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

OMB No 1545-0052

**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 <b>BOEHRINGER INGELHEIM CARES FOUNDATION, INC.</b>		A Employer identification number <b>31-1810072</b>
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) <b>(203) 798-4895</b>
900 RIDGEBURY ROAD		
City or town, state, and ZIP code <b>RIDGEFIELD, CT 06877</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply	Initial return <input 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 <input type="checkbox"/>	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <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) <b>\$ 25,384,492.</b>	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	(Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <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)
1 Contributions, gifts, grants, etc., received (attach schedule)		148,612,637.			
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		382,532.	382,532.		ATCH 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)					
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		148,995,169.	382,532.		
13 Compensation of officers, directors, trustees, etc.		0			
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) ATCH 2		17,850.			17,850.
c Other professional fees (attach schedule) *		51,193.			51,193.
17 Interest					
18 Taxes (attach schedule) (see instructions) *		8,194.			
19 Depreciation (attach schedule) and depletion					
20 Occupancy		44,613.			
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 5		3,146,221.			3,146,221.
24 Total operating and administrative expenses. Add lines 13 through 23		3,268,071.			3,215,264.
25 Contributions, gifts, grants paid		139,761,457.			3,086,499.
26 Total expenses and disbursements. Add lines 24 and 25		143,029,528.	0	0	6,301,763.
27 Subtract line 26 from line 12		5,965,641.			
a Excess of revenue over expenses and disbursements			382,532.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

\* ATCH 3 JSA \*\* ATCH 4

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing . . . . .	507,855.	1,759,410.	1,759,410.
	2	Savings and temporary cash investments . . . . .	14,179,250.	17,753,331.	17,753,331.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable . . . . .	2,000,000.		
	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 . . . . .	2,933,971.	5,852,576.	5,852,576.
	9	Prepaid expenses and deferred charges . . . . .	27,625.	19,175.	19,175.
	10 a	Investments - U S and state government obligations (attach schedule) . . . . .			
	b	Investments - corporate stock (attach schedule) . . . . .			
	c	Investments - corporate bonds (attach schedule) . . . . .			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans . . . . .			
	13	Investments - other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ )				
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	19,648,701.	25,384,492.	25,384,492.	
Liabilities	17	Accounts payable and accrued expenses . . . . .	424,192.	431,996.	
	18	Grants payable . . . . .	472,450.	43,247.	
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ )			
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	896,642.	475,243.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .	18,752,059.	24,909,249.	
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .			
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	18,752,059.	24,909,249.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	19,648,701.	25,384,492.		

**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	18,752,059.
2	Enter amount from Part I, line 27a . . . . .	2	5,965,641.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 6	3	191,549.
4	Add lines 1, 2, and 3 . . . . .	4	24,909,249.
5	Decreases not included in line 2 (itemize) ▶	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	24,909,249.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) <span style="float:right">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>			2		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

**1 Enter the appropriate amount in each column for each year, see the instructions before making any entries**

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	4,501,881.		
2009	4,537,619.		
2008	5,477,860.		
2007	4,547,172.		
2006	151,914,867.		
2 Total of line 1, column (d)			0
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			
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			
5 Multiply line 4 by line 3			
6 Enter 1% of net investment income (1% of Part I, line 27b)			3,825.
7 Add lines 5 and 6			3,825.
8 Enter qualifying distributions from Part XII, line 4 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.			6,301,763.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . .		
Date of ruling or determination letter <u>03/28/2002</u> (attach copy of letter if necessary - see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	1	3,825.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .	2	
3 Add lines 1 and 2 . . . . .	3	3,825.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .	4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	5	3,825.
6 Credits/Payments.		
a 2011 estimated tax payments and 2010 overpayment credited to 2011 . . . . .	6a	8,000.
b Exempt foreign organizations - tax withheld at source . . . . .	6b	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	
d Backup withholding erroneously withheld . . . . .	6d	
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	8,000.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	4,175.
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/> 4,175. Refunded <input type="checkbox"/> . . . . .	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		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)? . . . . .		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities . . . . .		
c Did the foundation file Form 1120-POL for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ . . . . . (2) On foundation managers <input checked="" type="checkbox"/> \$ . . . . .		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ . . . . .		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .	2	X
If "Yes," attach a detailed description of the activities . . . . .		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .	5	X
If "Yes," attach the statement required by General Instruction T . . . . .		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> CT, . . . . .		
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. ATTACHMENT 7 . . . . .	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .	10	X

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

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 <b>HTTP://US.BOEHRINGER-INGELHEIM.COM/</b>				
14	The books are in care of <b>FRANK A. POMER</b> Telephone no <b>203-798-4895</b>			
	Located at <b>900 RIDGEBURY ROAD RIDGEFIELD, CT</b> ZIP + 4 <b>06877</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
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?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country			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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	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		
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)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 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)	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?	4b	X

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)****5 a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see 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)?

5 b

X

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☒ No

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

**6 a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6 b

X

If "Yes" to 6b, file Form 8870

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

7 b

X

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**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
ATTACHMENT 8		0	0	0

**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				

**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		
<b>Total number of others receiving over \$50,000 for professional services</b>		<b>0</b>

**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
<b>1</b> N/A	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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

	Amount
<b>1</b> NONE	
<b>2</b>	
All other program-related investments See instructions	
<b>3</b> NONE	
<b>Total.</b> Add lines 1 through 3	



**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	
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see instructions)	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	0
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	0

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

**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	6,301,763.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	6,301,763.
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	3,825.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	6,297,938.

**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
<b>1</b> Distributable amount for 2011 from Part XI, line 7 . . . . .				
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only . . . . .				
<b>b</b> Total for prior years 20 09, 20 08, 20 07 . . . . .				
<b>3</b> Excess distributions carryover, if any, to 2011:				
<b>a</b> From 2006 . . . . .				
<b>b</b> From 2007 . . . . .				
<b>c</b> From 2008 . . . . .				
<b>d</b> From 2009 . . . . .				
<b>e</b> From 2010 . . . . .				
<b>f</b> Total of lines 3a through e . . . . .				
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4: ► \$ 6,301,763.				
<b>a</b> Applied to 2010, but not more than line 2a . . . . .				
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .				
<b>d</b> Applied to 2011 distributable amount . . . . .				
<b>e</b> Remaining amount distributed out of corpus . . . . .				
<b>5</b> Excess distributions carryover applied to 2011 . (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> 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 . . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
<b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 . . . . .				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . . . .				
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . .		0		
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2007 . . . . .				
<b>b</b> Excess from 2008 . . . . .				
<b>c</b> Excess from 2009 . . . . .				
<b>d</b> Excess from 2010 . . . . .				
<b>e</b> Excess from 2011 . . . . .				

**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 . . . . .

03/28/2002

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

☒ X

4942(j)(3) or

☐ 4942(j)(5)

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

Tax year	Prior 3 years				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .	6,301,763.	4,509,828.	4,537,619.	5,479,915.	20,829,125.
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .	6,301,763.	4,509,828.	4,537,619.	5,479,915.	20,829,125.
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test - enter					
<b>(1)</b> Value of all assets . . . . .	25,384,492.	19,648,701.	21,128,181.	17,089,614.	83,250,988.
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
<b>c</b> "Support" alternative test - enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii) . . . . .					
<b>(3)</b> Largest amount of support from an exempt organization . . . . .					
<b>(4)</b> Gross investment income . . . . .					

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

ATTACHMENT 9

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

ATTACHMENT 10

**c** Any submission deadlines:

NOT AT THIS TIME

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

ATTACHMENT 11

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b> SEE STATEMENT 13				139,761,457.
<b>Total</b> .....			▶ <b>3a</b>	139,761,457.
<b>b Approved for future payment</b>  ATTACHMENT 12				
<b>Total</b> .....			▶ <b>3b</b>	43,247.

## Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments . . . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities . . . . .			14	382,532.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property . . . . .					
b Not debt-financed property . . . . .					
6 Net rental income or (loss) from personal property .					
7 Other investment income . . . . .					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events . . . . .					
10 Gross profit or (loss) from sales of inventory . . .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e) . . . . .				382,532.	
13 Total. Add line 12, columns (b), (d), and (e) . . . . .				382,532.	382,532.

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

[illegible]



**Schedule B**(Form 990, 990-EZ,  
or 990-PF)  
Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

**2011**

Name of the organization

BOEHRINGER INGELHEIM CARES FOUNDATION, INC.

Employer identification number

31-1810072

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck 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 **BOEHRINGER INGELHEIM CARES FOUNDATION, INC.**

Employer identification number

31-1810072

**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	BOEHRINGER INGELHEIM PHARMACEUTICALS INC 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	\$ 133,148,423.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution )
2	ROXANE LABORATORIES, INC. 1809 WILSON ROAD COLUMBUS, OH 43228	\$ 6,417,554.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution )
3	BOEHRINGER INGELHEIM USA CORPORATION 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	\$ 6,950,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
4	BENVENUE LABORATORIES, INC 300 NORTHFIELD ROAD BEDFORD, OH 44146	\$ 7,200.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution )
5	BOEHRINGER INGELHEIM PHARMACEUTICALS INC 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	\$ 2,089,460.	Person <input 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 )



Employer identification number

**Part II** . **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

JSA Schedule B (Form 990, 990-EZ, or 990-PF) (2011)  
2541000

Name of organization BOEHRINGER INGELHEIM CARES FOUNDATION, INC.

Employer identification number  
31-1810072**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations 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

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT INCOME	382,532.	382,532.
TOTAL	<u>382,532.</u>	<u>382,532.</u>

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING AND AUDIT EXPENSE	17,850.			17,850.
TOTALS	<u>17,850.</u>			<u>17,850.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
OTHER PROFESSIONAL FEES	51,193.	51,193.
TOTALS	<u>51,193.</u>	<u>51,193.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
TAXES PAID	8,194.
TOTALS	<u>8,194.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
MEMBERSHIP DUES	17,700.
MISCELLANEOUS	1,642.
PATIENT ASSIST. PROGRAM FEES	3,126,741.
SUPPLIES	138.
TOTALS	<u>3,146,221.</u>

CHARITABLE PURPOSES
17,700.
1,642.
3,126,741.
138.
<u>3,146,221.</u>

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

UNREALIZED GAIN ON INVESTMENTS

191,549.

TOTAL

191,549.



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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS		EXPENSE ACCT AND OTHER ALLOWANCES
			TO EMPLOYEE BENEFIT PLANS		
J. MARTIN CARROLL 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	CHAIRMAN/DIRECTOR < 1.00	0	0	0	0
AMY FRY 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	PRESIDENT 5.00	0	0	0	0
FRANK A. POMER 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	SECRETARY & TREASURER 5.00	0	0	0	0
DAVID W. NURNBERGER 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	DIRECTOR < 1.00	0	0	0	0
STEFAN RINN 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	DIRECTOR < 1.00	0	0	0	0
GRAND TOTALS		0	0	0	0

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

ANN WAINRIGHT  
900 RIDGEBURY ROAD  
RIDGEFIELD, CT 06877

email; bicaresfoundation.rdg@boehringeringelheim.com

ATTACHMENT 10

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

GRANT APPLICATION TO BE COMPLETED ONLINE AT:  
[HTTP://BICARES.ENVISIONPHARMA.COM/VT\\_BI\\_CD](http://BICARES.ENVISIONPHARMA.COM/VT_BI_CD)

ATTACHMENT 11

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

SEE ATTACHED POLICIES AND PROCEDURES FOR FINANCIAL CONTRIBUTIONS FROM  
BI CARES

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

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNITED WAY OF WESTERN CONNECTICUT 85 WEST STREET DANBURY, CT 06810	NONE		GENERAL	43,247.
	EXEMPT ORG.			
			TOTAL CONTRIBUTIONS APPROVED	43,247.

ATTACHMENT 12

**Boehringer Ingelheim Cares Foundation, Inc.**  
**Transaction Detail By Account**  
 January through December 2011

2011 BI Cares Foundation, Inc

**Cash Contributions**

Source Name	Amount	Purpose of Contribution	Street1	Street2	City	State	Zip
AmeriCares Free Clinics	200,000	Support for Clinic Operating Expenses	88 Hamilton Avenue		Stamford	CT	06902
AmeriCares Free Clinics	10,000	Support for Programs	88 Hamilton Avenue		Stamford	CT	06902
AmeriCares International	75,000	Support for Services	88 Hamilton Avenue		Stamford	CT	06902
Ashoka	2,380,252	Support "More Health for Families"	1700 North Moore Street, Suite 2000		Arlington	VA	22209
Connecticut Invention Convention	5,000	Expansion of Program to additional schools	P O Box 230311		Hartford	CT	06123-0311
Connecticut Pre-Engineering Program	10,000	Support for Programs	211 South Main Street		Middletown	CT	06457
CT American Veterans Service Foundation 2	5,000	Support for Programs	PO Bx 1701		Waterbury	CT	06721
CT Foundation for Dental Outreach	5,000	Support for Programs	835 West Queen Street		Southington	CT	06489
Direct Relief International	25,000	Support for Programs	27 S La Palera Lane		Santa Barbara	CA	93117
Gwynedd-Mercy College	10,000	Healthcare Services for Uninsured/Under insured	1325 Sunnyside Pike	P O Box 901	Gwynedd Valley	PA	19437-0901
Kevin's Community Center, Inc	25,000	Support for Operation of Center	153 South Main Street		Newtown	CT	06470
MAP International	60,000	Medical Supply Distribution and Support	2200 Glynnco Parkway		Brunswick	GA	31521-5000
March of Dimes 3	5,000	Support for Child Health	140 Sherman Street		Fairfield	CT	06824
Miracle Flights for Kids	1,000	Support for Airline Tickets	2764 N Green Valley Pkwy, #115		Green Valley	NV	89014-2120
Norma F Pfriem Breast Care Center	15,000	Support for Medically Underserved Initiative	111 Beach Road		Fairfield	CT	06824
PhRMA Foundation	150,000	2011 Corporate Contribution	950 F Street NW, Suite 300		Washington	DC	20004
Ridgefield Now We're Talking	2,500	Support for Programming	c/o Ridgefield Public Schools		Ridgefield	CT	06877
Ridgefield Playhouse	5,000	Support for Programs	P O Box 655		Ridgefield	CT	06877
Ridgefield Symphony Orchestra	10,000	Support for Programs	99 East Ridge, Suite C	P O Box 289	Ridgefield	CT	06877
Ronald McDonald House of CT	2,000	Support for Temporary Housing for families of Children with Life Thre	501 George Street		New Haven	CT	06511
Science Horizons, Inc	25,000	Support for Science Fair	P O Box 2328		Danbury	CT	06813
United Way of Western Connecticut	43,247	2011 Campaign Contribution	85 West Street		Danbury	CT	06810
VNA of Ridgefield	2,500	Community Health Fair and Wellness Services	90 East Ridge		Ridgefield	CT	06877
Women's Center of Greater Danbury, Inc	15,000	Support for Programs	2 West Street		Danbury	CT	06810
Wellvita	65,000	Support for Programs	2700 Middleburg Drive	Suite 105	Columbia	SC	29204
	<u>3,151,499</u>						

**Inventory Contributions**


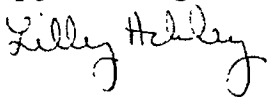
Source Name	Amount	Purpose of Contribution	Street1	Street2	City	State	Zip
Express Scripts, Inc SDS	88,192,951	Pharmaceutical Products donated for Patient Assistance Program	21162 Network Place		Chicago	IL	60673-1211
Welvita	360,740	Pharmaceutical Products donated for Patient Assistance Program	2700 Middleburg Drive, Suite 105		Columbia	SC	29204
Fairview Home Infusion	7,200	Pharmaceutical Products donated	711 Kasola Avenue Southeast		Minneapolis	MIN	55414
MAP International	21,688	Pharmaceutical Products donated	2200 Glynnco Parkway		Brunswick	GA	31521-5000
National Children's Cancer Society	14,524,688	Pharmaceutical Products donated	1015 Locust, Suite 600		St. Louis	MO	63101
Direct Relief International	14,679,588	Pharmaceutical Products donated	27 S La Palera Lane		Santa Barbara	CA	93117
AmeriCares Warehouse	13,693,823	Pharmaceutical Products donated	88 Hamilton Avenue		Stamford	CT	06902
Catholic Medical Mission Board	5,091,027	Pharmaceutical Products donated	10 West 17th Street		New York	NY	10011-5765
	<u>136,571,705</u>						

ATTACHMENT 13

Boehringer Ingelheim Cares Foundation, Inc.  
Transaction Detail By Account  
January through December 2011

Fixed Asset Donations

Source Name	Amount	Fixed Asset Donation Description	Street1	Street2	City	State	Zip
University of Connecticut	100	1- Autosampler	55 North Eagleville Road Unit 3060		Storrs	CT	06269-3060
University of Connecticut	50	1- Column Oven	55 North Eagleville Road Unit 3060		Storrs	CT	06269-3060
University of Connecticut	150	1- Diode Array Detector	55 North Eagleville Road Unit 3060		Storrs	CT	06269-3060
University of Connecticut	100	2- Degassers	55 North Eagleville Road Unit 3060		Storrs	CT	06269-3060
University of Connecticut	100	2- Flow Control Valves	55 North Eagleville Road Unit 3060		Storrs	CT	06269-3060
University of Connecticut	200	2- Pumps	55 North Eagleville Road Unit 3060		Storrs	CT	06269-3060
University of Connecticut	100	1- System Controller	55 North Eagleville Road Unit 3060		Storrs	CT	06269-3060
University of Connecticut	100	1- UV/VIS Detector	55 North Eagleville Road Unit 3060		Storrs	CT	06269-3060
Lighthouse International	750	150- DLT Electrode Units	111 East 59th Street		New York	NY	10022-12052
Lighthouse International	400	Color Test Boxes	111 East 59th Street		New York	NY	10022-12052
University of Connecticut	300	4- Detectors	55 North Eagleville Road Unit 3060		Storrs	CT	06269-3060
University of Connecticut	100	1-Column Oven	55 North Eagleville Road Unit 3060		Storrs	CT	06269-3060
Temple University	24,898	1-Flexcell System	3500 N Broad Street		Philadelphia	PA	19140-5104
University of Connecticut	2,402	1- Photo Array Detector	55 North Eagleville Road Unit 3060		Storrs	CT	06269-3060
University of Connecticut	1,115	1-UV Detector	55 North Eagleville Road Unit 3060		Storrs	CT	06269-3060
University of Connecticut	1,463	1-Column Heater	55 North Eagleville Road Unit 3060		Storrs	CT	06269-3060
University of Connecticut	4,134	1-Degasser	55 North Eagleville Road Unit 3060		Storrs	CT	06269-3060
University of Connecticut	50	1-Flow Controller	69 North Eagleville Road Unit 3092		Storrs	CT	06269-3092
Dr Edward Berman	165	1-Spirometer	30 Prospect Street		Ridgefield	CT	06877
University of Connecticut	1,350	1-Polarimeter	55 North Eagleville Road Unit 3060		Storrs	CT	06269-3060
Cub Scouts Pack 44	200	1-Projector	233 Great Plain Road		Danbury	CT	06811
Cub Scouts Pack 44	25	1-Screen	233 Great Plain Road		Danbury	CT	06811
	<u>38,252</u>						
	<u>139,761,457</u>						

 <b>Boehringer Ingelheim</b>	<b>Boehringer Ingelheim Cares Foundation, Inc.</b>  <b>POLICY</b>	
<b>Policy No. 1.02</b>	<b>Subject: Charitable Donations</b>	<b>Sponsor: A. Wainright</b>
<b>Date: 12/19/11</b>	<b>Approval Signature:</b> 	<b>Page 1 of 5</b>

#### **A. INTRODUCTION AND PHILOSOPHY:**

For more than 125 years, Boehringer Ingelheim has been committed to building and sustaining a culture of caring and responsibility. Driven by our vision to deliver "Value Through Innovation," our commitment extends not only to patients and families but to communities as well. Our employees feel strongly about making a difference in our own local communities and around the world.

Boehringer Ingelheim USA Corporation ("BIUSA") recognizes the operational and reputational value of centralizing the corporation's philanthropic contributions into a not-for-profit organization. The Boehringer Ingelheim Cares Foundation, Inc. ("BI Cares" or the "Foundation") was formed in 2001 with a mission to improve lives through philanthropic contributions of Boehringer Ingelheim's U.S. products and resources. Financial and non-financial contributions are integral to achieving the Foundation's mission. In order to meet the Foundation's mission, protect its non-profit status and ensure compliance with IRS regulations for Section 501(c)(3) organizations, Foundation decisions are made independently of any decisions made by Boehringer Ingelheim Corporation ("BIC"), Boehringer Ingelheim USA Corporation ("BIUSA") and/or their United States subsidiaries (BIUSA, BIC and their U.S. affiliates hereinafter collectively referred to as the "Boehringer Ingelheim Group").

BI Cares will not award any financial or non-financial contribution in which any benefits will be attributed to BI Cares or to the Boehringer Ingelheim Group or any other Boehringer subsidiary or affiliated entity, or any of their officers, directors, or shareholders. BI Cares will also not engage in any acts of "self-dealing", as defined in Internal Revenue Code Section 4941.


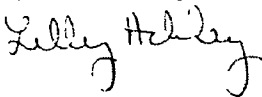
Further, funding from BI Cares will not be awarded to:

- Political groups, candidates for political office, or any organization attempting to influence legislation (lobbying)
- Sectarian and religious organizations that do not serve the general public on a non-denominational basis or other organizations or causes set forth in Procedure #0002.02

BI Cares will make no contributions or donations which are in any way in violation of the exempt purposes set forth in IRS Section 501(c)(3) regulations.

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 <b>Boehringer Ingelheim</b>	<b>Boehringer Ingelheim Cares Foundation, Inc.</b>  <b>POLICY</b>	
<b>Policy No. 1.02</b>	<b>Subject: Charitable Donations</b>	<b>Sponsor: A. Wainright</b>
<b>Date: 12/19/11</b>	<b>Approval Signature:</b> 	<b>Page 2 of 5</b>

## **B. FINANCIAL CONTRIBUTIONS FROM THE FOUNDATION**

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

It is the policy of BI Cares that donations shall be made in strict compliance with IRS regulations governing §501(c)(3) organizations, and the requirements for private foundations under Internal Revenue Code §509(a). The Foundation requires that the charitable organization submitting the grant application is the same legal entity that will receive payment. Further, BI Cares reserves the right to monitor and review the use of funds contributed to any project or organizations.

For more information about the financial contribution process view BI Cares Procedure #2.02.


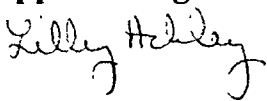
## **C. PRODUCT DONATION PROGRAM FOR QUALIFIED NON-PROFIT ORGANIZATIONS**

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

View the BI Cares Product Donation Procedure #3.04 for details.

## **D. PATIENT ASSISTANCE PROGRAM IN THE U.S.**

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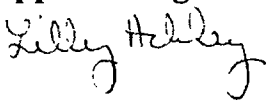
The Patient Assistance Program (BI-PAP) is a critical program in fulfilling the Foundation's mission to improve the lives of patients through philanthropic contributions and donations of our products and resources. Through the BI-PAP, BI Cares provides selected pharmaceutical products free of charge to qualified individuals. BI Cares employs a professional management company (Vendor) to administer the BI-PAP in full compliance with all applicable legal and regulatory laws and regulations, including but not limited to FDA requirements, Federal Trade Commission and Prescription Drug Marketing Act (PDMA), OIG guidance, as well as state and federal patient privacy and fraud and abuse laws.

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

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

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

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

 <b>Boehringer Ingelheim</b>	<b>Boehringer Ingelheim Cares Foundation, Inc.</b>  <b>POLICY</b>	
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The provision of high-quality health care requires the exchange of personal, often sensitive information between a patient and a skilled health care practitioner. Vital to that interaction is the patient's ability to trust that the information shared will be protected and kept confidential. This policy is designed to protect and enhance the rights of patients by providing them access to their health information and reducing the risk of inappropriate use of that information as envisioned by the Health Insurance Portability and Accountability Act of 1996 ("HIPAA"). HIPAA, on the federal level, as well as certain state laws have established standards protecting the confidentiality of personally identifiable health care information.

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


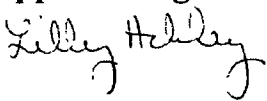
BI Cares, in most instances does not have access to protected health information ("PHI") as defined by HIPAA. However, in the unlikely event that BI Cares obtains access to such information, it is used for limited eligibility assessment/health care operations purposed contemplated by HIPAA. The Patient Authorization Form signed as part of the application packet will expressly authorize the limited and appropriate use of PHI by our vendor and BI in the processing of their application. The Patient Authorization Form must be a separate and fully self-contained document.

#### **F. BOEHRINGER INGELHEIM CARES VOLUNTEERMATCH**

Boehringer Ingelheim's US volunteer program is an important component of our Foundation's ability to improve lives. Our goal is to be a positive presence using our resources and considerable talents and energies of our employees to strengthen our local communities. View the [Volunteerism Procedures](#) for details.

#### **G. DEFINITION OF ELIGIBILITY CRITERIAS:**

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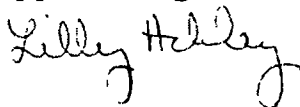
Each program under the auspices of BI Cares is run pursuant to the policies and procedures set forth by the Foundation as well as established program eligibility criteria. These criteria are the objectively established characteristics identifying eligible program beneficiaries, programs or activities that will be supported by BI Cares. All requests for charitable donations, donated product and/or volunteerism efforts shall be evaluated against program eligibility criteria and shall not be tied directly or indirectly to the purchase or recommendation for purchase of any BI product.

For more information about BI Corporate Social Responsibility visit:  
[http://us.boehringer-ingelheim.com/our\\_responsibility.html](http://us.boehringer-ingelheim.com/our_responsibility.html)

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

#### **H. APPLICABILITY:**

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

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<b>Procedure No. 2.02</b>	<b>Subject: Financial Contributions from the Foundation</b>	<b>Sponsor: A. Wainright</b>
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#### **A. INTRODUCTION AND PHILOSOPHY:**

The Boehringer Ingelheim Cares Foundation, Inc. ("BI Cares" or the "Foundation") was formed in 2001 with a mission to improve lives through philanthropic contributions of our products and resources.

The financial contribution program is a critical component in accomplishing this mission. It is the policy of the Foundation that donations shall be made in strict compliance with IRS regulations governing §501(c)(3) organizations, and the requirements for private foundations under Internal Revenue Code §509(a). The Foundation also reserves the right to monitor and review the use of funds contributed to any program or organization. Therefore, in order to be eligible for consideration for a financial contribution, an organization must be a §501(c)(3) organization recognized through an IRS determination letter.


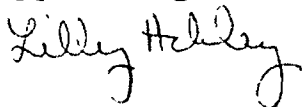
More information about our financial contribution program can be obtained at the following address:

[http://us.boehringer-ingelheim.com/our\\_responsibility/grants\\_and\\_funding/charitable\\_donations.html](http://us.boehringer-ingelheim.com/our_responsibility/grants_and_funding/charitable_donations.html)

#### **B. APPLICATION PROCESS FOR FINANCIAL CONTRIBUTIONS FROM THE FOUNDATION:**

All charitable donation requests are to be submitted online at [http://bicares.envisionpharma.com/vt\\_bi\\_cd](http://bicares.envisionpharma.com/vt_bi_cd). The website specifies Requirements for Submission of Application for Charitable Contributions (see Appendix A) to which applicants must agree.

In order to be considered, the application must be completed in its entirety. Information requested includes, but is not limited to, information about the nonprofit organization, its operating budget and an executive summary of the program for which funding is sought.

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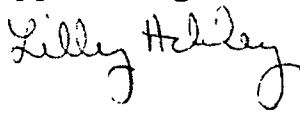
Semi-annually, the Foundation Steering Committee will approve or deny the charitable donation requests received and determine the distribution of Foundation charitable funds.

#### **C. GUIDELINES FOR APPLICANT APPROVAL:**

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

1. A proposed program must align with the mission and goals of the Foundation.
2. The following types of tax-exempt organizations and/or programs are among those eligible for receiving charitable contribution from BI Cares:
  - Access to healthcare
  - Math or science education
  - Disaster relief
  - Philanthropic activities in our medical therapeutic categories
  - Community programs benefitting our identified areas of interest
3. The following are guidelines for reviewing and approving a specific charitable donation request:
  - Consistency with the policies of the Foundation.
  - Extent of community need for the program or organization's services.
  - The impact of the program as identified in the proposal and stated metrics or outcomes associated with that impact.
  - The reach of the program.
  - The quality of the program, including likelihood of program's or organization's ability to accomplish stated goals, including metrics and outcomes, in the timeframe stated.
  - The sustainability of the program.
  - Opportunity for Boehringer Ingelheim employee/volunteer involvement with the program.

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- Recommendations from community leaders or recognized experts familiar with the program or organization about its efficiency and effectiveness.
- All benefits and risks including Corporate Reputation pertaining to funding any given program or organization.
- Demonstrated fiscal responsibility and viability of the program and/or organization.
- History or previous support of an organization or program.
- Other criteria as identified by the Foundation Steering Committee pertinent to the assessment of the quality, metrics and/or feasibility of the program.


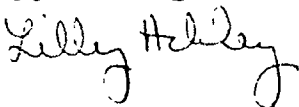
4. Process for Charitable Donation Review

- Corporate communications reviews all completed charitable donation requests and declines those that are outside the scope of our financial contributions program.
- Larger requests (above a threshold amount defined by Corporate Communications) that align with Foundation criteria and scope are forwarded to Steering Committee members and other Foundation team members for consideration. A consensus among Steering Committee members determines whether individual requests are approved or declined and assigns a specific financial contribution amount.
- Smaller requests (below a threshold amount defined by Corporate Communications) are reviewed by Corporate Communications members and a recommendation on whether to approve or decline and for a specific financial contribution amount is provided to the Steering Committee for consideration and consensus.

5. BI Cares will not award any financial or non-financial contribution in which any benefits will be attributed to BI Cares or to Boehringer Ingelheim Corporation, Boehringer Ingelheim USA Corporation, or any Boehringer subsidiary or affiliated entity or any of their officers, directors or shareholders.

6. Funding from BI Cares will not be awarded to the following:

- Political groups, candidates for political office, or any organization attempting to influence legislation (lobbying).

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- Sectarian and religious organizations that do not serve the general public on a non-denominational basis.
  - Organizations with a limited constituency (fraternal, trade unions, etc.).
  - Organizations soliciting contributions in the form of sponsorships to events including dinners, entertainment, golf outings, where something of tangible value is received in return. Organizations that are otherwise not in keeping with the core company values.
7. BI Cares cannot approve every financial contribution request made for eligible and worthy programs. Decisions about contributions from BI Cares will be made at the sole discretion of the Foundation Steering Committee against criteria outlined above after evaluating and comparing requests and considering the contributions budget.

#### **APPENDIX:**

Appendix A: Requirements for Submission of Application for Charitable Contributions

#### **Appendix A**

**The following requirements are provided to organizations in the website through which they apply for a charitable contribution.**

#### **REQUIREMENTS FOR SUBMISSION OF APPLICATION FOR CHARITABLE CONTRIBUTIONS**


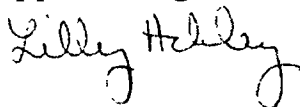
Boehringer Ingelheim Cares Foundation ("BICARES") accepts applications for charitable contributions only through this web site. Please read and acknowledge the following important requirements for submission of your application.

A help document located on the Main tab will be available to guide you through completion of your application.

We require that the charitable organization making the application is the entity that will receive payment. The application must contain proof that the applicant

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has an appropriate charitable designation and a determination letter from the Internal Revenue Service (IRS).

The charitable contribution applicant organization name must match the name reported and listed with the IRS or a detailed explanation must be provided explaining how the applicant is covered under the listed organization's charitable designation.

Once you begin your application, please save your work frequently. For security purposes, the log-on time is limited to 90 minutes. Be sure to "Save" your work if you have started the application and wish to complete it at a later date, or if you have finished the application. Always save your work before exiting the system.

By checking the box below, you acknowledge having read the information above and certify that:

- All information provided in this Charitable Contribution Application is accurate.
- You understand that approval of this application is not conditioned upon prescribing, purchasing or recommending BIPI's products, and is not in exchange for goods or services provided to BIPI.
- You understand that only BICARES can make a commitment to provide funding, and that acceptance of your completed application is not a guarantee of funding.
- You understand that both the review of the application and funding decisions are at the sole discretion of BICARES.
- You understand that, in the event your application is accepted and your proposal is funded, BICARES may require additional information, metrics and/or reports related to the funded project; and
- You understand that BICARES may modify the amount of funding requested upon acceptance of the application and at any time prior to the issuance of full funding.