFARE LEAGUE	Environment	PHOENIX	AZ	700	-
ARIZONA HUMANE SOCIETY	Environment	PHOENIX	AZ	1,555	375
ARIZONA JEWISH THEATRE COMPANY	Cultural	PHOENIX	AZ	100	-
ARIZONA OPERA COMPANY	Cultural	PHOENIX	AZ	150	-
ARIZONA STATE UNIVERSITY FOUNDATION	Cultural	TEMPE	AZ	100	-
ARIZONA STATE UNIVERSITY FOUNDATION	Education	TEMPE	AZ	197	130
ARIZONA TRAIL ASSOCIATION	Environment	PHOENIX	AZ	-	100
ART SANCTUARY	Cultural	PHILADELPHIA	PA	1,500	-
ARTHUR ASHE YOUTH TENNIS AND EDUCATION	Human Services	PHILADELPHIA	PA	7,500	-
ARTREACH INC	Cultural	PHILADELPHIA	PA	3,000	-
ARTS & SCIENCES COUNCIL	Cultural	CHARLOTTE	NC	-	200
ARTSQUEST	Cultural	BETHLEHEM	PA	250	-
ASSATEAGUE COASTAL TRUST	Environment	BERLIN	MD	250	-
ASSN OF GRADUATES OF U S MILITARY ACADEMY AT WEST POINT	Education	WEST POINT	PA	-	500
ASSOCIATED HUMANE SOCIETIES	Environment	NEWARK	NJ	150	-
ASSOCIATION FOR THE COLONIAL THEATRE	Cultural	PHOENIXVILLE	PA	150	250
ASSOCIATION OF GRADUATES	Education	WEST POINT	NY	500	-
B AND O RAILROAD MUSEUM	Cultural	BALTIMORE	MD	100	-
BAKER INDUSTRIES	Civic	MALVERN	PA	5,000	-
BALDWIN SCHOOL	Education	BRYN MAWR	PA	6,150	2,750
BANNER HEALTH FOUNDATION	Health	PHOENIX	AZ	100	-
BARD COLLEGE	Education	ANNANDALE ON HUDSON	NY	500	500
BARNARD COLLEGE	Education	NEW YORK	NY	350	-
BARNES FOUNDATION	Cultural	MERION	PA	220	-
BEAGLE RESCUE EDUCATION AND WELFARE	Environment	DUMFRIES	VA	275	-
BELMONT ABBEY COLLEGE	Education	BELMONT	NC	40	-
BENCHMARK SCHOOL	Education	MEDIA	PA	50	-
BENEDICTINE UNIVERSITY	Education	LISLE	IL	50	-
BERGEN CATHOLIC HIGH SCHOOL	Education	ORADELL	NJ	250	-
BERKS ARTS COUNCIL	Cultural	READING	PA	50	-
BERKS COUNTY CONSERVANCY	Environment	READING	PA	140	-
BEST FRIENDS ANIMAL SOCIETY	Environment	KANAB	UT	410	25
BETHANY COLLEGE	Education	BETHANY	WV	100	50
BIDEAWE	Environment	NEW YORK	NY	100	90
BISHOP LUDDEN JUNIOR SENIOR HIGH SCHOOL	Education	SYRACUSE	NY	50	-
BISHOP MCDEVITT HIGH SCHOOL	Education	WYNCOTE	PA	25	-
BISHOP SHANAHAN HIGH SCHOOL	Education	DOWNINGTOWN	PA	2,900	300
BISHOP WARD HIGH SCHOOL	Education	KANSAS CITY	KS	250	-
BLAIR ACADEMY	Education	BLAIRSTOWN	NJ	7,925	-
BLESSED THERESA OF CALCUTTA SCHOOL	Education	SCHWENKSVILLE	PA	4,790	350
BLOOMSBURG UNIVERSITY FOUNDATION	Education	BLOOMSBURG	PA	700	-
BOSTON COLLEGE	Education	CHESTNUT HILL	MA	625	-
BOSTON SYMPHONY ORCHESTRA	Cultural	BOSTON	MA	450	450

The Vanguard Group Foundation (EIN 23-2699769)
Form 990-PF
Year Ended December 31, 2011

Exhibit 5
Part XV, Line 3

Payee Name	Purpose of Grant	City	State	Item 3(a) Paid in 2011	Item 3(b) Accruals
BOSTON UNIVERSITY	Education	BOSTON	MA	130	-
BOWDOIN COLLEGE	Education	BRUNSWICK	ME	500	-
BRANDEIS UNIVERSITY	Education	WALTHAM	MA	400	-
BRANDYWINE VALLEY ASSOCIATION	Environment	WEST CHESTER	PA	100	-
BRIGHAM YOUNG UNIVERSITY	Education	PROVO	UT	-	50
BROOKINGS INSTITUTION	Civic	WASHINGTON	DC	2,500	-
BROOKLYN COLLEGE	Education	BROOKLYN	NY	125	-
BROWN UNIVERSITY	Education	PROVIDENCE	RI	250	250
BRYN MAWR COLLEGE	Education	BRYN MAWR	PA	475	525
BRYN MAWR FILM INSTITUTE	Cultural	BRYN MAWR	PA	100	-
BRYN MAWR HOSPITAL FOUNDATION	Health	BRYN MAWR	PA	50	50
BRYN MAWR REHABILITATION HOSPITAL	Health	MALVERN	PA	8,200	-
BRYN MAWR SCHOOL	Education	BALTIMORE	MD	500	-
BUCKNELL UNIVERSITY	Education	LEWISBURG	PA	9,700	100
CABRINI COLLEGE	Education	RADNOR	PA	1,075	1,050
CAMPBELL SPECIAL SCHOOL	Education	GLENMOORE	PA	7,288	5,200
CANAAN TOWN LIBRARY	Cultural	CANAAN	NH	200	-
CANISIUS COLLEGE	Education	BUFFALO	NY	50	50
CAPE COD HEALTHCARE FOUNDATION	Health	HYANNIS	MA	50	-
CARDINAL OHARA HIGH SCHOOL	Education	SPRINGFIELD	PA	100	-
CARDINAL SPELLMAN HIGH SCHOOL	Education	BRONX	NY	650	-
CARLETON COLLEGE	Education	NORTHFIELD	MN	660	501
CARLOW UNIVERSITY	Education	PITTSBURGH	PA	-	250
CARNEGIE MELLON UNIVERSITY	Education	PITTSBURGH	PA	-	250
CAROLINA RAPTOR CENTER	Environment	HUNTERSVILLE	NC	-	35
CAROLINAS HEALTHCARE FOUNDATION	Health	CHARLOTTE	NC	50	-
CASE WESTERN RESERVE UNIVERSITY	Education	CLEVELAND	OH	200	-
CASTLETON RANCH HORSE RESCUE INC	Environment	VALLEY CENTER	CA	35	35
CAT ANGEL NETWORK	Environment	STOWE	PA	325	-
CATSKILL ART SOCIETY INC	Cultural	LIVINGSTON MANOR	NY	50	-
CENTRAL PHILADELPHIA DEVELOPMENT CORP	Civic	PHILADELPHIA	PA	3,000	-
CENTRAL PIEDMONT COMMUNITY COLLEGE FUND	Education	CHARLOTTE	NC	-	50
CHARLOTTE CHRISTIAN SCHOOL	Education	CHARLOTTE	NC	1,000	1,275
CHARLOTTE MECKLENBURG LIBRARY	Cultural	CHARLOTTE	NC	100	-
CHARLOTTE SECONDARY SCHOOL	Education	CHARLOTTE	NC	100	100
CHARTER SCHOOL OF WILMINGTON	Education	WILMINGTON	DE	130	-
CHESAPEAKE BAY FOUNDATION	Environment	ANNAPOLIS	MD	100	-
CHESAPEAKE FELINE ASSOCIATION INC	Environment	PERRYVILLE	MD	200	250
CHESTER COUNTY HOSPITAL FOUNDATION	Health	WEST CHESTER	PA	150	300
CHESTER COUNTY SPCA	Environment	WEST CHESTER	PA	3,162	405
CHESTER SPRINGS LIBRARY	Cultural	CHESTER SPRINGS	PA	575	-
CHESTNUT HILL COLLEGE	Education	PHILADELPHIA	PA	250	-
CHILDRENS HOSPITAL	Health	NEW ORLEANS	LA	100	-
CHILDRENS HOSPITAL OF PHILADELPHIA	Health	PHILADELPHIA	PA	3,878	1,725
CHILDRENS LITERACY INITIATIVE	Education	PHILADELPHIA	PA	25,000	16,600
CHILDRENS THEATRE OF CHARLOTTE	Cultural	CHARLOTTE	NC	50	-
CHRISTIAN ACADEMY	Education	BROOKHAVEN	PA	5,795	2,390
CHURCH FARM SCHOOL	Education	EXTON	PA	250	-
CLARION UNIVERSITY FOUNDATION INC	Education	CLARION	PA	35	-
CLEAN AIR COUNCIL	Environment	PHILADELPHIA	PA	120	-
CLEMSON UNIVERSITY FOUNDATION	Education	CLEMSON	SC	100	-
CLINIC	Health	PHOENIXVILLE	PA	10,000	-
COATESVILLE AREA PUBLIC LIBRARY	Cultural	COATESVILLE	PA	50	-
COATESVILLE CULTURAL SOCIETY INC	Cultural	COATESVILLE	PA	75	75
COLGATE ROCHESTER CROZER DIVINITY SCHOOL	Education	ROCHESTER	NY	1,500	-
COLGATE UNIVERSITY	Education	HAMILTON	NY	3,760	4,500
COLLEGE OF CHARLESTON FOUNDATION	Education	CHARLESTON	SC	100	-
COLLEGE OF NEW JERSEY FOUNDATION	Education	EWING	NJ	100	-
COLLEGE OF NEW ROCHELLE	Education	NEW ROCHELLE	NY	2,750	-
COLLEGE OF THE HOLY CROSS	Education	WORCESTER	MA	100	-
COLLEGE OF WILLIAM AND MARY	Education	WILLIAMSBURG	VA	1,250	-
COLLEGE OF WOOSTER	Education	WOOSTER	OH	100	100
COLLEGES OF SENECA HOBART & WILLIAM SMITH	Education	GENEVA	NY	500	500
COLONIAL WILLIAMSBURG FOUNDATION	Cultural	WILLIAMSBURG	VA	2,945	2,525
COLORADO SEMINARY	Education	DENVER	CO	500	-
COLUMBIA INTERNATIONAL UNIVERSITY #4501	Education	COLUMBIA	SC	100	-
COLUMBIA UNIVERSITY	Education	NEW YORK	NY	1,125	-
COMMONWEALTH YOUTHCHOIRS INC	Cultural	PHILADELPHIA	PA	200	-
COMMUNICATION ALLIANCE TO NETWORK	Environment	ROCKVILLE	MD	109	-
COMMUNITY COLLEGE OF PHILADELPHIA	Education	PHILADELPHIA	PA	5,175	-
COMMUNITY VOLUNTEERS IN MEDICINE	Health	WEST CHESTER	PA	15,000	-
COMMUNITY WOMENS EDUCATION PROJECT	Education	PHILADELPHIA	PA	2,500	-
COMPUTER HISTORY MUSEUM	Cultural	MOUNTAIN VIEW	CA	150	-
CONSERVATION CENTER FOR ART & HISTORIC ARTIFACTS	Cultural	PHILADELPHIA	PA	25	1,000
CONSERVATION FUND	Environment	ARLINGTON	VA	30	-
CONSUMER CREDIT COUNSELING SERVICE OF DV	Education	PHILADELPHIA	PA	15,000	-
COOPER UNION	Education	NEW YORK	NY	250	-

The Vanguard Group Foundation (EIN 23-2699769)
Form 990-PF
Year Ended December 31, 2011

Exhibit 5
Part XV, Line 3

Payee Name	Purpose of Grant	City	State	Item 3(a) Paid in 2011	Item 3(b) Accruals
CORNELL UNIVERSITY	Education	ITHACA	NY	3,280	1,850
CORTLAND COLLEGE FOUNDATION	Education	CORTLAND	NY	250	-
COUNTRY DAY SCHOOL OF THE SACRED HEART	Education	BRYN MAWR	PA	640	-
CREFELD SCHOOL	Education	PHILADELPHIA	PA	-	100
CULVER EDUCATIONAL FOUNDATION	Education	CULVER	IN	-	798
CURIO THEATRE COMPANY	Cultural	PHILADELPHIA	PA	75	-
DANA FARBER CANCER INSTITUTE	Health	BROOKLINE	MA	-	3,000
DANIEL STOWE BOTANICAL GARDEN	Cultural	BELMONT	NC	75	-
DAVIDSON COLLEGE	Education	DAVIDSON	NC	600	-
DAYS END FARM HORSE RESCUE	Environment	WOODBINE	MD	450	-
DEFENDERS OF WILDLIFE	Environment	WASHINGTON	DC	500	-
DELAWARE ART MUSEUM	Cultural	WILMINGTON	DE	150	25
DELAWARE COUNTY SPCA	Environment	MEDIA	PA	570	-
DELAWARE HUMANE ASSOCIATION	Cultural	WILMINGTON	DE	25	-
DELAWARE HUMANE ASSOCIATION	Environment	WILMINGTON	DE	25	-
DELAWARE NATURE SOCIETY	Environment	HOCKESSIN	DE	240	-
DELAWARE RIVERKEEPER NETWORK	Environment	BRISTOL	PA	50	-
DELAWARE SYMPHONY ORCHESTRA	Cultural	WILMINGTON	DE	175	100
DELAWARE VALLEY COLLEGE	Education	DOYLESTOWN	PA	150	-
DELAWARE VALLEY GOLDEN RETRIEVER RESCUE	Environment	REINHOLDS	PA	1,997	1,680
DELTA RESCUE	Environment	GLENDALE	CA	280	-
DESALES UNIVERSITY	Education	CENTER VALLEY	PA	6,808	-
DESERT BOTANICAL GARDEN	Cultural	PHOENIX	AZ	142	100
DEVON PREPARATORY SCHOOL	Education	DEVON	PA	350	750
DICKINSON COLLEGE	Education	CARLISLE	PA	1,301	-
DORCAS LIBRARY ASSOCIATION	Cultural	PROSPECT HARBOR	ME	50	-
DOUGLASS COLLEGE	Education	NEW BRUNSWICK	NJ	200	-
DOWNINGTOWN LIBRARY COMPANY	Cultural	DOWNINGTOWN	PA	875	-
DREW UNIVERSITY	Education	MADISON	NJ	100	-
DREXEL UNIVERSITY	Education	PHILADELPHIA	PA	2,295	1,450
DUCKS UNLIMITED	Environment	MEMPHIS	TN	-	35
DUKE UNIVERSITY	Education	DURHAM	NC	2,800	500
EAGLES MERE CONSERVANCY	Environment	EAGLES MERE	PA	-	125
EASTERN STATE PENITENTIARY	Cultural	PHILADELPHIA	PA	750	-
EASTERN UNIVERSITY	Education	ST DAVIDS	PA	-	50
EASTTOWN TOWNSHIP LIBRARY ASSOCIATION	Cultural	BERWYN	PA	200	-
ELEPHANT SANCTUARY IN TENNESSEE	Environment	HOHENWALD	TN	500	-
ELEUTHERIAN MILLS HAGLEY FOUNDATION INC	Cultural	WILMINGTON	DE	157	-
ELIZABETHTOWN COLLEGE	Education	ELIZABETHTOWN	PA	150	-
ELMHURST COLLEGE	Education	ELMHURST	IL	100	-
ELON UNIVERSITY	Education	ELON	NC	1,420	-
EMORY UNIVERSITY	Education	ATLANTA	GA	30	-
ENVIRONMENTAL DEFENSE FUND	Environment	NEW YORK	NY	125	25
EPISCOPAL ACADEMY	Education	NEWTOWN SQUARE	PA	14,594	875
ETV ENDOWMENT OF SOUTH CAROLINA	Cultural	SPARTANSBURG	SC	25	-
FAIRFIELD UNIVERSITY	Education	FAIRFIELD	CT	1,000	-
FAIRMOUNT PARK COMMISSION	Cultural	PHILADELPHIA	PA	50,000	-
FAIRMOUNT PARK COMMISSION	Environment	PHILADELPHIA	PA	7,550	-
FAITHFUL FRIENDS	Environment	WILMINGTON	DE	350	-
FARM SANCTUARY INC	Environment	WATKINS GLEN	NY	348	-
FATHER JUDGE HIGH SCHOOL	Education	PHILADELPHIA	PA	200	-
FORGE THEATRE INC	Cultural	PHOENIXVILLE	PA	250	-
FORGOTTEN CATS INC	Environment	GREENVILLE	DE	100	-
FORTY NINERS CHORUS	Cultural	WEST CHESTER	PA	-	250
FOUNDATION FOR INDIANA UNIVERSITY OF	Education	INDIANA	PA	338	-
FOUNDATION FOR LEARNING	Education	SOUTHEASTERN	PA	450	550
FOUNDATION FOR NEW JERSEY	Cultural	TRENTON	NJ	225	-
FOX CHASE CANCER CENTER	Health	PHILADELPHIA	PA	240	-
FRANCISCAN UNIVERSITY OF STEUBENVILLE	Education	STEUBENVILLE	OH	100	-
FRANCISVALE HOME FOR SMALL ANIMALS	Environment	RADNOR	PA	375	350
FRANKLIN AND MARSHALL COLLEGE	Education	LANCASTER	PA	2,650	2,250
FRANKLIN INSTITUTE	Cultural	PHILADELPHIA	PA	62,000	201,500
FRANKLIN LLOYD WRIGHT FOUNDATION	Cultural	SCOTTSDALE	AZ	125	-
FREE LIBRARY OF PHILADELPHIA	Cultural	PHILADELPHIA	PA	5,160	-
FREE LIBRARY OF PHILADELPHIA	Education	PHILADELPHIA	PA	25,000	-
FRENCH & PICKERING CREEKS CONSERVATION TRUST	Environment	PHOENIXVILLE	PA	450	100
FRENCH BULLDOG RESCUE NETWORK	Environment	GLEN ALLEN	VA	310	-
FRENCHMAN BAY CONSERVANCY	Environment	HANCOCK	ME	100	-
FRIENDS CENTRAL SCHOOL	Education	WYNNWOOD	PA	500	-
FRIENDS OF NEW JERSEY STATE MUSEUM	Cultural	TRENTON	NJ	150	-
FRIENDS OF NEWTOWN LIBRARY	Cultural	NEWTOWN SQUARE	PA	40	-
FRIENDS OF PUBLIC RADIO ARIZONA	Cultural	TEMPE	AZ	1,280	100
FRIENDS OF PUBLIC RADIO ARIZONA	Environment	TEMPE	AZ	25	-
FRIENDS OF RITTENHOUSE SQUARE	Cultural	PHILADELPHIA	PA	50	-
FRIENDS OF SAINT MARTIN DE PORRES SCHOOL	Education	PHILADELPHIA	PA	25	-
FRIENDS OF THE CHESTER COUNTY LIBRARY	Cultural	EXTON	PA	25	-
FRIENDS OF THE FREE LIBRARY	Cultural	WYNDMOOR	PA	25	-

The Vanguard Group Foundation (EIN 23-2699769)
Form 990-PF
Year Ended December 31, 2011

Exhibit 5
Part XV, Line 3

Payee Name	Purpose of Grant	City	State	Item 3(a) Paid in 2011	Item 3(b) Accruals
FRIENDS OF THE OLD EAGLE SCHOOL	Cultural	WAYNE	PA	100	-
FRIENDS OF THE WILLIAM JEANES LIBRARY	Cultural	LAFAYETTE HILL	PA	600	-
FRIENDS OF THE WISSAHICKON	Environment	PHILADELPHIA	PA	-	50
FRONT RANGE EQUINE RESCUE	Environment	LARKSPUR	CO	188	35
GALA CHORUSES INC	Cultural	PITTSBURGH	PA	1,350	-
GEORGE SCHOOL	Education	NEWTOWN	PA	1,250	-
GEORGE WASHINGTON UNIVERSITY	Education	WASHINGTON	DC	1,855	-
GERMANTOWN ACADEMY	Education	FORT WASHINGTON	PA	500	-
GERMANTOWN FRIENDS SCHOOL	Education	PHILADELPHIA	PA	150	750
GETTYSBURG COLLEGE	Education	GETTYSBURG	PA	10,185	1,035
GETTYSBURG FOUNDATION	Education	GETTYSBURG	PA	-	35
GILMAN SCHOOL	Education	BALTIMORE	MD	1,000	-
GIRARD COLLEGE	Education	PHILADELPHIA	PA	-	80
GLACIER NATIONAL PARK FUND	Environment	COLUMBIA FALLS	MT	750	-
GORDON COLLEGE	Education	WENHAM	MA	300	250
GOSHEN FRIENDS SCHOOL	Education	WEST CHESTER	PA	475	-
GOVERNOR DUMMER ACADEMY	Education	BYFIELD	MA	1,500	-
GRAND TETON NATIONAL PARK FOUNDATION	Environment	MOOSE	WY	500	-
GRAND VIEW HOSPITAL	Health	SELLERSVILLE	PA	-	50
GREATER YELLOWSTONE COALITION	Environment	BOZEMAN	MT	50	-
GREEN VALLEYS ASSOCIATION	Environment	POTTSTOWN	PA	3,450	100
GROVE CITY COLLEGE	Education	GROVE CITY	PA	750	-
GWYNEDD MERCY ACADEMY	Education	SPRINGHOUSE	PA	455	-
GWYNEDD MERCY COLLEGE	Education	GWYNEDD VALLEY	PA	125	-
HALO ANIMAL RESCUE	Environment	PHOENIX	AZ	25	-
HAMILTON COLLEGE	Education	CLINTON	NY	250	-
HARID CONSERVATORY OF MUSIC INC	Cultural	BOCA RATON	FL	100	-
HARPSWELL HERITAGE LAND TRUST	Environment	HARPSWELL	ME	500	-
HARVARD UNIVERSITY	Education	CAMBRIDGE	MA	2,562	2,000
HAVERFORD COLLEGE	Education	HAVERFORD	PA	1,000	-
HAVERFORD SCHOOL	Education	HAVERFORD	PA	2,750	-
HAVERFORD TOWNSHIP FREE LIBRARY	Cultural	HAVERTOWN	PA	125	-
HAVERFORD TOWNSHIP SCHOOL DISTRICT	Education	HAVERTOWN	PA	150	-
HAWK MOUNTAIN SANCTUARY ASSOCIATION	Environment	KEMPTON	PA	100	200
HELEN KATE FURNESS FREE LIBRARY	Cultural	WALLINGFORD	PA	550	-
HENRY FRANCIS DUPONT WINTERTHUR MUSEUM	Cultural	WINTERTHUR	DE	575	-
HILL SCHOOL	Education	POTTSTOWN	PA	250	-
HILLSIDE SPCA INC	Environment	POTTSTOWN	PA	150	-
HILLTOP PREPARATORY SCHOOL	Education	ROSEMONT	PA	1,000	-
HISTORIC LANSLOWNE THEATRE CORPORATION	Cultural	LANSLOWNE	PA	200	-
HOLY FAMILY SCHOOL	Education	PHOENIXVILLE	PA	725	-
HOLY FAMILY UNIVERSITY	Education	PHILADELPHIA	PA	380	-
HOLY REDEEMER HOSPICE	Health	HUNTINGDON VALLEY	PA	50	-
HOPE HALL	Education	ROCHESTER	NY	500	-
HORSEPOWER SANCTUARIES	Environment	LOCKWOOD	CA	88	-
HOSPICE AND HOME CARE FOUNDATION	Health	RADNOR	PA	8,740	-
HOSPICE AND PALLIATIVE CARE	Health	CHARLOTTE	NC	1,025	-
HOSPICE OF LANCASTER COUNTY	Health	LANCASTER	PA	25	-
HOTCHKISS SCHOOL	Education	LAKEVILLE	CT	100	-
HOUSING PARTNERSHIP OF CHESTER COUNTY	Civic	DOWNTOWN	PA	10,000	-
HUMANE SOCIETY OF BERKS COUNTY	Environment	READING	PA	150	-
HUMANE SOCIETY OF LINCOLN COUNTY	Environment	LINCOLN	NE	30	-
HUMANE SOCIETY OF PINELLAS	Environment	CLEARWATER	FL	-	250
HUMANE SOCIETY OF ROME INC	Environment	ROME	NY	30	-
HUMANE SOCIETY OF THE UNITED STATES	Environment	WASHINGTON	DC	520	25
IDAHO SHAKESPEARE FESTIVAL	Cultural	BOISE	ID	-	250
ILLINOIS STATE UNIVERSITY FOUNDATION	Education	NORMAL	IL	400	-
IMMACULATA UNIVERSITY	Education	IMMACULATA	PA	555	130
INDIAN VALLEY PUBLIC LIBRARY	Cultural	TELFORD	PA	100	-
INDIANA UNIVERSITY FOUNDATION	Education	BLOOMINGTON	IN	400	250
IOWA STATE UNIVERSITY FOUNDATION	Education	AMES	IA	200	-
IRONWOOD PIG SANCTUARY	Environment	TUCSON	AZ	25	-
J W HALLAHAN CATHOLIC GIRLS HIGH SCHOOL	Education	PHILADELPHIA	PA	75	-
JACK M BARRACK HEBREW ACADEMY	Education	BRYN MAWR	PA	5,000	-
JACOBS PILLOW DANCE	Cultural	BECKET	MA	60	-
JAMESTOWN ART CENTER	Cultural	JAMESTOWN	RI	750	-
JEFFERSON HOSPICE	Health	RADNOR	PA	350	-
JENKINS ARBORETUM	Cultural	DEVON	PA	250	550
JENKINS ARBORETUM	Environment	DEVON	PA	11,990	-
JOHN BARTRAM ASSOCIATION	Cultural	PHILADELPHIA	PA	5,000	-
JOHNS HOPKINS UNIVERSITY	Education	BALTIMORE	MD	1,527	-
JW HALLAHAN CATHOLIC GIRLS HIGH SCHOOL	Education	PHILADELPHIA	PA	-	50
KANSAS UNIVERSITY ENDOWMENT ASSOCIATION	Education	LAWRENCE	KS	3,500	-
KCRW FM	Cultural	SANTA MONICA	CA	50	-
KENNEDY CENTER FOR THE PERFORMING ARTS	Cultural	WASHINGTON	DC	1,500	-
KENT SCHOOL CORPORATION	Education	KENT	CT	-	50
KENT STATE UNIVERSITY	Education	KENT	OH	75	-

The Vanguard Group Foundation (EIN 23-2699769)
Form 990-PF
Year Ended December 31, 2011

Exhibit 5
Part XV, Line 3

Payee Name	Purpose of Grant	City	State	Item 3(a) Paid in 2011	Item 3(b) Accruals
KENYON COLLEGE	Education	GAMBIER	OH	200	-
KEYSTONE COLLEGE	Education	LA PLUME	PA	2,000	-
KEYSTONE HOSPICE	Health	WYNDMOOR	PA	850	-
KIAWAH ISLAND NATURAL HABITAT	Environment	KIAWAN ISLAND	SC	750	-
KIM ROBARDS DANCE INC	Cultural	DENVER	CO	50	-
KIMBERTON WALDORF SCHOOL	Education	KIMBERTON	PA	3,050	3,200
KINDNESS RANCH	Environment	HARTVILLE	WY	150	-
KISKIMINETAS SPRINGS SCHOOL	Education	SALTSBURG	PA	750	-
KITTY COTTAGE ADOPTION CENTER INC	Environment	EAST NORRITON	PA	75	100
KUTZTOWN UNIVERSITY FOUNDATION INC	Education	KUTZTOWN	PA	150	-
LAFAYETTE COLLEGE	Education	EASTON	PA	1,650	-
LANCASTER CATHOLIC HIGH SCHOOL	Education	LANCASTER	PA	250	200
LANCASTER COUNTY CONSERVANCY	Education	LANCASTER	PA	100	-
LANCASTER FARMLAND TRUST	Environment	STRASBURG	PA	200	-
LANCASTER GENERAL HOSPITAL	Health	LANCASTER	PA	150	-
LANSDALE CATHOLIC HIGH SCHOOL	Education	LANSDALE	PA	150	-
LANTERN THEATER COMPANY	Cultural	PHILADELPHIA	PA	5,000	-
LASALLE COLLEGE HIGH SCHOOL	Education	WYNDMOOR	PA	525	50
LASALLE UNIVERSITY	Education	PHILADELPHIA	PA	4,585	3,850
LAST CHANCE RANCH INC	Environment	QUAKERTOWN	PA	25	-
LAWRENCE UNIVERSITY OF WISCONSIN	Education	APPLETON	WI	-	50
LAWRENCEVILLE SCHOOL	Education	LAWRENCEVILLE	NJ	200	-
LEELANAU CONSERVANCY	Environment	LELAND	MI	500	-
LEHIGH COUNTY HUMANE SOCIETY	Environment	ALLENTOWN	PA	60	-
LEHIGH UNIVERSITY	Education	BETHLEHEM	PA	6,231	3,100
LIFESAVERS, INC	Environment	LANCASTER	CA	185	30
LIGHT FACTORY INC	Cultural	CHARLOTTE	NC	100	-
LOWER PROVIDENCE COMMUNITY LIBRARY	Cultural	EAGLEVILLE	PA	260	-
LOWER PROVIDENCE HISTORICAL SOCIETY	Cultural	COLLEGEVILLE	PA	40	-
LOYOLA ACADEMY	Education	WILMETTE	IL	150	-
LOYOLA UNIVERSITY	Education	BALTIMORE	MD	250	-
LUDINGTON PUBLIC LIBRARY	Cultural	BRYN MAWR	PA	250	-
LYCOMING COLLEGE	Education	WILLIAMSPORT	PA	2,725	600
LYNCHBURG COLLEGE	Education	LYNCHBURG	VA	25	-
LYNN UNIVERSITY	Education	BOCA RATON	FL	100	-
MACALESTER COLLEGE	Education	ST PAUL	MN	1,550	-
MACS EDUCATION FOUNDATION	Education	CHARLOTTE	NC	50	-
MAHARISHI UNIVERSITY OF MANAGEMENT	Education	FAIRFIELD	IA	200	200
MAIN LINE ANIMAL RESCUE	Environment	CHESTER SPRINGS	PA	14,480	-
MAIN LINE HOSPITALS INC	Health	PAOLI	PA	50,000	100,000
MAJESTIC THEATER RENOVATION PROJECT	Cultural	PHILLIPSBURG	KS	500	-
MALVERN PREPARATORY SCHOOL	Education	MALVERN	PA	7,800	921
MALVERN PUBLIC LIBRARY	Cultural	MALVERN	PA	140	-
MANN CENTER FOR THE PERFORMING ARTS	Cultural	PHILADELPHIA	PA	32,500	-
MANSFIELD UNIVERSITY FOUNDATION	Education	MANSFIELD	PA	-	150
MARIETTA COLLEGE	Education	MARIETTA	OH	50	-
MARINE MAMMAL STRANDING CENTER	Environment	BRIGANTINE	NJ	35	-
MARKEIM ARTS CENTER	Cultural	HADDONFIELD	NJ	50	-
MARQUETTE UNIVERSITY	Education	MILWAUKEE	WI	100	100
MARYMOUNT MANHATTAN COLLEGE	Education	NEW YORK	NY	150	-
MARYWOOD UNIVERSITY	Education	SCRANTON	PA	2,650	50
MASSACHUSETTES INSTITUTE OF TECHNOLOGY	Education	CAMBRIDGE	MA	350	8,750
MCBRIDE MEMORIAL LIBRARY	Cultural	BERWICK	PA	100	-
MCCARTER THEATRE	Cultural	PRINCETON	NJ	300	-
MCQUAID JESUIT HIGH SCHOOL	Education	ROCHESTER	NY	50	-
MEDIA THEATRE	Cultural	MEDIA	PA	500	-
MEMORIAL SLOAN-KETTERING CANCER CENTER	Health	NEW YORK	NY	250	3,025
MERCY SPECIAL LEARNING CENTER	Education	ALLENTOWN	PA	25	-
MERJON MERCY ACADEMY	Education	MERJON	PA	450	-
MESSIAH COLLEGE	Education	GRANTHAM	PA	300	-
METROLINA REGIONAL SCHOLARS ACADEMY	Education	CHARLOTTE	NC	7,050	-
METROPOLITAN OPERA	Cultural	NEW YORK	NY	200	-
MIAMI UNIVERSITY	Education	OXFORD	OH	1,000	-
MICHIGAN STATE UNIVERSITY	Education	EAST LANSING	MI	50	-
MIDDLEBURY COLLEGE	Education	MIDDLEBURY	VT	250	-
MILL AT ANSELMA PRESERVATION & EDUCATIONAL TRUST, INC	Cultural	CHESTER SPRINGS	PA	100	1,100
MILLERSVILLE UNIVERSITY	Education	MILLERSVILLE	PA	860	-
MINT MUSEUM OF ART	Cultural	CHARLOTTE	NC	-	60
MISERICORDIA UNIVERSITY	Education	DALLAS	PA	150	-
MONROE COMMUNITY COLLEGE FOUNDATION	Education	ROCHESTER	NY	1,000	-
MONSIGNOR BONNER & ARCH PRENDERGAST HIGH SCHOOL	Education	DREXEL HILL	PA	-	50
MONSIGNOR BONNER HIGH SCHOOL	Education	DREXEL HILL	PA	400	-
MONTGOMERY COUNTY NORRISTOWN PUBLIC	Cultural	NORRISTOWN	PA	150	-
MONTGOMERY COUNTY COMMUNITY COLLEGE FDN	Education	BLUE BELL	PA	2,325	-
MONTGOMERY COUNTY LANDS TRUST	Environment	LEDERACH	PA	90	25
MONTGOMERY COUNTY SPCA	Environment	CONSHOHOCKEN	PA	555	50
MONTGOMERY SCHOOL	Education	CHESTER SPRINGS	PA	8,475	5,350

The Vanguard Group Foundation (EIN 23-2699769)
Form 990-PF
Year Ended December 31, 2011

Exhibit 5
Part XV, Line 3

Payee Name	Purpose of Grant	City	State	Item 3(a) Paid in 2011	Item 3(b) Accruals
MOORES MEMORIAL LIBRARY	Cultural	CHRISTIANA	PA	1,000	-
MORGAN STATE UNIVERSITY FOUNDATION INC	Education	BALTIMORE	MD	550	-
MOTE MARINE LABORATORY AND AQUARIUM	Environment	SARASOTA	FL	50	160
MOTHER OF DIVINE PROVIDENCE SCHOOL	Education	KING OF PRUSSIA	PA	35	-
MOUNT AIRY ART GARAGE	Cultural	PHILADELPHIA	PA	2,500	-
MOUNT SAINT JOSEPH ACADEMY	Education	FLOURTOWN	PA	1,500	-
MOUNT SAINT MARYS COLLEGE	Education	EMMITSBURG	MD	100	-
MOUNT VERNON LADIES ASSOCIATION	Cultural	MOUNT VERNON	VA	50	-
MUHLENBERG COLLEGE	Education	ALLENTOWN	PA	2,125	975
MUSICAL ARTS ASSOCIATION	Cultural	CLEVELAND	OH	-	7,500
NANTUCKET HISTORICAL SOCIETY	Cultural	NANTUCKET	MA	63	-
NANTUCKET MARIA MITCHELL ASSOCIATION	Cultural	NANTUCKET	MA	50	-
NATIONAL AUDUBON SOCIETY	Environment	AUDUBON	PA	100	-
NATIONAL AUDUBON SOCIETY	Environment	NEW YORK	NY	5,173	50
NATIONAL GALLERY OF ART	Cultural	LANDOVER	MD	1,250	-
NATIONAL GALLERY OF ART	Cultural	WASHINGTON	DC	-	1,250
NATIONAL JEWISH HEALTH	Health	DENVER	CO	25	-
NATIONAL MUSEUM OF THE AMERICAN INDIAN	Cultural	WASHINGTON	DC	147	-
NATIONAL NURSING CENTERS CONSORTIUM	Health	PHILADELPHIA	PA	5,000	-
NATIONAL PARK FOUNDATION	Environment	WASHINGTON	DC	250	-
NATIONAL PARKS CONSERVATION ASSOCIATION	Environment	WASHINGTON	DC	300	112
NATIONAL TRUST FOR HISTORIC PRESERVATION	Cultural	WASHINGTON	DC	2,155	-
NATIONAL WILDLIFE FEDERATION	Environment	RESTON	VA	606	50
NATIONAL YIDDISH BOOK CENTER	Cultural	AMHERST	MA	400	-
NATIVITY BVM HIGH SCHOOL	Education	POTTSVILLE	PA	250	500
NATURAL LANDS TRUST	Environment	MEDIA	PA	552	400
NATURAL RESOURCES DEFENSE COUNCIL	Environment	NEW YORK	NY	135	-
NATURE CONSERVANCY	Environment	ALBERT LEA	MN	1,520	-
NATURE CONSERVANCY	Environment	ARLINGTON	VA	-	150
NC BLUMENTHAL PERFORMING ARTS CENTER	Cultural	CHARLOTTE	NC	500	-
NEIGHBORHOOD HEALTH AGENCIES INC	Health	WEST CHESTER	PA	250	350
NEMOURS FOUNDATION	Health	WILMINGTON	DE	200	200
NETWORKARTS	Education	PHILADELPHIA	PA	7,500	-
NEW YORK CITY BALLET & THEATER	Cultural	NEW YORK	NY	-	85
NEW YORK UNIVERSITY	Education	NEW YORK	NY	-	100
NEWARK CATHOLIC HIGH SCHOOL	Education	NEWARK	OH	25	-
NEWARK CHARTER SCHOOL	Education	NEWARK	DE	250	-
NEWTOWN SQUARE HISTORICAL	Cultural	NEWTOWN SQUARE	PA	50	-
NITTANY GREYHOUNDS INC	Environment	PORT MATILDA	PA	300	-
NORRISTOWN ZOOLOGICAL SOCIETY	Environment	NORRISTOWN	PA	25	-
NORTH CAROLINA A&T STATE UNIVERSITY	Education	GREENSBORO	NC	2,500	-
NORTH CAROLINA DANCE THEATRE	Cultural	CHARLOTTE	NC	100	100
NORTH SHORE ANIMAL LEAGUE AMERICA	Environment	PORT WASHINGTON	NY	100	-
NORTHEAST ANIMAL SHELTER	Environment	SALEM	MA	175	-
NORTHEAST PENNSYLVANIA EDUCATIONAL TV	Cultural	PITTSSTON	PA	35	-
NORTHERN ARIZONA UNIVERSITY FOUNDATION	Education	FLAGSTAFF	AZ	100	-
NORTHWEST CATHOLIC HIGH SCHOOL	Education	WEST HARTFORD	CT	2,500	250
NORTHWESTERN UNIVERSITY	Education	EVANSTON	IL	5,250	400
OAK KNOLL SCHOOL OF THE HOLY CHILD	Education	SUMMIT	NJ	500	-
OCCIDENTAL COLLEGE	Education	LOS ANGELES	CA	500	-
OCEAN CONSERVANCY INC	Environment	WASHINGTON	DC	150	-
OLD FELLA BURKE COUNTY ANIMAL RESCUE	Environment	WAYNESBORO	GA	25	25
OLD YORK ROAD SYMPHONY SOCIETY	Cultural	WYNCOTE	PA	500	-
OLEY VALLEY COMMUNITY EDUCATION FND	Education	OLEY	PA	100	-
OPEN LANDS CONSERVANCY	Environment	PAOLI	PA	25	-
OPERA COMPANY OF PHILADELPHIA	Cultural	PHILADELPHIA	PA	25	-
OUR LADY OF CONFIDENCE DAY SCHOOL	Education	WILLOW GROVE	PA	100	-
OUR MOTHER OF PERPETUAL HELP	Education	EPHRATA	PA	25	-
PACIFIC LUTHERAN UNIVERSITY	Education	TACOMA	WA	48	-
PALMER THEOLOGICAL SEMINARY	Education	WYNNEWOOD	PA	7,500	-
PAW PLACEMENT	Environment	SCOTTSDALE	AZ	-	300
PEACEFUL VALLEY DONKEY RESCUE	Environment	TEHACHAPI	CA	290	-
PENN CHRISTIAN ACADEMY	Education	NORRISTOWN	PA	1,680	360
PENN STATE UNIVERSITY	Education	UNIVERSITY PARK	PA	7,605	-
PENNINGTON SCHOOL	Education	PENNINGTON	NJ	550	750
PENNSYLVANIA BALLET ASSOCIATION	Cultural	PHILADELPHIA	PA	1,530	1,643
PENNSYLVANIA COLLEGE OF OPTOMETRY	Education	ELKINS PARK	PA	25	-
PENNSYLVANIA HOME OF THE SPARROW	Human Services	EXTON	PA	7,500	-
PENNSYLVANIA SPCA	Environment	PHILADELPHIA	PA	1,050	1,960
PEOPLE HELPING HORSES	Environment	ARLINGTON	WA	70	27
PEOPLES LIGHT AND THEATRE COMPANY	Cultural	MALVERN	PA	12,550	-
PERKIOMEN SCHOOL	Education	PENNSBURG	PA	250	-
PERKIOMEN WATERSHED CONSERVANCY	Environment	SCHWENKSVILLE	PA	370	-
PHILADELPHIA ACADEMIES INC	Education	PHILADELPHIA	PA	30,000	-
PHILADELPHIA ANIMAL WELFARE SOCIETY	Environment	PHILADELPHIA	PA	190	-
PHILADELPHIA BIBLICAL UNIVERSITY	Education	LANGHORNE	PA	150	-
PHILADELPHIA DANCE COMPANY	Cultural	PHILADELPHIA	PA	250	-

The Vanguard Group Foundation (EIN 23-2699769)
Form 990-PF
Year Ended December 31, 2011

Exhibit 5
Part XV, Line 3

Payee Name	Purpose of Grant	City	State	Item 3(a) Paid in 2011	Item 3(b) Accruals
PHILADELPHIA EDUCATION FUND	Education	PHILADELPHIA	PA	75,000	-
PHILADELPHIA MURAL ARTS ADVOCATES	Education	PHILADELPHIA	PA	5,000	-
PHILADELPHIA MUSEUM OF ART	Cultural	PHILADELPHIA	PA	445	163
PHILADELPHIA ORCHESTRA ASSOCIATION	Cultural	PHILADELPHIA	PA	50,910	50
PHILADELPHIA SCHOOL	Education	PHILADELPHIA	PA	3,100	-
PHILADELPHIA UNIVERSITY	Education	PHILADELPHIA	PA	25	25
PHILADELPHIA YOUNG PLAYWRIGHTS	Education	PHILADELPHIA	PA	7,500	-
PHILADELPHIA-MONTGOMERY CHRISTIAN ACADEMY	Education	ERDENHEIM	PA	-	250
PHILLIPS EXETER ACADEMY	Education	EXETER	NH	2,000	-
PHOENIX ART MUSEUM	Cultural	PHOENIX	AZ	135	-
PHOENIX CHILDRENS HOSPITAL FOUNDATION	Health	PHOENIX	AZ	40	-
PHOENIX SYMPHONY	Cultural	PHOENIX	AZ	77	-
PHOENIX THEATRE	Cultural	PHOENIX	AZ	100	-
PHOENIXVILLE COMMUNITY EDUCATION FOUNDATION	Education	PHOENIXVILLE	PA	-	100
PHOENIXVILLE PUBLIC LIBRARY	Cultural	PHOENIXVILLE	PA	50	-
PHRENIC NEW BALLET COMPANY	Cultural	PHILADELPHIA	PA	100	250
PILOT SCHOOL	Education	WILMINGTON	DE	585	250
PLEASE TOUCH MUSEUM	Cultural	PHILADELPHIA	PA	7,500	-
POLYTECHNIC INSTITUTE OF NYU/ POLYTECHNIC UNIVERSITY	Education	BROOKLYN	NY	-	500
POPE JOHN PAUL II HIGH SCHOOL	Education	PHILADELPHIA	PA	4,000	-
POPE JOHN PAUL II HIGH SCHOOL	Education	ROYERSFORD	PA	25	-
POPE JOHN PAUL II REGIONAL CATHOLIC	Education	WEST BRANDYWINE	PA	100	-
PRESERVATION SOCIETY OF NEWPORT COUNTY	Cultural	NEWPORT	RI	1,075	575
PRESIDENT AND TRUSTEES OF BATES COLLEGE	Education	LEWISTON	ME	500	-
PRINCETON DAY SCHOOL	Education	PRINCETON	NJ	25	-
PRINCETON UNIVERSITY	Education	PRINCETON	NJ	150	-
PROVIDENCE COLLEGE	Education	PROVIDENCE	RI	125	-
PROVIDENCE HIGH SCHOOL PTSO INC	Education	CHARLOTTE	NC	50	-
PURDUE UNIVERSITY	Education	WEST LAFAYETTE	IN	100	-
QUAKER RIDGE MEETING HOUSE FUND	Cultural	CASCO	ME	100	-
RADFORD UNIVERSITY FOUNDATION	Education	RADFORD	VA	250	250
RADNOR CONSERVANCY	Environment	WAYNE	PA	100	-
RAILS-TO-TRAILS CONSERVENCY	Environment	WASHINGTON	DC	245	80
READING PUBLIC MUSEUM	Cultural	READING	PA	35	-
REED COLLEGE	Education	PORTLAND	OR	1,500	-
REGENTS OF THE UNIVERSITY OF MICHIGAN	Education	PALATINE	IL	-	100
REGIS COLLEGE	Education	WESTON	MA	100	-
REGIS HIGH SCHOOL	Education	NEW YORK	NY	-	1,250
RENSSELAER POLYTECHNIC INSTITUTE	Education	BOSTON	MA	250	250
RESCUE TEAM	Environment	PHOENIX	AZ	100	-
RIVERBEND ENVIRONMENTAL EDUCATION CENTER	Environment	GLADWYNE	PA	8,500	-
ROBERTS WESLEYAN COLLEGE	Education	ROCHESTER	NY	250	-
ROCK POINT SCHOOL	Education	BURLINGTON	VT	900	100
ROLLINS COLLEGE	Education	ORLANDO	FL	25	-
ROMAN CATHOLIC HIGH SCHOOL	Education	PHILADELPHIA	PA	120	-
ROSEMONT COLLEGE	Education	ROSEMONT	PA	-	120
ROSEMONT SCHOOL OF THE HOLY CHILD	Education	ROSEMONT	PA	200	150
ROSENBAUM MUSEUM AND LIBRARY	Cultural	PHILADELPHIA	PA	100	-
ROSWELL PARK ALLIANCE FOUNDATION	Health	BUFFALO	NY	50	-
ROYER GREAVES SCHOOL FOR THE BLIND	Education	PAOLI	PA	5,950	-
ROYERSFORD FREE PUBLIC LIBRARY	Cultural	ROYERSFORD	PA	25	-
RSVP OF MONTGOMERY COUNTY	Human Services	PLYMOUTH MEETING	PA	5,000	-
RUTGERS UNIVERSITY FOUNDATION	Education	NEW BRUNSWICK	NJ	350	-
RYERSS FARM FOR AGED EQUINES	Environment	POTTSTOWN	PA	225	-
SADDLER'S WOODS CONSERVATION ASSOCIATION	Environment	OAKLYN	NJ	250	100
SAINT AGNES OF BOHEMIA SCHOOL	Education	CHICAGO	IL	-	250
SAINT ALOYSIUS ACADEMY	Education	BRYN MAWR	PA	1,500	2,000
SAINT ANDREW CATHOLIC CHURCH SCHOOL	Education	DREXEL HILL	PA	250	-
SAINT ANDREWS SCHOOL	Education	MIDDLETOWN	DE	100	-
SAINT BASIL THE GREAT SCHOOL	Education	KIMBERTON	PA	200	-
SAINT BONAVENTURE INDIAN MISSION SCHOOL	Education	THOREAU	NM	-	25
SAINT BONAVENTURE UNIVERSITY	Education	ST BONAVENTURE	NY	250	-
SAINT BRIDGET CATHOLIC SCHOOL	Education	PHILADELPHIA	PA	25	-
SAINT CHARLES BORROMEO SEMINARY	Education	WYNNEWOOD	PA	6,100	3,750
SAINT CHRISTOPHERS FOUNDATION FOR CHILDREN	Health	PHILADELPHIA	PA	250	125
SAINT DAVID CHURCH SCHOOL	Education	WILLOW GROVE	PA	3,300	-
SAINT ELEANOR EDUCATIONAL ENDOWMENT FUND	Education	COLLEGEVILLE	PA	210	-
SAINT ELIZABETH EDUCATION FUND	Education	UWCHLAN	PA	4,250	2,350
SAINT FRANCIS HIGH SCHOOL	Education	WHEATON	IL	100	-
SAINT FRANCIS XAVIER	Education	PHILADELPHIA	PA	50	-
SAINT HUBERT'S ANIMAL WELFARE CENTER	Environment	MADISON	NJ	155	35
SAINT HUBERT HIGH SCHOOL	Education	PHILADELPHIA	PA	3,750	-
SAINT JOHNS UNIVERSITY	Education	QUEENS	NY	50	-
SAINT JOSEPH'S INDIAN SCHOOL	Education	CHAMBERLAIN	SD	-	35
SAINT JOSEPH'S PREPARATORY SCHOOL	Education	PHILADELPHIA	PA	1,025	100
SAINT JOSEPH'S UNIVERSITY	Education	PHILADELPHIA	PA	1,175	100
SAINT JUDE CHILDRENS RESEARCH HOSPITAL	Health	MEMPHIS	TN	1,350	125

The Vanguard Group Foundation (EIN 23-2699769)
Form 990-PF
Year Ended December 31, 2011

Exhibit 5
Part XV, Line 3

Payee Name	Purpose of Grant	City	State	Item 3(a) Paid in 2011	Item 3(b) Accruals
SAINT KATHERINE DAY SCHOOL	Education	WYNNEWOOD	PA	525	-
SAINT KATHERINE OF SIENA SCHOOL	Education	WAYNE	PA	2,500	-
SAINT LABRE INDIAN SCHOOL	Education	ASHLAND	MT	25	75
SAINT LUCY DAY SCHOOL FOR CHILDREN W/VISUAL IMPAIRMENT	Education	PHILADELPHIA	PA	500	500
SAINT LUKES SCHOOL	Education	GLENSIDE	PA	100	-
SAINT MARY MAGDALEN SCHOOL	Education	MEDIA	PA	750	-
SAINT MATTHEW CATHOLIC SCHOOL	Education	PHOENIX	AZ	500	-
SAINT MAXIMILIAN KOLBE SCHOOL	Education	WEST CHESTER	PA	3,500	3,150
SAINT PATRICK SCHOOL	Education	MALVERN	PA	1,250	-
SAINT PAUL ACADEMY AND SUMMIT SCHOOL	Education	SAINT PAUL	MN	50	-
SAINT PETER SCHOOL	Education	CAMBRIDGE	MA	50	-
SAINT PETER THE APOSTLE SCHOOL	Education	PHILADELPHIA	PA	25	-
SAINT PETERS SCHOOL	Education	PHILADELPHIA	PA	1,103	-
SAINT PHILIP NERI SCHOOL	Education	LAFAYETTE HILL	PA	500	-
SAINT TERESAS ACADEMY	Education	KANSAS CITY	MO	150	-
SAINT THOMAS THE APOSTLE SCHOOL	Education	GLEN MILLS	PA	50	-
SAINTS SIMON AND JUDE SCHOOL	Education	WEST CHESTER	PA	2,000	-
SCHUYLKILL CENTER FOR ENVIRONMENTAL EDUCATION	Environment	PHILADELPHIA	PA	500	225
SCHUYLKILL RIVER GREENWAY ASSOCIATION	Environment	POTTSTOWN	PA	50	50
SCHWENKFELDER LIBRARY & HERITAGE CENTER	Cultural	PENNSBURG	PA	50	-
SCOTTSDALE CHRISTIAN ACADEMY	Education	PHOENIX	AZ	1,000	1,000
SCOTTSDALE PREPARATORY ACADEMY	Education	SCOTTSDALE	AZ	4,400	-
SECURITIES & EXCHANGE COMMISSION HISTORICAL SOC	Cultural	WASHINGTON	DC	250	250
SETTLEMENT MUSIC SCHOOL	Cultural	PHILADELPHIA	PA	100	750
SHAMOKIN-COAL TOWNSHIP PUBLIC LIBRARY	Cultural	SHAMOKIN	PA	125	-
SHIPLEY SCHOOL	Education	BRYN MAWR	PA	1,875	-
SHIPPENSBURG UNIVERSITY	Education	SHIPPENSBURG	PA	3,355	-
SKIDMORE COLLEGE	Education	SARATOGA SPRINGS	NY	25	-
SOCIETY OF THE CINCINNATI	Cultural	WASHINGTON	DC	50	-
SOUTH JERSEY RESCUE	Environment	MOUNT ROYAL	NJ	100	-
SPRINGSIDE SCHOOL	Education	PHILADELPHIA	PA	150	-
SPRUCE HILL CHRISTIAN SCHOOL	Education	PHILADELPHIA	PA	7,500	-
SRUTI INDIA MUSIC AND DANCE SOCIETY	Cultural	BLUE BELL	PA	500	-
STANFORD UNIVERSITY	Education	STANFORD	CA	775	100
STOCKTON COLLEGE FOUNDATION	Education	POMONA	NJ	50	-
STREET TAILS ANIMAL RESCUE	Environment	PHILADELPHIA	PA	200	-
SUCCESS CHARTER NETWORK	Education	NEW YORK	NY	500	-
SUMMER SEARCH PHILADELPHIA	Education	PHILADELPHIA	PA	10,000	-
SUMMERTRIOS INC	Cultural	NEW YORK	NY	-	200
SUPPLYING TECHNOLOGY IN COUNTY KILL SHELTERS(STICKS)	Environment	ASHEVILLE	NC	2,330	645
SUSQUEHANNA UNIVERSITY	Education	SELINGSGROVE	PA	175	125
SWARTHMORE COLLEGE	Education	SWARTHMORE	PA	100	200
SWEET BRIAR COLLEGE	Education	SWEET BRIAR	VA	250	-
SYRACUSE UNIVERSITY	Education	SYRACUSE	NY	1,185	-
TAYLOR UNIVERSITY	Education	UPLAND	IN	300	250
TEACH FOR AMERICA	Education	PHILADELPHIA	PA	50,000	-
TEMPLE UNIVERSITY	Education	PHILADELPHIA	PA	1,905	-
THE LIGHT FACTORY, INC	Cultural	CHARLOTTE	NC	-	50
THEATRE FOR TRANSFORMATION	Cultural	LANCASTER	PA	150	-
THEATRE HORIZON	Cultural	NORRISTOWN	PA	200	-
TIGER HAVEN INC	Environment	KINGSTON	TN	329	-
TIMOTHY SCHOOL	Education	BERWYN	PA	50	-
TOWER HILL SCHOOL	Education	WILMINGTON	DE	1,850	2,000
TREDYFFRIN HISTORICAL PRESERVATION TRUST	Cultural	DEVON	PA	100	1,000
TREDYFFRIN TOWNSHIP LIBRARY FOUNDATION	Cultural	WAYNE	PA	1,100	-
TRI STATE BIRD RESCUE AND RESEARCH INC	Environment	NEWARK	DE	1,000	-
TRINITY COLLEGE	Education	HARTFORD	CT	100	-
TRISKELES FOUNDATION	Education	EXTON	PA	7,500	-
TRI-STATE BIRD RESCUE	Environment	NEWARK	DE	-	1,500
TRUST FOR PUBLIC LAND	Environment	SAN FRANCISCO	CA	50	-
TRUSTEES OF BOSTON COLLEGE	Education	CHESTNUT HILL	MA	-	400
TRUSTEES OF BOSTON UNIVERSITY	Education	BOSTON	MA	-	125
TRUSTEES OF DARTMOUTH COLLEGE	Education	HANOVER	NH	7,516	500
TRUSTEES OF HAMILTON COLLEGE	Education	CLINTON	NY	-	500
TRUSTEES OF PRINCETON UNIVERSITY	Education	PRINCETON	NJ	-	600
TRUSTEES OF SMITH COLLEGE	Education	NORTHAMPTON	MA	100	-
TRUSTEES OF THE OLD EAGLE SCHOOL	Cultural	WAYNE	PA	-	50
TRUSTEES OF THE SMITH COLLEGE	Education	NORTHAMPTON	MA	-	150
TRUSTEES OF UNIVERSITY OF PENNSYLVANIA	Education	PHILADELPHIA	PA	22,066	2,100
TUFTS UNIVERSITY	Education	MEDFORD	MA	100	-
TUG HILL TOMORROW LAND TRUST	Environment	WATERTOWN	NY	35	-
TULANE UNIVERSITY	Education	NEW ORLEANS	LA	50	-
TUSCARORA LAPIDARY SOCIETY INC	Cultural	BROOKHAVEN	PA	80	-
TWIN CITIES PUBLIC TELEVISION INC	Cultural	ST PAUL	MN	339	-
TYLER ARBORETUM	Cultural	MEDIA	PA	-	500
TYLER ARBORETUM	Environment	MEDIA	PA	1,676	-
UC BERKELEY FOUNDATION	Education	BERKELEY	CA	1,150	-

The Vanguard Group Foundation (EIN 23-2699769)
Form 990-PF
Year Ended December 31, 2011

Exhibit 5
Part XV, Line 3

Payee Name	Purpose of Grant	City	State	Item 3(a) Paid in 2011	Item 3(b) Accruals
UCLA FOUNDATION	Education	LOS ANGELES	CA	100	-
UNC CHARLOTTE FOUNDATION INC	Education	CHARLOTTE	NC	350	-
UNION OF CONCERNED SCIENTISTS	Environment	CAMBRIDGE	MA	50	-
UNITED STATES AIR FORCE ACADEMY	Education	USAF	CO	100	-
UNITED STATES HOLOCAUST MEMORIAL MUSEUM	Cultural	WASHINGTON	DC	450	-
UNITED WAY OF ROCHESTER	Human Services	ROCHESTER	NY	2,500	-
UNITED WAY OF SOUTHEASTERN PENNSYLVANIA	Human Services	PHILADELPHIA	PA	2,174,000	-
UNITED WAY OF THE CENTRAL CAROLINAS	Human Services	CHARLOTTE	NC	121,000	-
UNIVERSITY OF ALABAMA	Education	TUSCALOOSA	AL	165	150
UNIVERSITY OF ARIZONA FOUNDATION	Education	TUCSON	AZ	475	500
UNIVERSITY OF BUFFALO FOUNDATION INC	Education	BUFFALO	NY	525	-
UNIVERSITY OF CHICAGO	Education	CHICAGO	IL	1,550	-
UNIVERSITY OF DAYTON	Education	DAYTON	OH	1,275	-
UNIVERSITY OF DELAWARE	Education	NEWARK	DE	9,475	-
UNIVERSITY OF ILLINOIS FOUNDATION	Education	URBANA	IL	2,500	-
UNIVERSITY OF MAINE	Education	ORONO	ME	200	-
UNIVERSITY OF MARY WASHINGTON	Education	FREDERICKSBURG	VA	25	-
UNIVERSITY OF MARYLAND FOUNDATION	Education	ADELPHI	MD	250	-
UNIVERSITY OF MASSACHUSETTS	Education	AMHERST	MA	225	-
UNIVERSITY OF MASSACHUSETTS BOSTON	Education	BOSTON	MA	25	-
UNIVERSITY OF MISSOURI	Education	KANSAS CITY	MO	100	-
UNIVERSITY OF NORTH CAROLINA	Education	CHAPEL HILL	NC	350	-
UNIVERSITY OF NORTHERN COLORADO	Education	GREELEY	CO	-	(50)
UNIVERSITY OF NOTRE DAME	Education	NOTRE DAME	IN	7,625	-
UNIVERSITY OF PITTSBURGH	Education	PITTSBURGH	PA	2,150	2,000
UNIVERSITY OF RICHMOND	Education	UNIVERSITY OF RICHMOND	VA	3,350	-
UNIVERSITY OF ROCHESTER	Education	ROCHESTER	NY	800	1,500
UNIVERSITY OF SCRANTON	Education	SCRANTON	PA	400	-
UNIVERSITY OF SOUTH CAROLINA EDUCATIONAL	Education	COLUMBIA	SC	718	-
UNIVERSITY OF THE ARTS	Education	PHILADELPHIA	PA	285	-
UNIVERSITY OF THE SOUTH	Education	SEWANEE	TN	250	-
UNIVERSITY OF TOLEDO FOUNDATION	Education	TOLEDO	OH	50	-
UNIVERSITY OF VERMONT	Education	BURLINGTON	VT	150	-
UNIVERSITY OF VIRGINIA FUND	Education	CHARLOTTESVILLE	VA	2,140	-
UNIVERSITY OF VIRGINIA LAW SCHOOL FOUNDATION	Education	CHARLOTTESVILLE	VA	8,000	7,500
UNIVERSITY RADIO FOUNDATION INC	Cultural	CHARLOTTE	NC	135	177
URBAN AFFAIRS COALITION	Human Services	PHILADELPHIA	PA	20,000	-
URBAN TREE CONNECTION	Environment	PHILADELPHIA	PA	8,500	-
URSINUS COLLEGE	Education	COLLEGEVILLE	PA	2,000	500
US NAVAL ACADEMY FOUNDATION	Education	ANNAPOLIS	MD	50	-
VALLEY OF THE SUN UNITED WAY	Human Services	PHOENIX	AZ	198,000	-
VANDERBILT UNIVERSITY	Education	NASHVILLE	TN	100	25
VASSAR COLLEGE	Education	POUGHKEEPSIE	PA	125	-
VILLA MARIA ACADEMY HIGH SCHOOL	Education	MALVERN	PA	8,275	1,100
VILLA MARIA ACADEMY LOWER SCHOOL	Education	IMMACULATA	PA	250	-
VILLANOVA UNIVERSITY	Education	VILLANOVA	PA	6,952	1,910
VILLANOVA UNIVERSITY SCHOOL OF LAW	Education	VILLANOVA	PA	100	-
VIRGINIA ENGINEERING FOUNDATION	Education	CHARLOTTESVILLE	VA	50	-
VIRGINIA MILITARY INSTITUTE	Education	LEXINGTON	VA	150	-
VIRGINIA TECH FOUNDATION INC	Education	BLACKSBURG	VA	350	-
VOLUNTEER ENGLISH PROGRAM IN CHESTER CO	Education	WEST CHESTER	PA	5,000	-
WAGNER FREE INSTITUTE OF SCIENCE	Education	PHILADELPHIA	PA	5,000	-
WALDRON MERCY ACADEMY	Education	MERION STATION	PA	2,050	-
WALNUT STREET THEATRE	Cultural	PHILADELPHIA	PA	3,100	-
WASHINGTON AND LEE UNIVERSITY	Education	LEXINGTON	VA	250	250
WASHINGTON MEMORIAL HERITAGE	Cultural	VALLEY FORGE	PA	100	-
WELLESLEY COLLEGE	Education	WELLESLEY	MA	600	1,250
WESLEYAN CHRISTIAN SCHOOL	Education	HIGH POINT	NC	50	-
WESLEYAN UNIVERSITY	Education	MIDDLETOWN	CT	1,050	500
WEST CHESTER FRIENDS SCHOOL	Education	WEST CHESTER	PA	200	500
WEST CHESTER UNIVERSITY	Education	WEST CHESTER	PA	650	-
WEST VIRGINIA UNIVERSITY FOUNDATION INC	Education	MORGANTOWN	WV	75	-
WESTERN CAROLINA UNIVERSITY	Education	CULLOWHEE	NC	25	-
WESTERN MICHIGAN UNIVERSITY	Education	KALAMAZOO	MI	150	-
WESTMONT COLLEGE	Education	SANTA BARBARA	CA	500	500
WESTTOWN SCHOOL	Education	WEST CHESTER	PA	500	-
WESTTOWN SCHOOL	Education	WESTTOWN	PA	500	-
WHITE WILLIAMS FOUNDATION	Education	PHILADELPHIA	PA	20,000	-
WHITMAN COLLEGE	Education	WALLAWALLA	WA	100	-
WHYY	Cultural	PHILADELPHIA	PA	15,770	455
WIDENER UNIVERSITY	Education	CHESTER	PA	3,000	275
WILDLIFE RESCUE AND REHABILITATION	Environment	KENDALIA	TX	2,500	-
WILLIAM PENN CHARTER	Education	PHILADELPHIA	PA	1,750	-
WILLIAMS COLLEGE	Education	WILLIAMSTOWN	MA	250	100
WILLIAMSON FREE SCHOOL OF MECH TRADES	Education	MEDIA	PA	100	-
WILLISTOWN CONSERVATION TRUST	Environment	NEWTOWN SQUARE	PA	-	150
WILMA THEATRE	Cultural	PHILADELPHIA	PA	3,000	-

The Vanguard Group Foundation (EIN 23-2699769)
Form 990-PF
Year Ended December 31, 2011

Exhibit 5
Part XV, Line 3

<u>Payee Name</u>	<u>Purpose of Grant</u>	<u>City</u>	<u>State</u>	<u>Item 3(a) Paid in 2011</u>	<u>Item 3(b) Accruals</u>
WILSON COLLEGE	Education	CHAMBERSBURG	PA	10,000	5,130
WISSAHICKAN HOSPICE	Health	BALA CYNWYD	PA	1,125	-
WTFF FM INC	Cultural	HARRISBURG	PA	135	-
WTVI PUBLIC TELEVISION	Cultural	CHARLOTTE	NC	325	-
WYNDCROFT SCHOOL	Education	POTTSTOWN	PA	1,600	350
XAVIER HIGH SCHOOL	Education	NEW YORK	NY	100	-
YALE UNIVERSITY	Education	NEW HAVEN	CT	516	-
YELLOWSTONE PARK FOUNDATION	Environment	BOZEMAN	MT	500	-
YORK CATHOLIC HIGH SCHOOL	Education	YORK	PA	250	-
YOSEMITE CONSERVANCY	Environment	SAN FRANCISCO	CA	800	200
YOUNG ARTISTS PHILHARMONIC INC	Cultural	STAMFORD	CT	250	-
YOUNG HARRIS COLLEGE	Education	YOUNG HARRIS	GA	75	-
ZOOLOGICAL SOCIETY OF PHILADELPHIA	Cultural	PHILADELPHIA	PA	125,000	125,100
				<u>4,023,331</u>	<u>602,332</u>

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

▶ **File a separate application for each return.**

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

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

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

Enter filer's identifying number, see instructions

Employer identification number (EIN) or

**Type or
print**File by the
due date for
filing your
return. See
instructions

Name of exempt organization or other filer, see instructions

THE VANGUARD GROUP FOUNDATION

Number, street, and room or suite no. If a P O box, see instructions

100 VANGUARD BOULEVARD

City, town or post office, state, and ZIP code For a foreign address, see instructions

MALVERN, PA 19355

☐ 23-2699769☐ Social security number (SSN)Enter the Return code for the return that this application is for (file a separate application for each return) ☐ 0 ☐ 1

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

- The books are in the care of ▶ PAUL ATKINS; 100 VANGUARD BOULEVARD, MALVERN, PA 19355

Telephone No. ▶ 610-669-1000

FAX No. ▶ 610-669-6850

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ▶ ☒ calendar year 20 11 or
- ▶ ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____.

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

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

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev 1-2012)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☐ **Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return. See instructions.

Name of exempt organization or other filer, see instructions.

Employer identification number (EIN) or

Number, street, and room or suite no. If a P.O. box, see instructions.

Social security number (SSN)

City, town or post office, state, and ZIP code. For a foreign address, see instructions

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

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

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

- The books are in the care of ☐ Telephone No. ☐ FAX No. ☐
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- I request an additional 3-month extension of time until ☐ , 20 ☐ .
- For calendar year ☐ , or other tax year beginning ☐ , 20 ☐ , and ending ☐ , 20 ☐ .
- If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension ☐

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

Signature and Verification must be completed for Part II only.

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

Signature ☐*Amy B. Cropper*Title ☐ SECRETARYDate ☐

Form 8868 (Rev 1-2012)