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

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

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation Baxter International Foundation		A Employer identification number 36-3159396
Number and street (or P O box number if mail is not delivered to street address) One Baxter Parkway	Room/suite	B Telephone number 847-948-2000
City or town, state, and ZIP code Deerfield, IL 60015		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 33,035,912.	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(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				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		2,341.	2,341.		Statement 1
4 Dividends and interest from securities		1,154,356.	1,154,356.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,334,339.			
b Gross sales price for all assets on line 6a		18,750,900.			
7 Capital gain net income (from Part IV, line 2)			2,334,339.		
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)					
11 Other income		37,088.	37,088.		Statement 3
12 Total. Add lines 1 through 11		3,528,124.	3,528,124.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages		87,730.	0.		87,730.
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees Stmt 4		405,767.			304,251.
17 Interest					
18 Taxes Stmt 5		6,863.			0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		12,948.			12,948.
22 Printing and publications		4,711.	0.		4,711.
23 Other expenses Stmt 6		2,686.	0.		2,686.
24 Total operating and administrative expenses. Add lines 13 through 23		520,705.	102,536.		412,326.
25 Contributions, gifts, grants paid		3,592,015.			3,592,015.
26 Total expenses and disbursements. Add lines 24 and 25		4,112,720.	102,536.		4,004,341.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<584,596.>			
b Net investment income (if negative, enter -0-)			3,425,588.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	573,915.	325,925.	325,925.
	2 Savings and temporary cash investments	578,818.	709,036.	709,036.
	3 Accounts receivable ▶ 64,943.			
	Less: allowance for doubtful accounts ▶	83,081.	64,943.	64,943.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 7	34,625,099.	31,936,008.	31,936,008.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	35,860,913.	33,035,912.	33,035,912.
	17 Accounts payable and accrued expenses	129,436.	170,313.	
	18 Grants payable			
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ▶ Miscellaneous)	36,923.	0.		
23 Total liabilities (add lines 17 through 22)	166,359.	170,313.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ X			
	24 Unrestricted	35,694,554.	32,865,599.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐			
	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	35,694,554.	32,865,599.		
31 Total liabilities and net assets/fund balances	35,860,913.	33,035,912.		

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	35,694,554.
2 Enter amount from Part I, line 27a	2	<584,596.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	35,109,958.
5 Decreases not included in line 2 (itemize) ▶ Mark to Market Adjustment	5	2,244,359.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	32,865,599.

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 Publicly Traded	P	Various	Various
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 18,750,900.		16,416,561.	2,334,339.
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			2,334,339.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	2,334,339.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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 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	4,180,159.	33,978,032.	.123025
2009	3,792,804.	31,946,480.	.118724
2008	3,999,539.	40,293,138.	.099261
2007	3,093,284.	45,730,762.	.067641
2006	4,218,557.	37,138,680.	.113589

2 Total of line 1, column (d)	2	.522240
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	.104448
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	33,991,492.
5 Multiply line 4 by line 3	5	3,550,343.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	34,256.
7 Add lines 5 and 6	7	3,584,599.
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.	8	4,004,341.

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 ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	34,256.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	34,256.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	34,256.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	25,144.	
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	25,144.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	102.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	9,214.	
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 ☐ Refunded ☒	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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
1c 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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
4a 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?		
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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ IL		
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		X

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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? Website address www.baxter.com/about baxter/foundation/index.html	13	x	
14	The books are in care of Donna Namath Telephone no. 847-948-3321 Located at One Baxter Parkway Deerfield, IL ZIP+4 60015			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
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	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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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
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? If "Yes," list the years	☐ Yes ☒ No	
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
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 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)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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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)?

☒ 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)?

5b

x

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

6b

x

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

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.

(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 Attached Statement				
	0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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 N/A	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	33,722,912.
b	Average of monthly cash balances	1b	786,217.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	34,509,129.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	34,509,129.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	517,637.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	33,991,492.
6	Minimum investment return. Enter 5% of line 5	6	1,699,575.

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	1,699,575.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	34,256.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	34,256.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,665,319.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,665,319.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,665,319.

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	4,004,341.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	4,004,341.
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	5	34,256.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,970,085.

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.

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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				1,665,319.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	2,403,416.			
b From 2007	918,319.			
c From 2008	2,015,312.			
d From 2009	2,216,110.			
e From 2010	2,544,938.			
f Total of lines 3a through e	10,098,095.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$	4,004,341.			
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				1,665,319.
e Remaining amount distributed out of corpus	2,339,022.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	12,437,117.			
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		0.		
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 instr.			0.	
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)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	2,403,416.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	10,033,701.			
10 Analysis of line 9:				
a Excess from 2007	918,319.			
b Excess from 2008	2,015,312.			
c Excess from 2009	2,216,110.			
d Excess from 2010	2,544,938.			
e Excess from 2011	2,339,022.			

N/A

- | | | |
|---------------|--|------------|
| 4942(j)(3) or | | 4942(j)(5) |
|---------------|--|------------|

- (4) Gross investment income**

[illegible]

See Website: http://www.baxter.com/about_baxter/foundation/index.html

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year Dollars For Doers One Baxter Parkway Deerfield, IL 60015				24,350.
Foundation Grants Paid in 2011 One Baxter Parkway Deerfield, IL 60015				2,789,974.
Matching Gifts Paid in 2011 One Baxter Parkway Deerfield, IL 60015				777,691.
Total			3a	3,592,015.
b Approved for future payment None				
Total			3b	0.

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Interest Income - Oasis Investments	2,305.
Interest Income - Related Portfolio	36.
Total to Form 990-PF, Part I, line 3, Column A	2,341.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Realized Dividend Income Portfolio	1,154,356.	0.	1,154,356.
Total to Form 990-PF, Part I, line 4	1,154,356.	0.	1,154,356.

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Misc Other Income	37,088.	37,088.	
Total to Form 990-PF, Part I, line 11	37,088.	37,088.	

Form 990-PF Other Professional Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Other Professional Services	405,767.	101,516.		304,251.
To Form 990-PF, Pg 1, line 16c	405,767.	101,516.		304,251.

Form 990-PF	Taxes	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax	5,843.	0.		0.
Foreign Tax	1,020.	1,020.		0.
To Form 990-PF, Pg 1, ln 18	6,863.	1,020.		0.

Form 990-PF	Other Expenses	Statement	6
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Dues and Subscriptions	2,088.	0.		2,088.
Promotion	598.	0.		598.
To Form 990-PF, Pg 1, ln 23	2,686.	0.		2,686.

Form 990-PF	Corporate Stock	Statement	7
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Description	Book Value	Fair Market Value
Securities	31,936,008.	31,936,008.
Total to Form 990-PF, Part II, line 10b	31,936,008.	31,936,008.

The Baxter International Foundation
2011- Part VIII - Officers, Directors & Managers
Board of Directors

Name & Address	Title	Avg. hours per week devoted to position	Contributions to employee benefit plans	Expense Acct. other allowances	Compensation (if any)
Robert Hombach Baxter Healthcare Corporation One Baxter Parkway Deerfield, IL 60015	President Elected December 15, 2010	1 hr per wk	-0-	-0-	-0-
Donna Namath Baxter Healthcare Corporation One Baxter Parkway Deerfield, IL 60015	Secretary & Executive Director Elected December 15, 2010	20 hours per wk	-0-	-0-	-0-
Charles W Thurman Baxter Healthcare Corporation One Baxter Parkway Deerfield, IL 60015	Treasurer	1 hr per wk	-0-	-0-	-0-
Alice J Campbell Baxter Healthcare Corporation One Baxter Parkway Deerfield, IL 60015	Board Member	6 hours per week	-0-	-0-	-0-
Shaun Newlon Baxter Healthcare Corporation 25212 W Illinois Route 120 Round Lake, IL 60073	Board Member	1/2 hr per week	-0-	-0-	-0-
Robert M Davis Baxter Healthcare Corporation One Baxter Parkway Deerfield, IL 60015	Board Member	1/2 hr per week	-0-	-0-	-0-
Katherine (Kathy) Azuara Baxter Healthcare Corporation 25212 West Illinois Route 120 Round Lake, IL 60073	Board Member	1/2 hr per week	-0-	-0-	-0-
Peter Nicklin Baxter Healthcare SA Hertistrasse 2 8304 Wallisellen CH-8304 Switzerland	Board Member	1/2 hr per week	-0-	-0-	-0-
John S Park Baxter Healthcare Corporation One Baxter Way Westlake Village, CA 91362	Board Member	1/2 hr per week	-0-	-0-	-0-

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Unconditional Grants Paid 2011
12/31/2011

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
<u>Civic</u>					
Council on Foundations 2011 membership dues and annual support \$4,500.00	17024 2003763	2/8/2011	\$4,500.00	Foundation Grants	33017 Approved February 2011
Donors Forum of Chicago Donors Forum Annual Support \$7,998.24	17040 2003770	2/25/2011	\$7,998.24	Foundation Grants	33032 Approved February 2011
The Lake County Haven	17340	12/9/2011	\$3,000.00	Directors Discretionary Grant	Approved December 2011-Directors Discretionary Grant for Robert Davis-Civic
Directors Discretionary Grant from Robert Davis - Civic \$3,000.00	2003924				
Northern Illinois Food Bank	17329	12/9/2011	\$1,500.00	Directors Discretionary Grant	33194 Approved November 2011-Directors Discretionary Grant Bob Hombach-Civic
Directors Discretionary Grant Bob Hombach-Civic \$1,500.00	2003913				
Total Civic (4 items)			\$16,998.24		

Disaster Relief-Health

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
American Red Cross	17190	7/14/2011	\$10,000 00	Discretionary Grant Disaster Relief	33105
<i>Disaster Relief Discretionary Grant for Joplin Missouri Tornado May 2011</i>	2003842				Approved July 2011- Discretionary Grant for Joplin MO disaster relief for tornado May 2011
\$10,000.00					
American Red Cross Mid Alabama Region	17121	7/14/2011	\$5,000 00	Discretionary Grant Disaster Relief	33106
<i>Discretionary Disaster Relief Grant for Tornado in Alabama</i>	2003817				Approved May 2011-Alabama Tornado Discretionary Grant for Disaster Relief
\$5,000.00					
JEN Organization	17195	10/7/2011	\$50,000 00	Discretionary Grant Disaster Relief	Wire Transfer
<i>Discretionary Disaster Relief Grant to fund a soup kitchen for support of Ishinomaki after Japan earthquake March 15, 2011</i>	2003845				Approved March 2011-Discretionary Disaster Relief for Japan Earthquake 2011
\$50,000 00					
New Zealand Red Cross	17152	6/27/2011	\$5,000 00	Discretionary Grant Disaster Relief	33095
<i>Discretionary Disaster Relief letter for New Zealand Earthquake</i>	2003830				Approved June 2011-Discretionary Disaster Relief for New Zealand Earthquake
\$5,000 00					
Project Hope	17197	9/12/2011	\$152,806.22	Foundation Extraordinary Grant	33139
<i>Discretionary Disaster Relief Grant for Japan Earthquake March 2011</i>	2003847				Approved March 2011-Discretionary Disaster Relief for Japan Earthquake 2011
<i>Total Amount 281,196 90</i>					
<i>Foundation Amount \$153,098 45</i>					
<i>Employee Matching Gift for Disaster Relief \$128,098 45** see page 2 note</i>					
<i>\$153,098 45</i>					

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Project Hope	17197	10/6/2011	\$292.23	Foundation Extraordinary Grant	33149
Discretionary Disaster Relief Grant for Japan Earthquake March 2011	2003847				Approved July 2011
Total Amount 281,196.90					
Foundation Amount \$153,098.45					
Employee Matching Gift for Disaster Relief \$128,098.45** see page 2 note					
\$153,098.45					
Project Hope	17326	11/16/2011	\$704.35	Foundation Extraordinary Grant	33176
Discretionary Disaster Relief Grant for Japan Earthquake March 2011	2003910				Approved November 2011-late Ireland wire transfer
Additional Ireland wire transfer for Japan rcvd by JK Group on 11/10/2011					
****see note on page 2					
\$704.35					
			<u>\$223,802.80</u>		
		Total Disaster Relief-Health (7 items)			
Disaster Relief-Humanitarian Assistance					
Hope International Development Agency-Japan	17196	9/12/2011	\$62,500.00	Discretionary Grant Disaster Relief	Wire Transfer
Discretionary Disaster Relief Grant for salary of new development officer to assist with Japan earthquake March 15, 2011	2003846				Approved March 2011-Discretionary Disaster Relief for Japan Earthquake 2011
Foundation Amount \$90,000.00					
Employee Matching Gift for Disaster Relief \$35,000.00					
\$125,000.00					
			<u>\$62,500.00</u>		
		Total Disaster Relief-Humanitarian Assistance (1 item)			

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
<u>Education</u>					
Catholic Central High School	17135	6/27/2011	\$3,000.00	Directors Discretionary Grant	33094
<i>Directors Discretionary Grant-Kathy Azuara</i>	2003821				Approved June 2011-Directors Discretionary Grant-Kathy Azuara
\$3,000.00					
Choices Empowerment	17098	5/16/2011	\$500.00	Directors Discretionary Grant	33068
<i>Directors Discretionary Grant-John Park</i>	2003801				Approved April 2011-Directors Discretionary Grant-John Park
\$500.00					
City Scholars Foundation	17097	5/16/2011	\$1,250.00	Directors Discretionary Grant	33062
<i>Directors Discretionary Grant-John Park</i>	2003800				Approved April 2011 - Directors Discretionary Grants-John Park
\$1,250.00					
City Scholars Foundation	17322	11/16/2011	\$1,000.00	Foundation Grants	33173
<i>Directors Discretionary Grant-John Park-Education</i>	2003906				Approved November 2011-Directors Discretionary Grant-John Park-Education
\$1,000.00					
Macalester College	17235	11/9/2011	\$3,000.00	Directors Discretionary Grant	33166
<i>Directors Discretionary Grant-Charles Thurman-2011</i>	2003867				Approved August 2011-Directors Discretionary Grant-Charles Thurman-2011
\$3,000.00					

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Scholarship America 2011 Scholarship Program Remaining management fee \$10,185 00 Scholarship awards \$160,515 00 Shipping Charges \$865 65 \$171,565.65	17210 2003853	7/26/2011	\$171,565.65	Foundation Grants	33109 Approved July 2011-Scholarship 2011
Scholarship America Scholarship awards reinstated student \$1,485.00	17228 2003860	8/16/2011	\$1,485.00	Foundation Grants	33125 Approved August 2011- Scholarship for reinstated student
Scholarship America 2011 Scholarship Program second half scholarship awards payment \$105,500.00	17321 2003905	11/16/2011	\$105,500 00	Foundation Grants	33178 Approved November 2011-2nd half of Scholarship Awards
University of Colorado Foundation Directors Discretionary Grant-Bob Hombach-Education \$1,500 00	17328 2003912	12/9/2011	\$1,500.00	Directors Discretionary Grant	Approved November 2011-Directors Discretionary Grant Bob Hombach
University of Wisconsin Parkside Donna Namath Director's Discretionary Grant \$1,500.00	17068 2003778	5/9/2011	\$1,500 00	Directors Discretionary Grant	33077 Approved March 2011-D. Namath Director's Discretionary Grant
Westminster College - PA Directors Discretionary Grant Alice Campbell \$3,000.00	17153 2003831	6/23/2011	\$3,000.00	Directors Discretionary Grant	33110 Approved June 2011-Directors Discretionary Grant-Alice Campbell
Total Education (11 items)			\$293,300.65		

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Health					
A Safe Place - Lake County Crisis Center	17187	7/14/2011	\$500.00	Directors Discretionary Grant	33104
<i>Directors Discretionary Grant for Donna Namath</i>	2003839				Approved July 2011-Directors Discretionary Grant-Donna Namath
\$500.00					
Abraham Low Self-Help Systems	16508	4/11/2011	\$35,000.00	Foundation Grants	33046
<i>Mental health support groups for veterans at North Chicago VA facility</i>	2003495				Approved September 2009
\$70,000.00					
Americares India	16979	1/18/2011	\$58,887.00	Foundation Grants	33012
<i>To support a two year scalable pilot initiative aimed at reducing health disparities within pre-selected communities across the urban slums of Andheri East in Mumbai, India, through the use of mobile medical vans, patient tracking and education programs</i>	2003756				Approved December 2010
\$85,553.00					
Asociacion Asilo de la Vejez de Cartago	16595	5/23/2011	\$11,640.00	Foundation Grants	33071
<i>Psychological services for the elderly living in long-term nursing facility in Cartago, Costa Rica</i>	2003547				Approved December 2009
\$34,920.00					
Asociacion Oscense Pro Salud Mental	16914	2/15/2011	\$82,666.00	Foundation Grants	33024
<i>Expanded mental health treatment services in the Sabinanigo area of Spain</i>	2003711				Approved September 2010
\$82,666.00					
AUPHA	17079	5/3/2011	\$89,000.00	Foundation Expenses	33055
<i>To support 3 years for the William B. Graham Prize for Health Services Research = 2012, 2013, 2014</i>	2003795				Approved April 2011
\$267,000.00					

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Best Start Health Coalition in Peel <i>Expanded prenatal nutrition counseling in Mississauga/Peel, Ontario, Canada</i> \$82,944.00	15956 2003208	3/11/2011	\$27,648.00	Foundation Grants	33037 Approved June 2008
Bread for the City <i>Discretionary Grant made in lieu of flowers for Foster MC GAW Luncheon on April 12, 2011</i> \$2,500.00	17042 2003773	3/16/2011	\$2,500.00	Foundation Grants	33041 Approved March 2011-in lieu of centerpiece at Foster McGaw Event April 12, 2011
The Carers Association <i>Expanded services to carers in County Mayo, Ireland</i> \$173,380.00	16505 2003497	9/12/2011	\$85,930.00	Foundation Grants	33143 Approved September 2009
Center for Enriched Living <i>Healthy lifestyles program for individuals with developmental and physical disabilities in Northern Illinois.</i> \$10,000.00	16804 2003669	1/10/2011	\$5,000.00	Foundation Grants	33009 Approved June 2010
CommunityHealth <i>Support of a nurse for South Side Health Center</i> \$50,000.00	17076 2003791	4/14/2011	\$50,000.00	Foundation Grants	33063 Approved April 2011
David Busby Street Centre (DSBC) <i>To hire a full time registered nurse that will assist in the provision of primary health care of participants</i> \$54,000.00	16982 2003751	2/21/2011	\$54,000.00	Foundation Grants	33031 Approved December 2010
Enfoques Integrales para la Familia A.C. <i>To provide workshops and counseling for public elementary schools, focused on child sexual abuse prevention</i> \$29,532.00	17223 2003870	8/22/2011	\$29,532.00	Foundation Grants	33186 Approved August 2011

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Equestrian Connection <i>Every Avenue Possible - therapy program for adults with special needs in Lake County, Illinois</i> \$60,000.00	16575 2003540	3/17/2011	\$30,000.00	Foundation Grants	33038 Approved December 2009
Family Health Partnership Clinic <i>To expand services to meet the needs of the community by adding an interpreter, medication program coordinator and an RN</i> \$40,834.00	17201 2003869	9/29/2011	\$40,834.00	Foundation Grants	33146 Approved August 2011
Grantmakers in Health <i>2011 Funding Partner Contribution</i> \$2,775.00	17099 2003802	4/26/2011	\$2,775.00	Foundation Grants	33057 Approved April 2011
Gunnawirra Limited <i>For support of managers salaries for family project</i> \$50,000.00	16988 2003790	5/31/2011	\$30,000.00	Foundation Grants	33084 Approved April 2011
Gunnawirra Limited <i>For support of managers salaries for family project</i> \$50,000.00	16988 2003790	8/4/2011	\$20,000.00	Foundation Grants	33121 Approved April 2011-Amended Payment Details 6/2011
Health and Medicine Policy Research Group <i>Support for the 2011-2012 Chicago Area Schweitzer Fellows Program</i> \$65,000.00	16984 2003749	2/18/2011	\$25,000.00	Foundation Grants	33018 Approved December 2010
Health and Medicine Policy Research Group <i>Support for the 2011-2012 Chicago Area Schweitzer Fellows Program</i> \$65,000.00	16984 2003749	9/29/2011	\$40,000.00	Foundation Grants	33147 Approved December 2010
HealthReach Inc. <i>Acute Care Program in Lake County, Illinois</i> \$96,000.00	16503 2003494	1/18/2011	\$48,000.00	Foundation Grants	33014 Approved September 2009

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Hellenic Foundation <i>To establish a new campaign that focuses on access to mental health for victims of domestic violence</i> \$25,000 00	17171 2003876	9/29/2011	\$25,000 00	Foundation Grants	33151 Approved August 2011
Hogar Cuna San Cristobal <i>Psychological services for abused children and women in Puerto Rico</i> \$27,852 00	16584 2003543	8/22/2011	\$13,926 00	Foundation Grants	33132 Approved December 2009
HRET - Hospital Research And Educational Trust <i>Supports the Foster G McGaw Prize Award for 2009 and 2010</i> \$315,000 00	16161 2003304	1/10/2011	\$105,000.00	Foundation Grants	33016 Approved December 2008
HRET - Hospital Research And Educational Trust <i>To support the 2011 and 2012 Foster G McGaw award honoring outstanding commitment to community service by a health care institution</i> \$420,000 00	16983 2003750	2/22/2011	\$210,000 00	Foundation Grants	33030 Approved December 2010
Instituto Psicopedagogico de Puerto Rico <i>Expanded health care services in Bayamon - San Juan, Puerto Rico</i> \$122,834 60	16920 2003710	6/6/2011	\$96,171 60	Foundation Grants	33085 Approved September 2010
Instituto Psicopedagogico de Puerto Rico <i>Expanded health care services in Bayamon - San Juan, Puerto Rico</i> \$122,834 60	16920 2003710	8/22/2011	\$26,663 00	Foundation Grants	33136 Void: 33129 Approved June 2011-Amended grant amount for 2 payments
Interfaith House <i>To support expansion hours and services of medical clinic for homeless population in metro Chicago by hiring a full time licensed nurse</i> \$48,672.00	17078 2003792	8/22/2011	\$48,672.00	Foundation Grants	33137 Void:33130 Approved April 2011

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
The Irish Hospice Foundation <i>Pilot to Extend Access to Hospice Care for Non-Cancer Patients in Dublin, Ireland</i> \$109,390.00	15976 2003189	2/15/2011	\$54,695.00	Foundation Grants	33026 Approved June 2008
The Irish Society for the Prevention of Cruelty to Children <i>TeenFocus service expansion in County Mayo, Ireland</i> \$153,649.00	16593 2003546	1/18/2011	\$77,720.00	Foundation Grants	33015 Approved December 2009
Irvine Adult Day Health Center <i>To hire part time nursing assistant for Skilled Nursing Care and Health Monitoring Program</i> \$36,020.00	17182 2003875	11/10/2011	\$36,020.00	Foundation Grants	33175 Approved August 2011
Kids in Distress <i>To support the salary and related payroll expenses for a dental assistant position for one year</i> \$52,000.00	16981 2003772	3/11/2011	\$52,000.00	Foundation Grants	33039 Approved December 2010
Kispex <i>To provide palliative and psychological support for family members of seriously ill children</i> \$48,211.21	17179 2003868	12/21/2011	\$48,211.21	Foundation Grants	Approved August 2011
New Life Counseling Services <i>Expanded mental health counseling in Northern Ireland</i> \$166,270.00	16587 2003545	5/23/2011	\$83,816.00	Foundation Grants	33074 Approved December 2009
Parramatta Mission <i>Provide a full time position for a registered health professional to provide assessments onsite at Headspace, a youth friendly health service</i> \$90,010.00	16980 2003752	2/15/2011	\$90,010.00	Foundation Grants	33034 Approved December 2010

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Plan India <i>to enhance employment opportunities to underprivileged women by technical skills training</i> \$52,680.00	17067 2003787	6/6/2011	\$52,680.00	Foundation Grants	33086 Approved April 2011
Pro Integral <i>To support the expansion of psychological support services, with full time staff psychologist for clients and their families</i> \$44,350 00	17236 2003871	9/29/2011	\$44,350.00	Foundation Grants	33153 Approved August 2011
Project Concern International <i>Improving Access to Healthcare Services for Adolescents in Cristis in Delhi and Haryana, India</i> \$130,946.00	16309 2003393	2/15/2011	\$63,385.00	Foundation Grants	33028 Approved April 2009
Save the Children <i>For purchasing, equipping, and staffing a new mobile health unit over 2 years</i> \$97,138 65	17046 2003788	7/14/2011	\$97,138.65	Foundation Grants	33108 Approved April 2011
Sigma Theta Tau, Inc. <i>2011 presentation of the Episteme Award at Sigma Theta Tau International 41st Biennial Convention on 10/330/2011 in Grapevine Texas</i> \$15,000.00	17049 2003794	5/9/2011	\$15,000.00	Foundation Grants	33066 Approved April 2011
Venice Family Clinic <i>Expanded services in new full-service dental clinic in Los Angeles, California</i> \$55,128.00	16573 2003606	8/22/2011	\$55,128 00	Foundation Grants	33140 Approved April 2010
VZW Kinderkankerfonds <i>Increased psychological support for in-home curative and palliative care for children with serious and terminal illness in Belgium</i> \$70,224.00	16712 2003675	2/25/2011	\$70,224.00	Foundation Grants	33036 Approved June 2010

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Total Health (42 items)			\$2,134,722.46		
<u>Social Service</u>					
Canaan Childrens Home in Sri Lanka	17237	9/12/2011	\$3,000.00	Directors Discretionary Grant	33142 Approved August 2011- Directors Discretionary Grant-Peter Nicklin
Directors Discretionary Grant-Peter Nicklin-8-2011 \$3,000.00	2003872				
Connections for Abused Women and their Children (CAWC)	16987	1/13/2011	\$1,000.00	Directors Discretionary Grant	33010 Approved December 2010-Discretionary Grant-C. Peurye-Social Service
Discretionary Grant-Celene Peurye-Social Service 2010 \$1,000.00	2003748				
Hogares Teresa Toda To cover costs of salaries for new multidisciplinary team of mental health providers \$50,400.00	17083 2003793	5/9/2011	\$50,400.00	Foundation Grants	33069 Approved April 2011
Little Angels Directors Discretionary Grant for Shaun Newlon \$3,000.00	17256 2003886	11/7/2011	\$3,000.00	Directors Discretionary Grant	33170 Approved September 2011-Directors Discretionary Grant Shaun Newlon
Simi Valley Family YMCA Directors Discretionary Grant for John Park Pledge # 727488 \$250.00	17096 2003799	5/16/2011	\$250.00	Directors Discretionary Grant	33076 Approved April 2011-Directors Discretionary Grant for John Park

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
YWCA of Lake County	17186	7/14/2011	\$1,000.00	Directors Discretionary Grant	33103
<i>Directors Discretionary Grant for Donna Namath</i>	2003838				Approved July 2011-Directors Discretionary Grant for Donna Namath
\$1,000.00					
		<i>Total Social Service (6 items)</i>	<u>\$58,650.00</u>		
		Grand Total (71 items)	<u>\$2,789,974.15</u>		

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Matching Gifts Paid 2011
12/31/2011

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Culture					
JK Group, Inc. <i>Matching Gifts-Arts & Culture</i> <i>Invoice #FY10Q401MG</i> <i>Quarterly Funding</i> \$8,387 58	17020 2003759	2/8/2011	\$8,387 58	Foundation Grants	33020 Approved February 2011-Arts & Culture Quarterly Funding
JK Group, Inc. <i>Matching Gifts Quarterly Funding-Arts & Culture</i> <i>Invoice # FY10Q401MG</i> \$13,675.98	17045 2003776	3/17/2011	\$13,675 98	Foundation Grants	33042 Approved March 2011-MG Arts & Culture Quarterly Funding
JK Group, Inc. <i>Matching Gifts Quarterly Funding-Arts & Culture</i> <i>Invoice #FY11OneTime01MEF</i> <i>Employee Giving Campaign One Time Matching</i> <i>Gifts</i> \$477.00	17102 2003805	4/26/2011	\$477.00	Foundation Grants	33052 Approved April 2011-Quarterly Funding for One time MG-Arts & Culture
JK Group, Inc. <i>JK Group Quarterly Funding for MG Arts & Culture</i> <i>Invoice # FY11Q101MG</i> \$19,663.00	17118 2003814	5/16/2011	\$19,663.00	Foundation Grants	33070 Awarded May 2011-MG Arts & Culture
JK Group, Inc. <i>Matching Gifts Quarterly Funding-Arts & Culture</i> <i>Invoice # FY11Q201MG</i> \$4,912 50	17241 2003879	9/12/2011	\$4,912.50	Foundation Grants	33138 Approved September 2011-Matching Gifts Quarterly Funding-Arts/Culture

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
JK Group, Inc. <i>Matching Gifts Arts and Culture Quarterly Funding Invoice # FY11Q30/MG</i> \$29,811.00	17343 2003932	12/14/2011	\$29,811.00	Foundation Grants	33187 Approved December 2011-MG Quarterly Funding Arts & Culture
Education					
JK Group, Inc. <i>Matching Gifts-Education Invoice #FY10Q40/MG Quarterly Funding</i> \$45,496.66					
			Total Culture (6 items)		
			\$76,927.06		
JK Group, Inc. <i>Matching Gifts Quarterly Funding-Education Invoice # FY10Q40/MG</i> \$130,780 75	17018 2003757	2/8/2011	\$45,496.66	Foundation Grants	33020 Approved February 2011-Education Quarterly Funding
JK Group, Inc. <i>Matching Gifts Quarterly Funding-Education Invoice # FY10Q40/MG</i> \$130,780 75	17043 2003774	3/17/2011	\$130,780 75	Foundation Grants	33042 Approved March 2011-MG Education Quarterly Funding
JK Group, Inc. <i>Matching Gifts Quarterly Funding-Education Invoice #FY11OneTime01MEF Employee Giving Campaign One Time Matching Gifts</i> \$5,259.00	17100 2003803	4/26/2011	\$5,259 00	Foundation Grants	33054 Approved April 2011-Quarterly Fu nding for MG Education=One time MG
JK Group, Inc. <i>JK Group Quarterly Funding for MG Education Invoice # FY11Q101MG</i> \$112,180 00	17116 2003812	5/16/2011	\$112,180 00	Foundation Grants	33070 Approved May 2011-MG Education
JK Group, Inc. <i>Matching Gifts Quarterly Funding-Education Invoice FY11Q201MG</i> \$57,335 00	17239 2003877	9/12/2011	\$57,335.00	Foundation Grants	33138 Approved September 2011-MG Quarterly Funding-Education

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
JK Group, Inc. Matching Gifts Quarterly Funding for Education Invoice # FY11Q301MG \$4,456.00	17341 2003930	12/14/2011	\$4,456.00	Foundation Grants	33187 Approved December 2011-MG Education Quarterly Funding
Health					
JK Group, Inc. Matching Gifts-Health Invoice #FY10Q401MG Quarterly Funding \$81,374.94	17019 2003758	2/8/2011	\$81,374.94	Foundation Grants	33020 Approved February 2011-Health Quarterly Funding
JK Group, Inc. Matching Gifts Quarterly Funding-Health Invoice # FY10Q401MG \$70,225.48	17044 2003775	3/17/2011	\$70,225.48	Foundation Grants	33042 Approved March 2011-MG Health Quarterly Funding
JK Group, Inc. Matching Gifts Quarterly Funding-Health Invoice #FY11OneTime01MEF Employee Giving Campaign One Time Matching Gifts \$5,450.00	17101 2003804	4/26/2011	\$5,450.00	Foundation Grants	33054 Approved April 2011-Quarterly Funding for One time Mg-Health
JK Group, Inc. JK Group Quarterly Funding for Health Invoice # FY11Q101MG \$67,071.08	17117 2003813	5/16/2011	\$67,071.08	Foundation Grants	33070 Approved May 2011-MG Health
JK Group, Inc. Matching Gifts Quarterly Funding-Health Invoice # FY11Q201MG \$69,279.01	17240 2003878	9/12/2011	\$69,279.01	Foundation Grants	33138 Approved September 2011-Matching Gifts Quarterly Funding-Health
Total Education (6 items)			\$355,507.41		

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
JK Group, Inc. Matching Gifts Quarterly Funding-Health Invoice # FY11Q301MG \$51,855.69	17342 2003931	12/14/2011	\$51,855.69	Foundation Grants	33187 Approved December 2011-MG Health Quarterly Funding
		Total Health (6 items)	\$345,256.20		
		Grand Total (18 items)	\$777,690.67		

Baxter International Foundation 2011 XV 3ad IRS Report

Dollars for Doers Paid 2011
12/31/2011

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
<u>\$/Doers - Civic</u>					
101 Gamaliel Volunteer Fire Department \$ for Doers-Robert Rodgers-Civic \$500.00	17358 2003952	12/21/2011	\$500.00	Foundation Grants	33197 Approved December 2011-\$ for Doers-Rodgers-Civic
Boy Scouts of America - Chickasaw Council, Tallaha District \$ for Doers-Steve Raines-Civic \$500.00	17143 2003828	6/13/2011	\$500.00	Foundation Grants	33158 Void 33082 Approved June 2011-\$ for Doers-Steve Raines-civic
Boy Scouts of America - Chickasaw Council, Tallaha District \$ for Doers-Ralph William Tierce-Civic \$300.00	17158 2003834	6/27/2011	\$300.00	Foundation Grants	33091 Approved June 2011-\$ for Doers-Ralph William Tierce-Civic
Boy Scouts of America - Chickasaw Council, Tallaha District \$ for doers-Tish Givens-Civic \$500.00	17212 2003855	7/26/2011	\$500.00	Foundation Grants	33114 Approved July 2011-\$ for Doers-Givens-Civic
Boy Scouts of America Boy Scout Troop 23 \$ for Doers-Stephen Raines-Civic \$500.00	17310 2003895	11/7/2011	\$500.00	Foundation Grants	33159 Approved November 2011 \$ for Doers-Stephen Raines-Civic

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Boy Scouts of America Troop 4081 \$ for Doers-Warren L. Jones-Civic \$500.00	17141 2003826	6/13/2011	\$500.00	Foundation Grants	33083 Approved June 2011-\$ for Doers-Warren L. Jones-Civic
Boy Scouts of America, Piedmont Council \$ for Doers-Kevin Christopher Smith-Civic \$500.00	17128 2003820	5/23/2011	\$500.00	Foundation Grants	33075 Approved May 2011-\$ for Doers-Kevin Christopher Smith-Civic
Boy Scouts of America, Piedmont Council \$ for Doers- Lisa Gaudio Brooks-Civic \$300.00	17191 2003843	7/14/2011	\$300.00	Foundation Grants	33100 Approved July 2011-\$ for Doers- Brooks- Civic
Boy Scouts of America, Piedmont Council \$ for Doers-James Barlowe-Social Services \$500.00	17231 2003863	8/16/2011	\$500.00	Foundation Grants	33122 Approved August 2011-\$ for Doers-Barlowe-Social Service
Cats in Need of Human Care \$ for Doers-Michelle Ficklin-Civic \$200.00	17030 2003766	2/15/2011	\$200.00	Foundation Grants	33025 Approved February 2011-\$ for Doers-Michelle Ficklin-Civic
Charter Oak Youth Softball and Baseball Organization \$ for Doers-Juan Carlos Ramos-Civic \$500.00	17023 2003762	2/8/2011	\$500.00	Foundation Grants	33029 Approved February 2011-\$ for Doers-Ramos-Civic
Concerned People for Animals \$ for Doers-Whipple-Civic \$500.00	17025 2003764	2/8/2011	\$500.00	Foundation Grants	33019 Approved February 2011-\$ for Doers-Whipple-civic

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Concerned People for Animals \$ for Doers-Edith Matsumoto-Civic \$200.00	17032 2003768	2/15/2011	\$200.00	Foundation Grants	33021 Approved February 2011-\$ for Doers-Edith Matsumoto-Civic
Eastvale Girls Softball Association \$ for Doers-Christopher Vincent Marin-Civic \$500.00	17253 2003883	9/29/2011	\$500.00	Foundation Grants	33145 Approved September 2011-\$ for Doers-Christopher Marin-Civic
Girl Scout Troop 30109 \$ for Doers-Tish Givens-Civic \$300.00	17107 2003809	5/3/2011	\$300.00	Foundation Grants	33064 Approved May 2011-Tish Givens-Civic
Girl Scouts of Kentuckian Troop 6104 \$ for Doers-Danielle Chrisman-Civic \$500.00	17311 2003896	11/7/2011	\$500.00	Foundation Grants	33169 Approved November 2011-\$ for Doers-Danielle Chrisman Civic
Save A Pet, Inc. \$ for Doers-Dorothy Koons Szoke-Civic \$500.00	17188 2003840	7/14/2011	\$500.00	Foundation Grants	33102 Approved July 2011-\$ for Doers-Koons Szoke-Civic
Total \$/Doers - Civic (17 items)			\$7,300.00		
<u>\$/Doers - Culture</u> Conejo Chinese Cultural Association \$ for Doers-Yingchun Wu-Culture \$500.00	17324 2003908	11/16/2011	\$500.00	Foundation Grants	33180 Approved November 2011-\$ for Doers-Yingchun Wu-Culture

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Crossroads Blues Society \$ for Doers-Ralph William Tierce-Cultural \$200.00	17213 2003856	7/26/2011	\$200.00	Foundation Grants	33115 Approved July 2011-\$ for Doers-Tierce-Cultural
Crystal Lake Community Band \$ for Doers-Jack Sikora-Arts & Culture \$300.00	17349 2003938	12/14/2011	\$300.00	Foundation Grants	33193 Approved December 2011- \$ for Doers-Sikora-Arts & Culture
Crystal Lake Community Band \$ for Doers-Jamie T Konkell-Culture \$500.00	17356 2003950	12/21/2011	\$500.00	Foundation Grants	Approved December 2011-\$ for Doers-Konkel-Culture
John G. Shedd Aquarium \$ for Doers-Carral-Cultural \$500.00	17355 2003949	12/21/2011	\$500.00	Foundation Grants	Approved December 2011-\$ for Doers-Carral-Culture
P M & L Theatre \$ for Doers-Donna Abear-Culture \$300.00	17330 2003914	12/7/2011	\$300.00	Foundation Grants	Approved November 2011-\$ for Doers-Abear- Culture
Pacific Pearl Music Association \$ for Doers-Lia Yang Zhang-Culture \$500.00	17254 2003884	9/29/2011	\$500.00	Foundation Grants	33152 Approved September 2011-\$ for Doers-Zhang-Culture
Snow City Arts Foundation \$ for Doers-Catherine Ann Skala-Arts/Culture \$500.00	17352 2003946	12/21/2011	\$500.00	Foundation Grants	33196 Approved December 2011- \$ for Doers-Skala-Arts/Culture
Total \$/Doers - Culture (8 items)			\$3,300.00		

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
<u>\$/Doers - Education</u>					
Armenian Sisters Academy <i>Dollars for Doers-Tanossian-Education</i> \$250.00	17261 2003891	10/11/2011	\$250.00	Foundation Grants	33157 Approved October 2011-\$ for Doers-Tanossian-Education
Devonshire PTO <i>\$ for Doers-Sherry Hofmann-Education</i> \$500.00	17234 2003866	8/22/2011	\$500.00	Foundation Grants	33127 Approved August 2011- \$ for Doers-Sherry Hofmann-Education
Hendersonville High School Marine Corps ROTC <i>\$ for Doers-Kenneth M Lober-Education</i> \$500.00	17127 2003819	5/23/2011	\$500.00	Foundation Grants	33073 Approved May 2011-\$ for Doers-Lober-Education
Schools in Action Charter-Arts in Action Community Charter School <i>\$ for Doers-Rebecca Hattarki-Education</i> \$500.00	17357 2003951	12/21/2011	\$500.00	Foundation Grants	Approved December 2011-\$ for Doers-Hattarki-Education
Western Springs Foundation for Education Excellence <i>\$ for Doers-Lorna B Williams-Education</i> \$500.00	17029 2003765	2/15/2011	\$500.00	Foundation Grants	33023 Approved February 2011-\$ for Doers-Lorna B. Williams-Education
<u>\$/Doers - Health</u>					
			Total \$/Doers - Education (5 items)		
			\$2,250.00		

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
American Cancer Society \$ for Doers-Terrill B. James-Health \$200.00	17144 2003829	6/13/2011	\$200.00	Foundation Grants	33081 Approved June 2011-\$ for Doers-Terrill B. James-Health
American Cancer Society \$ for Doers- Nancy Nassar-Health \$500.00	17155 2003833	6/27/2011	\$500.00	Foundation Grants	33098 Approved June 2011-\$ for Doers-Nassar-Health
American Cancer Society \$ for Doers-Georgia Smith-Health \$300.00	17159 2003835	6/27/2011	\$300.00	Foundation Grants	33097 Approved June 2011-\$ for Doers-Georgia Smith-Health
American Cancer Society \$ for Doers-Heather M Edwards-Health \$200.00	17315 2003899	11/9/2011	\$200.00	Foundation Grants	33164 Approved November 2011-Edwards-\$ for Doers-Health
American Diabetes Association \$ for Doers-Gregory D Anderson-Health \$500.00	17120 2003816	5/16/2011	\$500.00	Foundation Grants	33067 Approved May 2011-\$ for Doers-Anderson-Health
Brigham and Women's Hospital Dollars for doers-Karla Zevallos-Health \$500.00	17088 2003783	4/4/2011	\$500.00	Foundation Grants	33048 Approved March 2011-\$ for Doers-Karla Zevallos-Health
Cure on Wheels \$ for Doers-William Hajko-Health \$300.00	17331 2003915	12/9/2011	\$300.00	Foundation Grants	33185 Approved November 2011-Hajko-Health

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
A Foundation Building Strength for Nemaline Myopathy \$ for Doers-Patricia A Mitchell-Health \$500.00	17233 2003865	8/22/2011	\$500.00	Foundation Grants	33134 Approved August 2011-\$ for Doers Patricia Mitchell-Health
Great Lakes Adaptive Sports Assn. \$ for doers- Randal F Housner-Health \$300.00	17318 2003902	11/9/2011	\$300.00	Foundation Grants	33165 Approved November 2011-\$ for Doers-Randal Housner-Health
Kenneth Young Center \$ for Doers-Tommy Tsilipetros-Health \$300.00	17022 2003761	2/8/2011	\$300.00	Foundation Grants	33022 Approved February 2011-\$ for Doers-Tsilipetros-Health
Kenneth Young Center \$ for Doers-Tommy Tsilipetros-Health \$500.00	17354 2003948	12/21/2011	\$500.00	Foundation Grants	 Approved December 2011-\$ for Doers-Tsilipetros-Health
National Kidney Foundation Inc. \$ for doers-Gary Chappell-Health \$300.00	17205 2003848	7/26/2011	\$300.00	Foundation Grants	33116 Approved July 2011-\$ for Doers-Gary Chappell-Health
National Ski Patrol System for Wilmot Mountain Ski Patrol \$ for Doers-Chad Anderson-Health \$500.00	17312 2003897	11/7/2011	\$500.00	Foundation Grants	33160 Approved November 2011-\$ for Doers-Chad Anderson-Health
Reppell Diabetes Learning Center \$ for Doers-Ann Lance-Health \$200.00	17162 2003837	6/27/2011	\$200.00	Foundation Grants	33096 Approved June 2011-\$ for Doers-Lance-Health

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Rosalind Franklin Medical School Dollars for doers-Kay Uitech-Health \$300.00	17260 2003890	10/11/2011	\$300.00	Foundation Grants	33156 Approved October 2011-\$ for Doers-Uitech-Health
Sunny Seniors Alzheimers Respite Program \$ for Doers-Elizabeth Redd-Health \$200.00	17243 2003881	9/12/2011	\$200.00	Foundation Grants	33144 Approved September 2011-\$ for Doers-Redd-Health
Walk On Farm \$ for doers-Stephanie Rejzer-Health \$300.00	17316 2003900	11/9/2011	\$300.00	Foundation Grants	33168 Approved November 2011
Total \$/Doers - Health (17 items)			\$5,900.00		
<u>\$/Doers - Soc. Serv.</u>					
Grant Township Area Athletic Association \$ for Doers- Matthew Maifield-Social Service \$500.00	17211 2003854	7/26/2011	\$500.00	Foundation Grants	33107 Approved July 2011-\$ for Doers-Maifield-Social Service
The Meeting Place One Inc. \$ for Doers-Anita R Jensen-Social Service \$500.00	17347 2003936	12/14/2011	\$500.00	Foundation Grants	Approved December 2011-\$ for Doers-Jensen-Social Service
One Hope United \$ for Doers-Danette Williamson-Social Service \$200.00	17031 2003767	2/15/2011	\$200.00	Foundation Grants	VOID 33027 New 33078 Approved February 2011-\$ for Doers-Williamson-Social Service

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
One Hope United \$ for Doers-Scott Mueller-Social Service \$500.00	17089 2003784	4/11/2011	\$500.00	Foundation Grants	33049 Approved April 2011-\$ for Doers-Moeller-Social Service
One Hope United \$ for doers-Amy Monroe-Social Service \$200.00	17317 2003901	11/9/2011	\$200.00	Foundation Grants	33167 Approved November 2011-Amy Monroe \$ for Doers-Social Service
One Hope United \$ for Doers- Scott Mueller-Social Service \$500.00	17353 2003947	12/21/2011	\$500.00	Foundation Grants	33195 Approved December 2011-\$ for Doers-Mueller-Social Service
Ride On Therapeutic Horsemanship \$ for doers-Olivier Dior-Social Services \$500.00	16997 2003755	1/13/2011	\$500.00	Foundation Grants	33013 Approved January 2011-\$ for Doers-Dior-Social Services
Serenity Inc. \$ for Doers-Linda Crotts-Social Service \$500.00	17021 2003760	2/8/2011	\$500.00	Foundation Grants	33035 Approved February 2011-\$ for Doers-Crotts-Social Service
Serenity Inc. \$ for Doers-Linda Crotts-Social Service \$500.00	17344 2003933	12/14/2011	\$500.00	Foundation Grants	33190 Approved December 2011- \$ for Doers-Crotts-Social Service
United States All Stars NFP \$ for Doers-Michelle Humbert-Social Service \$500.00	17209 2003852	7/26/2011	\$500.00	Foundation Grants	33120 Approved July 2011-\$ for Doers-Humbert-Social Service

Organization and Project Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
United Way of Cleveland-Bolivar County \$ for Doers-James Keeton-Social Service	17140 2003825	6/13/2011	\$500.00	Foundation Grants	33088 Approved June 2011 - \$ for Doers-Keeton-Social Service
\$500.00					
United Way of Cleveland-Bolivar County \$ for Doers-Shaneca Roberts-Social Service	17142 2003827	6/13/2011	\$500.00	Foundation Grants	33089 Approved June 2010-\$ for Doers-Shaneca Roberts-Social Service
\$500.00					
United Way of Lake County \$ for Doers-Joseph Farinella-Health	17348 2003937	12/14/2011	\$200.00	Foundation Grants	33191 Approved December 2011-\$ for Doers-Farinella-Health
\$200.00					
		Total \$/Doers - Soc. Serv (13 items)	\$5,600.00		
		Grand Total (60 items)	\$24,350.00		

Exhibit B
The Baxter International Foundation
For Tax Year Ended 12/31/11

Attachment to Form 990-PF
Part VII-B Line 5c

Information Relating to Grants
Subject to Expenditure Responsibility

1. Grantee #15956

Best Start Health Coalition in Peel
4 Automatic Road, Unit 102
Brampton, Ontario L6S 6K9
Canada

2. Date and Amount of Grant

Date of commitment: 06/26/2008

Commitment amount: \$82,944.00

Payment made to grantee:

\$27,648.00 Paid – 07/23/2008 check # 32443

\$27,648.00 Paid – 12/14/2009 check # 32764

\$27,648.00 Paid - 03/11/2011 check# 33037

\$82,944.00

3. Purpose

The purpose of this grant is to expand group and individual prenatal nutrition counseling to prevent low birth weight at eleven program sites in Mississauga/Peel area of Ontario, Canada.

4. Amount of Grant Spent by Grantee

Expenditures in line with budget submitted with proposal.

5. Diversion

To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.

6. Date of Report from Grantee

Progress report received 11/19/2009 and 01/18/2011. Final report due 05/11/2012.

7. Date and Result of Any Verification

To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
For Tax Year Ended 12/31/11

Attachment to Form 990-PF
Part VII-B Line 5c

Information Relating to Grants
Subject to Expenditure Responsibility

1. Grantee #16300

Charities Aid Foundation-CAF
R-39 Ground Floor
South Extension, Part II
New Delhi 110 049
India

2. Date and Amount of Grant

Date of commitment: 04/16/2009
Commitment amount: \$240,000.00
Payment made to grantee:
\$120,000.00 Paid – 06/01/2009 check # 32650
\$120,000.00 Paid – 11/18/2010 check # 32990
\$240,000.00

3. Purpose

The purpose of this grant is to expand programs to prevent non-communicable chronic diseases in India.

4. Amount of Grant Spent by Grantee

Expenditures in line with budget submitted with proposal.

5. Diversion

To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.

6. Date of Report from Grantee

Progress report received 11/15/2010. Final report was due 7/15/2011. Sent multiple letters of request to agency for final report. Last report request was 2/15/2012.

7. Date and Result of Any Verification

To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
For Tax Year Ended 12/31/11

Attachment to Form 990-PF
Part VII-B Line 5c

Information Relating to Grants
Subject to Expenditure Responsibility

1. **Grantee #16801**
Canadian National Institute for the Blind-CNIB
1270 Central Parkway West
Mississauga, Ontario
L5C 4P4 Canada
2. **Date and Amount of Grant**
Date of commitment: 06/29/2010
Commitment amount: \$65,795.00
Payment made to grantee:
\$65,795.00 Paid - 10/06/2010 check # 32965
3. **Purpose**
The purpose of this grant is for support of a coordinator of Volunteer and Outreach Services in Mississauga and greater Toronto, Ontario, Canada.
4. **Amount of Grant Spent by Grantee**
Expenditures in line with budget submitted with proposal.
5. **Diversions**
To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.
6. **Date of Report from Grantee**
Final report was due 06/29/2011. Sent multiple letters of request to agency for final report. Last report request was 2/15/2012.
7. **Date and Result of Any Verification**
To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
For Tax Year Ended 12/31/11

Attachment to Form 990-PF
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Information Relating to Grants
Subject to Expenditure Responsibility

1. **Grantee #16912**
Associazione Nazionale Subvedneti-Onlus
Via Celeste Clericetti, 22
201 33 Main
Italy
2. **Date and Amount of Grant**
Date of commitment: 09/28/2010
Commitment amount: \$82,666.00
Payment made to grantee:
\$82,666.00 Paid - 12/27/2010 check # 33001
3. **Purpose**
The purpose of this grant is for the expanded low-vision assistance services in Milan, Italy.
4. **Amount of Grant Spent by Grantee**
Expenditures in line with budget submitted with proposal.
5. **Diversion**
To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.
6. **Date of Report from Grantee**
Final report due February 2012. Sent letters of request to agency for final report. Last report request was 2/15/2012.
7. **Date and Result of Any Verification**
To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
For Tax Year Ended 12/31/11

Attachment to Form 990-PF
Part VII-B Line 5c

Information Relating to Grants
Subject to Expenditure Responsibility

1. Grantee #16163

CONTACT

South Simcoe Community Information Centre
P.O. Box 932
Alliston, L9R 1W1
Canada

2. Date and Amount of Grant

Date of commitment: 12/15/2008

Commitment amount: \$101,400.00

Payment made to grantee:

\$50,700.00 Paid - 03/16/2009 check # 32588

\$50,700.00 Paid - 04/05/2010 check # 32833

\$101,400.00

3. Purpose

The purpose of this grant is for a registered dietician for health and nutrition program for children in Alliston, South Simcoe County, Canada.

4. Amount of Grant Spent by Grantee

Expenditures in line with budget submitted with proposal.

5. Diversion

To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.

6. Date of Report from Grantee

Progress report was received on 3/18/2010. Final report was due 6/16/2011. Sent multiple letters of request to agency for final report. Last report request was 2/15/2012.

7. Date and Result of Any Verification

To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
For Tax Year Ended 12/31/11

Attachment to Form 990-PF
Part VII-B Line 5c

Information Relating to Grants
Subject to Expenditure Responsibility

1. Grantee #16584

Hogar Cuna San Cristobal
PMB 428 HC 01
Box 29030
Caguas, Puerto Rico 00725-8900

2. Date and Amount of Grant

Date of commitment: 12/15/2009
Commitment amount: \$27,852.00
Payment made to grantee:
\$13,926.00 Paid - 07/12/2010 check # 32922
\$13,926.00 Pending Payment
\$27,852.00

3. Purpose

The purpose of this grant is for psychological services for abused children and women in Puerto Rico.

4. Amount of Grant Spent by Grantee

Expenditures in line with budget submitted with proposal.

5. Diversion

To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.

6. Date of Report from Grantee

Progress report received on 7/12/2011. Final report due 8/15/2012.

7. Date and Result of Any Verification

To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
For Tax Year Ended 12/31/11

Attachment to Form 990-PF
Part VII-B Line 5c

Information Relating to Grants
Subject to Expenditure Responsibility

1. Grantee #16505

The Carers Association
Market Square
Tullamore County
Offaly Ireland

2. Date and Amount of Grant

Date of commitment: 09/24/2009

Commitment amount: \$173,380.00

Payment made to grantee:

\$87,450.00 Paid -- 02/15/2010 check # 32800

\$85,930.00 Paid -- 09/12/2011 check # 33143

\$173,380.00

3. Purpose

The purpose of this grant is to establish family carers support and training services in County Mayo, Ireland.

4. Amount of Grant Spent by Grantee

Expenditures in line with budget submitted with proposal.

5. Diversion

To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.

6. Date of Report from Grantee

Progress report received on 02/22/2012. Final report due 09/14/2013.

7. Date and Result of Any Verification

To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
For Tax Year Ended 12/31/11

Attachment to Form 990-PF
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Information Relating to Grants
Subject to Expenditure Responsibility

1. **Grantee #16595**
Asociacion Asilo de la Vejez de Cartago
200 m East and 300 m North Banco Credito Agricola de Cartago
37-7050 Cartago
Cartago, Costa Rica 37-7050
2. **Date and Amount of Grant**
Date of commitment: 12/15/2009
Commitment amount: \$34,920.00
Payment made to grantee:
\$11,640.00 Paid - 01/12/2010 check # 32784
\$11,640.00_Paid – 05/23/2011check # 33071
\$11,640.00 Pending Payment
\$34,920.00
3. **Purpose**
The purpose of this grant is for psychological services for the elderly living in long-term nursing facility in Cartago, Costa Rica.
4. **Amount of Grant Spent by Grantee**
Expenditures in line with budget submitted with proposal.
5. **Diversion**
To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.
6. **Date of Report from Grantee**
Progress report received on 05/17/2011. Final report due 03/30/2013.
7. **Date and Result of Any Verification**
To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
For Tax Year Ended 12/31/11

Attachment to Form 990-PF
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Information Relating to Grants
Subject to Expenditure Responsibility

1. **Grantee #16912**
Associazione Nazionale Subvedneti-Onlus
Via Celeste Ciericetti 22
201 33 Main
Italy
2. **Date and Amount of Grant**
Date of commitment: 09/28/2010
Commitment amount: \$82,666.00
Payment made to grantee:
\$82,666.00 Paid - 12/27/2010 check # 33001
3. **Purpose**
The purpose of this grant is for the expanded low-vision assistance services in Milan, Italy.
4. **Amount of Grant Spent by Grantee**
Expenditures in line with budget submitted with proposal.
5. **Diversion**
To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.
6. **Date of Report from Grantee**
Progress report received on 12/27/2010. Final report due 02/2012. Sent letter of reminder to agency for final report on 2/15/2012.
7. **Date and Result of Any Verification**
To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
For Tax Year Ended 12/31/11

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Information Relating to Grants
Subject to Expenditure Responsibility

1. Grantee #16162

Canadian Mental Health Association
Simcoe County Branch
39 High Street
Barrie, Ontario
Canada L4N 1W2

2. Date and Amount of Grant

Date of commitment: 12/15/2008

Commitment amount: \$80,600.00

Payment made to grantee:

\$40,300.00 Paid - 03/02/2009 check # 32581

\$40,300.00 Paid - 06/21/2010 check # 32906

\$80,600.00

3. Purpose

The purpose of this grant is for the youth outreach program in Alliston,
Simcoe County, Ontario, Canada

4. Amount of Grant Spent by Grantee

Expenditures in line with budget submitted with proposal.

5. Diversion

To the knowledge of the Foundation, no part of the grant was used for other
than its intended purpose.

6. Date of Report from Grantee

Satisfactory progress report received on 06/09/2010. Final report received
2/15/2012.

7. Date and Result of Any Verification

To the knowledge of the Foundation, the Grantee has complied with all record
keeping requirements established as a condition to the Foundation's
commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need
not conduct any independent verification.

Exhibit B
The Baxter International Foundation
For Tax Year Ended 12/31/11

Attachment to Form 990-PF
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Information Relating to Grants
Subject to Expenditure Responsibility

1. **Grantee #16586**
Centro Margarita
RR-03
Box 7260
Cidra 00739
Puerto Rico
2. **Date and Amount of Grant**
Date of commitment: 12/15/2009
Commitment amount: \$55,120.00
Payment made to grantee:
\$55,120.00 Paid – 03/29/2010 check # 32819
3. **Purpose**
The purpose of this grant is to increase and improve speech and occupational therapy services in Cidra and Aibonito, Puerto Rico.
4. **Amount of Grant Spent by Grantee**
Expenditures in line with budget submitted with proposal.
5. **Diversion**
To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.
6. **Date of Report from Grantee**
Satisfactory final report was due 3/31/2011. Sent multiple letters of request to agency for final report. Last report request was 2/15/2012.
7. **Date and Result of Any Verification**
To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
For Tax Year Ended 12/31/11

Attachment to Form 990-PF
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Information Relating to Grants
Subject to Expenditure Responsibility

1. **Grantee #15840**
Hope House
Foxford
County Mayo Ireland
2. **Date and Amount of Grant**
Date of commitment: 04/14/2008
Commitment amount: \$120,000.00
Payment made to grantee:
\$60,000.00 Paid - 07/01/2009 check # 32668
\$60,000.00 Paid - 09/08/2010 check # 32954
\$120,000.00
3. **Purpose**
The purpose of this grant is for improvement and expansion of counseling services in County Mayo, Ireland
4. **Amount of Grant Spent by Grantee**
Expenditures in line with budget submitted with proposal.
5. **Diversion**
To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.
6. **Date of Report from Grantee**
Progress report received 08/24/2010. Progress report received 09/03/2010.
Final report received 1/20/2012.
7. **Date and Result of Any Verification**
To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
For Tax Year Ended 12/31/11

Attachment to Form 990-PF
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Information Relating to Grants
Subject to Expenditure Responsibility

1. **Grantee #16696**
The Elizabeth Fry Society of Simcoe County
102 Maple Avenue
Barrie L4N 1S4
Canada
2. **Date and Amount of Grant**
Date of commitment: 04/08/2010
Commitment amount: \$40,750.00
Payment made to grantee:
\$40,750.00 Paid - 06/08/2010 check # 32883
3. **Purpose**
The purpose of this grant is for mental health services for shelter residents in Simcoe County, Ontario, Canada.
4. **Amount of Grant Spent by Grantee**
Expenditures in line with budget submitted with proposal.
5. **Diversion**
To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.
6. **Date of Report from Grantee**
Final report received 1/30/2012.
7. **Date and Result of Any Verification**
To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
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Information Relating to Grants
Subject to Expenditure Responsibility

1. Grantee #16175

Caritas Malta-Foundation for the Rehabilitation of Drug Abusers
5 Lion Street
Floriana, FRN 1514
Malta

2. Date and Amount of Grant

Date of commitment: 12/15/2008

Commitment amount: \$98,000.00

Payment made to grantee:

\$45,250.00 Paid - 02/09/2009 check # 32564

\$52,750.00 Paid - 06/08/2010 check # 32880

\$98,000.00

3. Purpose

The purpose of this grant is for expanded counseling and professional training for substance, abuse, mental health, prevention of sexually transmitted diseases in Malta.

4. Amount of Grant Spent by Grantee

Expenditures in line with budget submitted with proposal.

5. Diversion

To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.

6. Date of Report from Grantee

Progress report received 05/14/2010. Final report received 07/06/2011.

7. Date and Result of Any Verification

To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
For Tax Year Ended 12/31/11

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Information Relating to Grants
Subject to Expenditure Responsibility

1. Grantee #16593

The Irish Society for the Prevention of Cruelty to Children
ISPCC Head Office
29 Lower Baggot Street
Dublin 2 Ireland

2. Date and Amount of Grant

Date of commitment: 12/15/2009
Commitment amount: \$153,649.00
Payment made to grantee:
\$75,929.00 Paid - 02/15/2010 check # 32801
\$77,720.00 Paid - 01/18/2011 check # 33015
\$153,649.00

3. Purpose

The purpose of this grant is for TeenFocus service expansion in County Mayo, Ireland

4. Amount of Grant Spent by Grantee

Expenditures in line with budget submitted with proposal.

5. Diversion

To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.

6. Date of Report from Grantee

Progress report received 08/25/2010. Progress report received 01/18/2011.
Received final narrative report 01/25/2012.

7. Date and Result of Any Verification

To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
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Attachment to Form 990-PF
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Information Relating to Grants
Subject to Expenditure Responsibility

1. **Grantee #16587**
New Life Counseling Services
25 Ardoyne Road
Belfast
County Antrim BT 14 7HX
Northern Ireland
2. **Date and Amount of Grant**
Date of commitment: 12/15/2009
Commitment amount: \$166,270.00
Payment made to grantee:
\$82,454.00 Paid - 01/18/2010 check # 32771
\$83,816.00 Paid - 05/23/2011 check # 33074
\$166,270.00
3. **Purpose**
The purpose of this grant is for expanded mental health counseling in Northern Ireland.
4. **Amount of Grant Spent by Grantee**
Expenditures in line with budget submitted with proposal.
5. **Diversion**
To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.
6. **Date of Report from Grantee**
Progress report received 08/25/2010. Progress report received 05/16/2011.
Final report due 07/23/2012.
7. **Date and Result of Any Verification**
To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
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Information Relating to Grants
Subject to Expenditure Responsibility

1. **Grantee #16695**
Protegeles
Las Rozas de Madrid
Madrid Espana
28230 Spain
2. **Date and Amount of Grant**
Date of commitment: 04/08/2010
Commitment amount: \$50,000.00
Payment made to grantee:
\$50,000.00 Paid - 06/15/2010 check # 32910
3. **Purpose**
The purpose of this grant is for expansion of eating disorders counseling services in Madrid, Spain
4. **Amount of Grant Spent by Grantee**
Expenditures in line with budget submitted with proposal.
5. **Diversion**
To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.
6. **Date of Report from Grantee**
Final report received 01/30/2012.
7. **Date and Result of Any Verification**
To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
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Information Relating to Grants
Subject to Expenditure Responsibility

1. Grantee #16711

Spinal Injuries Ireland
The National Rehabilitation Hospital
Rochestown Avenue
Dun Laoghaire
County Dublin

2. Date and Amount of Grant

Date of commitment: 04/08/2010
Commitment amount: \$25,000.00
Payment made to grantee:
\$25,000.00 Paid - 06/15/2010 check # 32911

3. Purpose

The purpose of this grant is for expanded support services in western Ireland.

4. Amount of Grant Spent by Grantee

Expenditures in line with budget submitted with proposal.

5. Diversion

To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.

6. Date of Report from Grantee

Final report received 05/03/2011.

7. Date and Result of Any Verification

To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
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Information Relating to Grants
Subject to Expenditure Responsibility

1. Grantee #17067

Plan India
E-12, Kailash Colony
New Delhi
India 11048

2. Date and Amount of Grant

Date of commitment: 12/15/2010
Commitment amount: \$52,680.00
Payment made to grantee:
\$52,680.00 Paid - 06/06/2011 check # 33086

3. Purpose

The purpose of this grant is to enhance employment opportunities to underprivileged women by technical skills training.

4. Amount of Grant Spent by Grantee

Expenditures in line with budget submitted with proposal.

5. Diversion

To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.

6. Date of Report from Grantee

Final report due 07/06/2012.

7. Date and Result of Any Verification

To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
For Tax Year Ended 12/31/11

Attachment to Form 990-PF
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Information Relating to Grants
Subject to Expenditure Responsibility

1. **Grantee #16587**
New Life Counseling Services
25 Ardoyne Road
Belfast
County Antrim BT14 7HX
Northern Ireland
2. **Date and Amount of Grant**
Date of commitment: 12/15/2009
Commitment amount: \$166,270.00
Payment made to grantee:
\$82,454.00 Paid - 01/18/2010 check # 32771
\$83,816.00 Paid - 05/23/2011 check # 33074
3. **Purpose**
The purpose of this grant is to expand mental health counseling services in Northern Ireland through the use of volunteer trained professional counselors.
4. **Amount of Grant Spent by Grantee**
Expenditures in line with budget submitted with proposal.
5. **Diversion**
To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.
6. **Date of Report from Grantee**
Progress report received 05/16/2011. Final report due 7/23/2012.
7. **Date and Result of Any Verification**
To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
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Attachment to Form 990-PF
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Information Relating to Grants
Subject to Expenditure Responsibility

1. Grantee #17223

Enfoques Integrales para la Familia A.C.
Independencia No. 38
Col. Ampliación San Isidro
Jiutepec Morelos 62570 Mexico

2. Date and Amount of Grant

Date of commitment: 06/27/2011
Commitment amount: \$29,532.00
Payment made to grantee:
\$29,532.00 Paid - 02/28/2012 Wire Transfer

3. Purpose

The purpose of this grant is to provide workshops and counseling for public elementary schools, focused on child sexual abuse prevention

4. Amount of Grant Spent by Grantee

Expenditures in line with budget submitted with proposal.

5. Diversion

To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.

6. Date of Report from Grantee

Final report due 8/22/2012.

7. Date and Result of Any Verification

To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

Exhibit B
The Baxter International Foundation
For Tax Year Ended 12/31/11

Attachment to Form 990-PF
Part VII-B Line 5c

Information Relating to Grants
Subject to Expenditure Responsibility

1. **Grantee #17268**
Coolmine Therapeutic Community
Ashleigh House
Damastown Dublin 15
Ireland
2. **Date and Amount of Grant**
Date of commitment: 12/09/2011
Commitment amount: \$50,390.00
Payment made to grantee:
\$50,390.00 Paid - 02/28/2012 – Wire Transfer
3. **Purpose**
The purpose of this grant is to provide workshops and counseling for public elementary schools, focused on child sexual abuse prevention
4. **Amount of Grant Spent by Grantee**
Expenditures in line with budget submitted with proposal.
5. **Diversion**
To the knowledge of the Foundation, no part of the grant was used for other than its intended purpose.
6. **Date of Report from Grantee**
Final report due 8/22/2012.
7. **Date and Result of Any Verification**
To the knowledge of the Foundation, the Grantee has complied with all record keeping requirements established as a condition to the Foundation's commitment. According to Treas. Reg. 53.4945-5(c)(1), the Foundation need not conduct any independent verification.

KW41
USD

BAKTER INTL FOUNDATION
INSTITUTIONAL CAPITAL
ALPHA ACCOUNT POSITION APPRAISAL

PAGE: 1
AS-OF DATE: 31DEC11

ASSET ID	ASSET DESCRIPTION	RATE	MATURITY DATE	MKT PRICE
UNITS	LOCAL	UNIT COST	UNIT PRICE	MARKET VALUE
ORIGINAL FACE	BASE	UNIT COST	UNIT PRICE	MARKET VALUE
				% CURR
				% FUND
				UNREAL GN/LS
				UNREAL GN/LS

CASH EQUIVALENTS
+++++

US DOLLAR				EXCHANGE RATE	1.0000000000
8611238A8	SSGA FDS				
706,081.80		100.000000		706,081.80	3.34
706,081.80				706,081.80	3.34
					0.00
					0.00

KW41
USD

BAXTER INTL FOUNDATION
INSTITUTIONAL CAPITAL
ALPHA ACCOUNT POSITION APPRAISAL

PAGE: 2
AS-OF DATE: 31DEC11

ASSET ID	ASSET DESCRIPTION			RATE	MATURITY DATE	MKT PRICE			
UNITS		LOCAL	UNIT COST	TOTAL COST	UNIT PRICE	MARKET VALUE	% CURR	UNREAL GN/LS	
ORIGINAL FACE		BASE	UNIT COST	TOTAL COST	UNIT PRICE	MARKET VALUE	% FUND	UNREAL GN/LS	
EQUITIES									
+++++++									
				EXCHANGE RATE		=====			
US DOLLAR									

G2554F113	COVIDIEN PLC		39.634922	COMMON STOCK USD.2	45.010000	344,326.50	1.63	41,119.35	
7,650.000				303,207.15			1.63		
H0023R105	ACE LTD		58.745102	COMMON STOCK CHF30.57	70.120000	578,490.00	2.73	93,842.91	
8,250.000				484,647.09			2.73		
038222105	APPLIED MATERIALS INC		13.667269	COMMON STOCK USD.01	10.710000	400,018.50	1.89	-110,454.00	
37,350.000				510,472.50			1.89		
039483102	ARCHER DANIELS MIDLAND CO		35.228503	COMMON STOCK NPV	28.600000	410,410.00	1.94	-95,119.02	
14,350.000				505,529.02			1.94		
054937107	BB+T CORP		24.134830	COMMON STOCK USD5.	25.170000	450,543.00	2.13	18,529.54	
17,900.000				432,013.46			2.13		
05534B760	BCE INC		24.702449	COMMON STOCK NPV	41.670000	641,718.00	3.03	261,300.29	
15,400.000				380,417.71			3.03		
09247X101	BLACKROCK INC		173.215338	COMMON STOCK USD.01	178.240000	427,776.00	2.02	12,059.19	
2,400.000				415,716.81			2.02		
14040H105	CAPITAL ONE FINANCIAL CORP		43.943134	COMMON STOCK USD 01	42.290000	412,327.50	1.95	-16,118.06	
9,750.000				428,445.56			1.95		

ASSET ID	ASSET DESCRIPTION			RATE	MATURITY DATE	MKT PRICE			
	UNITS	LOCAL BASE	UNIT COST	TOTAL COST	UNIT PRICE	MARKET VALUE	% CURR FUND	UNREAL GN/LS	UNREAL GN/LS
ORIGINAL FACE									
166764100	CHEVRON CORP			COMMON STOCK USD.75					
700.000		70.691086		49,483.76	106.400000	74,480.00	0.35	24,996.24	0.35
17275R102	CISCO SYSTEMS INC			COMMON STOCK USD.001					
42,750.000		16.512481		705,908.58	18.080000	772,920.00	3.65	67,011.42	3.65
191216100	COCA COLA CO/THE			COMMON STOCK USD.25					
5,250.000		55.344411		290,558.16	69.970000	367,342.50	1.74	76,784.34	1.74
30231G102	EKKON MOBIL CORP			COMMON STOCK NPV					
12,150.000		78.997448		959,818.99	84.760000	1,029,834.00	4.87	70,015.01	4.87
369604103	GENERAL ELECTRIC CO			COMMON STOCK USD.06					
24,850.000		16.106652		400,250.30	17.910000	445,063.50	2.10	44,813.20	2.10
438516106	HONEYWELL INTERNATIONAL INC			COMMON STOCK USD1.					
14,100.000		38.860809		547,937.41	54.350000	766,335.00	3.62	218,397.59	3.62
46625H100	JPMORGAN CHASE + CO			COMMON STOCK USD1.					
26,200.000		41.778920		1,094,607.70	33.250000	871,150.00	4.12	-223,457.70	4.12
478160104	JOHNSON + JOHNSON			COMMON STOCK USD1.					
6,950.000		65.626919		456,107.09	65.580000	455,781.00	2.15	-326.09	2.15
478366107	JOHNSON CONTROLS INC			COMMON STOCK USD.01388					
18,650.000		25.945260		483,879.09	31.260000	582,999.00	2.76	99,119.91	2.76
565849106	MARATHON OIL CORP			COMMON STOCK USD1.					
7,250.000		22.214404		161,054.43	29.270000	212,207.50	1.00	51,153.07	1.00

ASSET ID	ASSET DESCRIPTION	RATE	MATURITY DATE	MKT PRICE				
ORIGINAL FACE	UNITS LOCAL BASE	UNIT COST	TOTAL COST	UNIT PRICE	MARKET VALUE	% CURR & FUND	UNREAL GN/LS	UNREAL GN/LS
56585A102	MARATHON PETROLEUM CORP	28.386191	COMMON STOCK	33.290000	76,567.00	0.36 0.36	11,278.76	
			65,288.24					
58933Y105	MERCK + CO. INC.	27.803967	COMMON STOCK USD.5	37.700000	557,243.70	2.63 2.63	146,273.26	
			410,970.44					
59156R108	METLIFE INC	40.528049	COMMON STOCK USD.01	31.180000	572,153.00	2.70 2.70	-171,536.70	
			743,689.70					
594918104	MICROSOFT CORP	25.821953	COMMON STOCK USD.006.25	25.960000	983,884.00	4.65 4.65	5,232.00	
			978,652.00					
61166W101	MONSANTO CO	64.060042	COMMON STOCK USD.01	70.070000	381,881.50	1.81 1.81	32,754.27	
			349,127.23					
66987V109	NOVARTIS AG ADR	55.446306	ADR	57.170000	194,378.00	0.92 0.92	5,860.56	
			188,517.44					
674599105	OCCIDENTAL PETROLEUM CORP	71.224951	COMMON STOCK USD.2	93.700000	538,775.00	2.55 2.55	129,231.53	
			409,543.47					
690768403	OWENS ILLINOIS INC	27.001018	COMMON STOCK USD.01	19.380000	171,648.66	0.81 0.81	-67,499.36	
			239,148.02					
713448108	PEPSICO INC	61.467438	COMMON STOCK USD.017	66.350000	414,687.50	1.96 1.96	30,516.01	
			384,171.49					
717081103	PFIZER INC	16.159589	COMMON STOCK USD.05	21.640000	1,015,998.00	4.80 4.80	257,305.29	
			758,692.71					

ASSET ID	ASSET DESCRIPTION			RATE	MATURITY DATE	MKT PRICE		
	UNITS	LOCAL	UNIT COST	TOTAL COST	UNIT PRICE	MARKET VALUE	% CURR	UNREAL GN/LS
ORIGINAL FACE	BASE	UNIT COST	UNIT COST	TOTAL COST	UNIT PRICE	MARKET VALUE	% FUND	UNREAL GN/LS
742718109	PROCTER + GAMBLE CO/THE			COMMON STOCK USD1.				
13,300.000	61.954369			823,993.11	66.710000	887,243.00	4.19	63,249.89
							4.19	
80105N105	SANOFI ADR			ADR				
15,800.000	34.551118			545,907.66	36.540000	577,332.00	2.73	31,424.34
							2.73	
845467109	SOUTHWESTERN ENERGY CO			COMMON STOCK USD.01				
5,150.000	38.611596			198,849.72	31.940000	164,491.00	0.78	-34,358.72
							0.78	
854502101	STANLEY BLACK + DECKER INC			COMMON STOCK USD2.5				
2,250.000	51.372244			115,587.55	67.600000	152,100.00	0.72	36,512.45
							0.72	
882508104	TEXAS INSTRUMENTS INC			COMMON STOCK USD1.				
22,600.000	27.529848			622,174.57	29.110000	657,886.00	3.11	35,711.43
							3.11	
887317303	TIME WARNER INC			COMMON STOCK USD.01				
25,800.000	33.191176			856,332.34	36.140000	932,412.00	4.41	76,079.66
							4.41	
902973304	US BANCORP			COMMON STOCK USD.01				
6,050.000	21.173436			128,099.29	27.050000	163,652.50	0.77	35,553.21
							0.77	
903914109	ULTRA PETROLEUM CORP			COMMON STOCK NPV				
3,750.000	29.232096			109,620.36	29.630000	111,112.50	0.53	1,492.14
							0.53	
91324P102	UNITEDHEALTH GROUP INC			COMMON STOCK USD.01				
8,500.000	48.665329			413,655.30	50.680000	430,780.00	2.04	17,124.70
							2.04	
92553P201	VIACOM INC CLASS B			COMMON STOCK USD.001				
14,750.000	37.200483			548,707.12	45.410000	669,797.50	3.17	121,090.38
							3.17	

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ASSET ID	ASSET DESCRIPTION	RATE	MATURITY DATE	MKT PRICE					
					TOTAL COST	UNIT PRICE	MARKET VALUE	% CURR	UNREAL GN/LS
ORIGINAL FACE	LOCAL BASE	UNIT COST	UNIT COST	UNIT PRICE	MARKET VALUE	% FUND	UNREAL GN/LS		
92857W209	VODAFONE GROUP PLC SP ADR	ADR							
29,250.000	26 143309	764,691.79	28.030000	819,877.50	3.88		55,185.71		
949746101	WELLS FARGO + CO	COMMON STOCK USD1.666							
26,450 000	23.219901	614,166.39	27.560000	728,962.00	3.45		114,795.61		
595,538.000		18,879,640.75		20,446,584.36	96.66		1,566,943.61		

BAXTER INTL FOUNDATION
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(LOCAL) UNITS (BASE) ORIGINAL FACE	TOTAL COST TOTAL COST	MARKET VALUE MARKET VALUE	% CURR % FUND	UNREAL SEC GN/LS UNREAL SEC GN/LS	UNREAL CURR GN/LS UNREAL CURR GN/LS	TOTAL UNREAL GN/LS TOTAL UNREAL GN/LS
CASH EQUIVALENTS						
706,081.80	706,081.80	706,081.80	3.34	0.00		0.00
	706,081.80	706,081.80	3.34	0.00	0.00	0.00
EQUITIES						
595,538.000	18,879,640.75	20,446,584.36	96.66	1,566,943.61		1,566,943.61
	18,879,640.75	20,446,584.36	96.66	1,566,943.61	0.00	1,566,943.61
TOTALS FOR US DOLLAR						
1,301,619.80	19,585,722.55	21,152,666.16	100.00	1,566,943.61		1,566,943.61
	19,585,722.55	21,152,666.16	100.00	1,566,943.61	0.00	1,566,943.61

EXCHANGE RATE 1.0000000000

CURRENCY	TOTAL COST	MARKET VALUE	% FUND	UNREAL SEC GN/LS	UNREAL CURR GN/LS	TOTAL UNREAL GN/LS
CASH EQUIVALENTS						
US DOLLAR	706,081.80	706,081.80	3.34	0.00	0.00	0.00
TOTALS FOR CASH EQUIVALENTS	706,081.80	706,081.80	3.34	0.00	0.00	0.00

CURRENCY	TOTAL COST	MARKET VALUE	% FUND	UNREAL SEC GN/LS	UNREAL CURR GN/LS	TOTAL UNREAL GN/LS
EQUITIES						
US DOLLAR	18,879,640.75	20,446,584.36	96.66	1,566,943.61	0.00	1,566,943.61
TOTALS FOR EQUITIES	18,879,640.75	20,446,584.36	96.66	1,566,943.61	0.00	1,566,943.61

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BAKTER INTL FOUNDATION
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UNITS	TOTAL COST	MARKET VALUE	% FUND	UNREAL SEC GN/LS	UNREAL CURR GN/LS	TOTAL UNREAL GN/LS
ORIGINAL FACE						
NOTIONAL PAR						

CASH EQUIVALENTS						

706,081.80	706,081.80	706,081.80	3.34	0.00	0.00	0.00
EQUITIES						

595,538.000	18,879,640.75	20,446,584.36	96.66	1,566,943.61	0.00	1,566,943.61

FUND TOTAL --						
1,301,619.80	19,585,722.55	21,152,666.16	100.00	1,566,943.61	0.00	1,566,943.61

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MCH APPRAISAL

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SANFORD BERNSTEIN
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ASSET ID	ASSET DESCRIPTION				RATE	MATURITY DATE	MKT PRICE				
	UNITS	LOCAL	UNIT COST	TOTAL COST			UNIT PRICE	MARKET VALUE	\$ CURR	UNREAL GN/LS	
ORIGINAL FACE	BASE	UNIT COST	TOTAL COST				UNIT PRICE	MARKET VALUE	\$ FUND	UNREAL GN/LS	

CASH EQUIVALENTS
+++++

US DOLLAR
" " " " " " " " " " " "

EXCHANGE RATE	1.00000000
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8611238A8	SSGA FDS				
		100.000000	2,953.70	100.000000	2,953.70
		-----	-----	-----	-----
			2,953.70		2,953.70
					0.03
					0.00

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ASSET ID		ASSET DESCRIPTION		RATE	MATURITY DATE	MKT PRICE				
ORIGINAL FACE	UNITS	LOCAL	UNIT COST	TOTAL COST	UNIT PRICE	MARKET VALUE	% CURR	UNREAL GN/LS		
	BASE	UNIT COST	TOTAL COST	UNIT PRICE	MARKET VALUE	% FUND	UNREAL GN/LS			

EQUITIES
+++++

US DOLLAR		BERNSTEIN INTER DURATION		EXCHANGE RATE	1.0000000000
*****				=====	
02799T966	720,340.027	14.989348	10,797,427.61	15.950000	11,489,423.43
	-----		-----		-----
	720,340.027		10,797,427.61		11,489,423.43

				99.97	691,995.82
				99.97	691,995.82
				-----	-----
				99.97	691,995.82
				99.97	691,995.82

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(LOCAL) UNITS (BASE) ORIGINAL FACE	TOTAL COST TOTAL COST	MARKET VALUE MARKET VALUE	% CURR % FUND	UNREAL SEC GN/LS UNREAL SEC GN/LS	UNREAL CURR GN/LS UNREAL CURR GN/LS	TOTAL UNREAL GN/LS TOTAL UNREAL GN/LS
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** US DOLLAR **

EXCHANGE RATE 1.000000000

CASH EQUIVALENTS

2,953.70	2,953.70	2,953.70	0.03	0.00		0.00
	2,953.70	2,953.70	0.03	0.00	0.00	0.00

EQUITIES

720,340 027	10,797,427.61	11,489,423.43	99.97	691,995.82		691,995.82
	10,797,427.61	11,489,423.43	99.97	691,995.82	0.00	691,995.82

TOTALS FOR US DOLLAR

723,293.72	10,800,381.31	11,492,377.13	100.00	691,995.82		691,995.82
	10,800,381.31	11,492,377.13	100.00	691,995.82	0.00	691,995.82

CURRENCY	TOTAL COST	MARKET VALUE	% FUND	UNREAL SEC GN/LS	UNREAL CURR GN/LS	TOTAL UNREAL GN/LS
CASH EQUIVALENTS						
US DOLLAR	2,953 70	2,953.70	0.03	0.00	0 00	0.00
TOTALS FOR CASH EQUIVALENTS	2,953.70	2,953.70	0.03	0.00	0.00	0.00

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CURRENCY	TOTAL COST	MARKET VALUE	% FUND	UNREAL SEC GN/LS	UNREAL CURR GN/LS	TOTAL UNREAL GN/LS
EQUITIES						

US DOLLAR	10,797,427.61	11,489,423.43	99.97	691,995.82	0.00	691,995.82
TOTALS FOR EQUITIES	10,797,427.61	11,489,423.43	99.97	691,995.82	0.00	691,995.82

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UNITS	TOTAL COST	MARKET VALUE	% FUND	UNREAL SEC GN/LS	UNREAL CURR GN/LS	TOTAL UNREAL GN/LS
ORIGINAL FACE						
NOTIONAL PAR						

CASH EQUIVALENTS						

2,953.70	2,953.70	2,953.70	0.03	0.00	0.00	0.00
EQUITIES						

720,340.027	10,797,427.61	11,489,423.43	99.97	691,995.82	0.00	691,995.82
-- FUND TOTAL --						
723,293.72	10,800,381.31	11,492,377.13	100.00	691,995.82	0.00	691,995.82

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