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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 <b>THE HERBERT H. &amp; GRACE A. DOW FOUNDATION</b>		A Employer identification number <b>38-1437485</b>
Number and street (or P O box number if mail is not delivered to street address) <b>1018 WEST MAIN STREET</b>	Room/suite	B Telephone number <b>989-631-3699</b>
City or town, state, and ZIP code <b>MIDLAND, MI 48640</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> Foreign organizations meeting the 85% test, 2. check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 379,143,162</b>	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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		3,590.			
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		423,652.	423,652.		STATEMENT 1
4 Dividends and interest from securities		7,116,463.	7,527,266.		STATEMENT 2
5a Gross rents		44,082.		7,151.	STATEMENT 3
b Net rental income or (loss)		44,082.			
6a Net gain or (loss) from sale of assets not on line 10		7,745,417.			
b Gross sales price for all assets on line 6a		36,310,420.			
7 Capital gain net income (from Part IV, line 2)			8,622,707.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances		139,441.			STATEMENT 4
b Less Cost of goods sold		58,095.			STATEMENT 5
c Gross profit or (loss)				34,059.	
11 Other income			69,551.	298,343.	STATEMENT 6
12 Total. Add lines 1 through 11		15,715,583.	16,643,176.	339,553.	
13 Compensation of officers, directors, trustees, etc		187,373.	46,843.	0.	140,530.
14 Other employee salaries and wages		1,046,467.	39,704.	152,215.	772,394.
15 Pension plans, employee benefits		386,273.	27,095.	0.	327,269.
16a Legal fees STMT 7		11,223.	0.	0.	11,223.
b Accounting fees STMT 8		131,858.	65,929.	0.	47,633.
c Other professional fees STMT 9		1,614,403.	1,614,403.	0.	0.
17 Interest		2,873.	2,873.	0.	0.
18 Taxes STMT 10		-535,123.	0.	0.	0.
19 Depreciation and depletion ATTACHMENT B		374,677.	0.	187,338.	
20 Occupancy		132,088.	0.	0.	112,188.
21 Travel, conferences, and meetings		51,970.	0.	0.	53,165.
22 Printing and publications		4,090.	0.	0.	4,090.
23 Other expenses STMT 11		618,006.	28,303.	0.	599,727.
24 Total operating and administrative expenses. Add lines 13 through 23		4,026,178.	1,825,150.	339,553.	2,068,219.
25 Contributions, gifts, grants paid		18,712,900.			18,215,183.
26 Total expenses and disbursements. Add lines 24 and 25		22,739,078.	1,825,150.	339,553.	20,283,402.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-7,023,495.			
b Net investment income (if negative, enter -0-)			14,818,026.		
c Adjusted net income (if negative, enter -0-)				0.	

gk

v

<b>Part II Balance Sheets</b>		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
<b>Assets</b>	1	Cash - non-interest-bearing		169,458.	170,269.	170,269.
	2	Savings and temporary cash investments		7,641,633.	6,041,209.	6,041,209.
	3	Accounts receivable	1,640,533.			
		Less: allowance for doubtful accounts		377,088.	1,640,533.	1,640,533.
	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		46,144.	42,596.	42,596.
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 13	232,138,910.	191,621,447.	191,621,447.
	c	Investments - corporate bonds	STMT 14	1,152,245.	1,838,422.	1,838,422.
<b>Liabilities</b>	11	Investments - land, buildings, and equipment basis	2,649,530.			
		Less: accumulated depreciation		2,649,530.	2,649,530.	2,649,530.
	12	Investments - mortgage loans				
	13	Investments - other	STMT 15	174,037,591.	159,160,399.	159,160,399.
	14	Land, buildings, and equipment basis	23,780,868.			
		Less: accumulated depreciation	ATTACHMENT B	7,894,924.	15,885,944.	15,885,944.
	15	Other assets (describe DEFERRED TAX ASSET)		170,847.	92,813.	92,813.
	16	Total assets (to be completed by all filers)		434,609,837.	379,143,162.	379,143,162.
	17	Accounts payable and accrued expenses		55,646.	59,854.	
	18	Grants payable		8,270,562.	8,754,075.	
<b>Net Assets or Fund Balances</b>	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe DEFERRED TAX LIABILITY)		3,044,418.	2,300,000.	
	23	Total liabilities (add lines 17 through 22)		11,370,626.	11,113,929.	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	<input type="checkbox"/>			
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	<input checked="" type="checkbox"/>			
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		423,239,211.	368,029,233.	
	30	Total net assets or fund balances		423,239,211.	368,029,233.	
	31	Total liabilities and net assets/fund balances		434,609,837.	379,143,162.	

**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	423,239,211.
2	Enter amount from Part I, line 27a	2	-7,023,495.
3	Other increases not included in line 2 (itemize) PRIOR PERIOD ADJUSTMENT	3	410,803.
4	Add lines 1, 2, and 3	4	416,626,519.
5	Decreases not included in line 2 (itemize) UNREALIZED LOSS ON INVESTMENTS	5	48,597,286.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	368,029,233.

**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.)
<b>1a SALE OF PUBLICLY TRADED SECURITIES</b>	P	VARIOUS	VARIOUS
<b>b SCHEDULE K-1 - PASSTHROUGH GAIN</b>	P	VARIOUS	VARIOUS
<b>c DOW CHEMICAL</b>	P	VARIOUS	VARIOUS
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> 31,163,120.		28,859,676.	2,303,444.
<b>b</b>			1,362,622.
<b>c</b> 5,147,300.		95,330.	5,051,970.
<b>d</b>			
<b>e</b>			

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
<b>a</b>			2,303,444.
<b>b</b>			1,362,622.
<b>c</b> 368,287.	272,958.	95,329.	4,956,641.
<b>d</b>			
<b>e</b>			

<b>2</b> 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 }	<b>2</b>	8,622,707.
<b>3</b> 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 }	<b>3</b>	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	19,155,730.	352,406,647.	.054357
2009	11,897,461.	300,905,330.	.039539
2008	22,927,699.	418,991,636.	.054721
2007	26,183,932.	512,886,671.	.051052
2006	27,888,523.	475,324,565.	.058673

<b>2</b> Total of line 1, column (d)	<b>2</b>	.258342
<b>3</b> 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.	<b>3</b>	.051668
<b>4</b> Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	<b>4</b>	382,780,201.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	19,777,487.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	148,180.
<b>7</b> Add lines 5 and 6	<b>7</b>	19,925,667.
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	20,283,402.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.  
See the Part VI instructions

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	148,180.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	148,180.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	148,180.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	222,813.	
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	222,813.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	74,633.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	11	0.	

**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 <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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?	x	
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) <input checked="" type="checkbox"/> MI		
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 ► <u>WWW.HHDOWFOUNDATION.ORG</u>	13	X	
14	The books are in care of ► <u>MRS. MARGARET A. RIECKER</u> Telephone no ► <u>989-631-3699</u> Located at ► <u>1018 W. MAIN ST., MIDLAND, MI</u> ZIP+4 ► <u>48640</u>			
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		1b X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	N/A	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?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)		3b X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b X

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

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)?

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ Yes ☒ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

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 STATEMENT 16		187,373.	11,242.	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
MARTIN MCGUIRE - 1018 WEST MAIN STREET, MIDLAND, MI 48640	MANAGING DIRECTOR - DOW GARDENS	40.00 123,976.	3,825.	0.
CHARLES MARTIN - 1018 WEST MAIN STREET, MIDLAND, MI 48640	EMPLOYEE	40.00 63,754.	3,825.	0.
DANIEL VERESH - 1018 WEST MAIN STREET, MIDLAND, MI 48640	EMPLOYEE	40.00 63,589.	3,815.	0.
ELIZABETH LUMBERT - 1018 WEST MAIN STREET, MIDLAND, MI 48640	EMPLOYEE	40.00 59,154.	3,549.	0.
ROY LEFEVRE - 1018 WEST MAIN STREET, MIDLAND, MI 48640	EMPLOYEE	40.00 56,150.	3,369.	0.
Total number of other employees paid over \$50,000				3

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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
MERRILL LYNCH - 4805 TOWNE CENTRE ROAD, SUITE 200, SAGINAW, MI 48604	INVESTMENT ADVISORS	364,887.
SYM FINANCIAL ADVISORS - 210 SOUTH MICHIGAN STREET, SUITE 300, MIDLAND, MI 48640	INVESTMENT ADVISORS	116,781.
DELOITTE & TOUCHE LLP - 3320 RIDGECREST DR., STE. 400, MIDLAND, MI 48642	AUDIT SERVICES	75,900.

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 SEE STATEMENT 17	2,357,041.
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	
<b>Total.</b> 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.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	218,992,215.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	5,662,662.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	163,954,464.
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	388,609,341.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	388,609,341.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	5,829,140.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	382,780,201.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	19,139,010.

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	19,139,010.
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	148,180.
<b>b</b>	Income tax for 2011 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	148,180.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	18,990,830.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	18,990,830.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	18,990,830.

**Part XII** Qualifying Distributions (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	20,283,402.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	20,283,402.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	148,180.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	20,135,222.

**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.

Form 990-PF (2011)

**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				18,990,830.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			501,266.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011.				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 20,283,402.				
a Applied to 2010, but not more than line 2a			501,266.	
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				18,990,830.
e Remaining amount distributed out of corpus	791,306.			
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	791,306.			
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	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	791,306.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011	791,306.			

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

**N/A**

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

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

**b 85% of line 2a**

**c** Qualifying distributions from Part XII,  
line 4 for each year listed .

**d** Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .

**e Qualifying distributions made directly for active conduct of exempt activities**

**Subtract line 2d from line 2c**

- 3** Complete 3a, b, or c for the alternative test relied upon.

a "Assets" alternative test - enter:

(1) Value of all assets

**(2) Value of assets qualifying under section 4942(j)(3)(B)(i)**

**b "Endowment" alternative test** - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) ...

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

**(3) Largest amount of support from an exempt organization** ..

**(4) Gross investment income**

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

### 1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 18

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

**c Any submission deadlines**

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





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

		Yes	No
<b>1</b>	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of		
(1)	Cash	<b>1a(1)</b> X	
(2)	Other assets	<b>1a(2)</b>	X
<b>b</b>	Other transactions.		
(1)	Sales of assets to a noncharitable exempt organization	<b>1b(1)</b>	X
(2)	Purchases of assets from a noncharitable exempt organization	<b>1b(2)</b>	X
(3)	Rental of facilities, equipment, or other assets	<b>1b(3)</b>	X
(4)	Reimbursement arrangements	<b>1b(4)</b>	X
(5)	Loans or loan guarantees	<b>1b(5)</b>	X
(6)	Performance of services or membership or fundraising solicitations	<b>1b(6)</b>	X
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	<b>1c</b>	X
<b>d</b>	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
1A	10,000.	COOR-INTERMEDIATE SCHOOL DISTRICT	SEE STATEMENT 19
1A	76,000.	GREENDALE TOWNSHIP	
1A	437,500.	MERIDIAN PUBLIC SCHOOLS	
1A	2,000.	GRACE A. DOW MEMORIAL LIBRARY	
1A	15,000.	MIDLAND DOWNTOWN BUSINESS ASSOCIATION	
1A	20,000.	MIDLAND CITY	
1A	133,750.	MIDLAND COUNTY PROBATE COURT	
1A	350,000.	MIDLAND COUNTY COURTHOUSE	
1A	1,600,000.	MIDLAND COUNTY EDUCATIONAL SERVICE AGENCY	
1A	86,000.	VILLAGE OF SANFORD	
1A	500,000.	UNIVERSITY OF MICHIGAN	
1A	203,143.	WESTERN MICHIGAN UNIVERSITY	

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

**b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

<b>Sign Here</b>	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, this is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	Signature of officer or trustee	Date	Title		
<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	LORI BOYCE	<i>Lori Boyce</i>	11/6/12		P00121981
	Firm's name	Firm's EIN			
	Firm's address	Firm's EIN			
	DELOITTE TAX LLP		86-1065772		
	200 RENAISSANCE CENTER, SUITE 3900		313-396-3000		
	DETROIT, MI 48243				

Form 990-PF (2011)

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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

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SOURCE	AMOUNT
INTEREST	423,652.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	423,652.

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS	7,116,463.	0.	7,116,463.
TOTAL TO FM 990-PF, PART I, LN 4	7,116,463.	0.	7,116,463.

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FORM 990-PF RENTAL INCOME STATEMENT 3

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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
DOW GARDENS	1	44,082.
TOTAL TO FORM 990-PF, PART I, LINE 5A		44,082.

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FORM 990-PF

INCOME AND COST OF GOODS SOLD  
INCLUDED ON PART I, LINE 10

STATEMENT 4

## INCOME

1. GROSS RECEIPTS . . . . .	139,741	
2. RETURNS AND ALLOWANCES . . . . .		
3. LINE 1 LESS LINE 2 . . . . .		139,741
4. COST OF GOODS SOLD (LINE 15) . . . . .	55,705	
5. GROSS PROFIT (LINE 3 LESS LINE 4) . . . . .		84,036
6. OTHER INCOME . . . . .		
7. GROSS INCOME (ADD LINES 5 AND 6) . . . . .		84,036

## COST OF GOODS SOLD

8. INVENTORY AT BEGINNING OF YEAR . . . . .		
9. MERCHANDISE PURCHASED. . . . .		
10. COST OF LABOR. . . . .		
11. MATERIALS AND SUPPLIES . . . . .		
12. OTHER COSTS. . . . .	55,705	
13. ADD LINES 8 THROUGH 12 . . . . .		55,705
14. INVENTORY AT END OF YEAR . . . . .		
15. COST OF GOODS SOLD (LINE 13 LESS LINE 14) . . . . .		55,705



FORM 990-PF	COST OF GOODS SOLD - OTHER COSTS	STATEMENT	5
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DESCRIPTION	AMOUNT
OTHER COST OF GOODS SOLD	55,705.
TOTAL OTHER COSTS	55,705.

FORM 990-PF	OTHER INCOME	STATEMENT	6
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FLOWTHROUGH INCOME OTHER THAN CAPITAL GAINS - ATTACHMENT A	0.	69,551.	0.
(A) DOW GARDEN ADMISSIONS	195,971.	0.	195,971.
(B) HORTICULTURAL CLASSES	73,992.	0.	73,992.
(C) OTHER RECEIPTS/INCOME	2,050.	0.	2,050.
(D) SALES OF HORTICULTURE SUPPLIES & EQUIPMENT	26,330.	0.	26,330.
TOTAL TO FORM 990-PF, PART I, LINE 11	298,343.	69,551.	298,343.

FORM 990-PF	LEGAL FEES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	11,223.	0.	0.	11,223.
TO FM 990-PF, PG 1, LN 16A	11,223.	0.	0.	11,223.

## THE HERBERT &amp; GRACE DOW FOUNDATION

EIN #38-1437485

FYE DECEMBER 31, 2011

Page 1, Part I, Line 11 Column (b)

Income from Partnerships for Section 4940 Net Investment Income Purposes

Partnership Name	EIN	Ordinary Income (Loss)	Rental Real Estate Income (Loss)	UBI per K-1	Interest	Dividends	Short Term Gain (Loss)	Long Term Gain (Loss)	Section 1231 Gain (Loss)
1 Apjohn Ventures Fund L.Td. Partnership	16-1625273				3,257	1		1,515	
2 Arboretum Ventures 1, LLC	03-0469267				1,856		21,424	91,028	
3 Arboretum Ventures 1-A, LLC	20-3879026				813		9,265	31,553	
4 Arboretum Ventures II, LP	20-3495541				282		33,661	287,862	
5 Arch Development Fund I, L.P.	36-4443622				3,733	27,101		2,688	
6 Arch Venture Fund III, L.P.	36-4119709				349				
7 Arch Venture Fund IV, L.P.	36-4276935							(28,923)	
8 Arch Venture Fund IVA, L.P.	47-0859230				1,675			(66,090)	
9 Arch Venture Fund V, L.P.	06-1582470				3,589			(324,109)	
10 Ardesta, LLC	38-3557229							72,539	
Arsenal Venture Partners II, L.P.	27-3114657								
11 BI Holdings, LP	26-3599490				5,866				
12 Bio-Star Private Equity Fund, LLC	43-1963373				11,486		4,844	128,602	
13 Cid Seed Fund, L.P.	35-2107069				481	20,467		116,530	
15 EDF Ventures II, LP	38-3479570	(47,671)			4,656			45,727	
16 EDF Ventures III, LP	20-0751682				995	15	(15,280)	(54,914)	
17 Financial Stocks, LP - Parnter #145	31-1439193	50		111	737	2,957	753	5,994	
18 Financial Stocks, LP - Parnter #144	31-1439193	930		2,075	13,666	54,936	13,991	111,372	
19 Fox & Hound Holdings LP	28-3599516								
20 NCTI III, LP	13-4359956							3,234	
21 Northcoast Technology Investors, LP	38-3431245								(1,143)
22 OCM Real Estate Opportunities Fund III, LP	01-0709496	(15,726)	42,644	2,253	19,976			145,632	
23 Pinnacle Frames Holdings LP	26-3599427							357,568	
Resonat Fund I, L.P.	27-3204697				130				
24 Seneca Health Partners, LP I	75-3131501				1,002				
25 TGAP Venture Capital Fund, L.P.	01-0711466				906				
26 Wilshire Associates Private Markets Fund II	51-0381892	(45)	51	590	9,926	60,888	180,428	185,619	
27 Wind Point Partners III, L.P.	36-4142431								
Adjustment for Amounts Reported on Form 990-									
T as Unrelated Business Income		(62,462)	42,695	5,029	85,381	166,365	249,086	1,113,427	(1,143)
Partnership		(88,232)	(17,676)		(974)		77	32	
Income		(150,694)	25,019		84,407	166,365	249,163	1,113,459	(1,143)

ATTACHMENT A

## HERBERT &amp; GRACE DOW FOUNDATION

138-1437485

DECEMBER 31, 2011

Part I, Line 11 Column (b)

the from Partnerships for Section 4940 Net Investment Income Purposes

Partnership Name	EIN	Other Income (Loss)	Investment Interest Expense	Other Deductions	Foreign Tax Paid	TOTAL
Apjohn Ventures Fund Ltd Partnership	16-1625273					(21,016)
Arboretum Ventures 1, LLC	03-0469267					80,164
Arboretum Ventures 1-A, LLC	20-3879026					40,033
Arboretum Ventures II, LP	20-8495541		141			300,611
Arch Development Fund I, L.P.	36-4443622					(3,523)
Arch Venture Fund III, L.P.	36-4119709					(374)
Arch Venture Fund IV, L.P.	36-4276935					(29,345)
Arch Venture Fund IVA, L.P.	47-0859230					(66,403)
Arch Venture Fund V, L.P.	06-1582470					(342,824)
Ardesta, LLC	38-3557229	20				74,360
Arsenal Venture Partners II, L.P.	27-3114657					(27,318)
BI Holdings, LP	26-3599490			115		5,751
Bio-Star Private Equity Fund, LLC	43-1963373					89,938
Cid Seed Fund, L.P.	35-2107069	486				137,047
EDF Ventures II, LP	38-3479570	3				(376,177)
EDF Ventures III, LP	20-0751682					(197,061)
Financial Stocks, LP - Partner #145	31-1439193	48	2,622	3,292	2	4,570
Financial Stocks, LP - Partner #144	31-1439193	891	48,723	61,174	35	84,898
Fox & Hound Holdings LP	26-3599516					(54)
NCTI III, LP	13-4359956					(126,874)
Northcoast Technology Investors, LP	38-3431245		6,775			(8,400)
OCM Real Estate Opportunities Fund III, LP	01-0709496	(8,026)				178,317
Pinnacle Frames Holdings LP	26-3599427					357,180
Resonat Fund I, L.P.	27-3204697					(8,277)
Seneca Health Partners, LP I	75-3131501					(28,672)
TGAP Venture Capital Fund, L.P.	01-0711466	296		15,983		(14,781)
Willshire Associates Private Markets Fund II	51-0381892	501	149	9		408,016
Wind Point Partners III, L.P.	36-4142431					(245)
Adjustment for Amounts Reported on Form 990- T as Unrelated Business Income		(5,781)	58,410	80,573	37	509,541

Adjustment for Amounts Reported on Form 990-  
T as Unrelated Business Income

ATTACHMENT A

Partnership  
Income

504,512 Subtotal Partnership Income

1,362,622 Net Gain/Loss from Sale of Assets

(858,110) Other Income

(927,661) Other Income already Included in Column A

69,551 Additional Other Income to Line 11b

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FORM 990-PF	ACCOUNTING FEES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	131,858.	65,929.	0.	47,633.
TO FORM 990-PF, PG 1, LN 16B	131,858.	65,929.	0.	47,633.

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FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	9
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	1,614,403.	1,614,403.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	1,614,403.	1,614,403.	0.	0.

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FORM 990-PF	TAXES	STATEMENT	10
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	-608,966.	0.	0.	0.
FOREIGN TAX WITHHELD	73,843.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	-535,123.	0.	0.	0.

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FORM 990-PF	OTHER EXPENSES	STATEMENT	11
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MEMBERSHIP DUES	19,045.	0.	0.	19,045.
GARDEN SUPPLIES & MATERIALS	148,290.	0.	0.	145,264.
CONSULTANTS	22,939.	0.	0.	22,939.
BANK FEES	28,303.	28,303.	0.	0.
SECURITY	3,385.	0.	0.	3,385.
MAINTENANCE & REPAIR	207,376.	0.	0.	176,547.

INSURANCE	40,942.	0.	0.	83,123.
LIBRARY BOOKS	170.	0.	0.	170.
EDUCATION	79,105.	0.	0.	80,833.
ADVERTISING	63,573.	0.	0.	63,543.
PAYROLL PREPARATION FEES	945.	0.	0.	945.
MISCELLANEOUS	3,933.	0.	0.	3,933.
TO FORM 990-PF, PG 1, LN 23	618,006.	28,303.	0.	599,727.

## FOOTNOTES

## STATEMENT 12

THE DOW GARDENS, A DIVISION OF THE HERBERT H. & GRACE A. DOW FOUNDATION, IS A BOTANICAL GARDEN THAT DISPLAYS NATIVE AND INTERNATIONALLY SELECTED TREES, SHRUBS, AND HERBACEOUS PLANTS IN LANDSCAPE SETTINGS. FURTHER, 15,000 BEDDING PLANTS 23,000 SPRING BULBS, AND HUNDREDS OF PERENNIALS ARE PLANTED AND TESTED THROUGHOUT THE GARDENS. THE OVERALL GOAL IS TO EVALUATE AND DOCUMENT WHAT WILL GROW IN CENTRAL MICHIGAN, AS WELL AS, TO EDUCATE AND ENTERTAIN THE PUBLIC WITH CLASSES AND TOURS.

IN 2011, THE GARDENS HOSTED 111,865 VISITORS. ITS PROFESSIONAL STAFF REFINED THE WEBSITE, WORKED WITH MASS MEDIA, INTERACTED WITH CVB AND CHAMBER OF COMMERCE, AND DEVELOPED A SERIES OF PROGRAMS TO ATTRACT U.S. VISITORS. HIGHLIGHTS INCLUDED TWO "ART IN THE GARDENS" EXHIBITIONS FEATURING ARTISTS OF THE GREAT LAKES BAY REGION, AS WELL AS A SERIES OF MUSICAL PROGRAMS IN THE GARDENS AND SEMINARS FEATURING NATIONALLY ACCLAIMED HORTICULTURISTS.

THE VISITORS CENTER CONNECTS PRODUCTS, PLANT COMMUNITIES, AND PEOPLE WITH THE FOREST. WHITING FOREST DEMONSTRATES SEVEN PLANT COMMUNITIES OF CENTRAL MICHIGAN WITH PROVENANCE DISPLAY.

2011 ADMISSION FEES: AGES 5 & UNDER - FREE; AGES 6-17 & STUDENTS - \$1.00; AGE 18 & OLDER - \$5.00. THESE FEES ARE PER VISIT. AN ANNUAL ADMISSION CARD IS AVAILABLE AT A FEE OF \$10.00.

# The H. H. & G. A. Dow Foundation

## Depreciation Expense Report

As of December 31, 2011

In Svc	Acquired		P	Depr	Est	Salv/168 Allow	Prior Accum	Depreciation	Current YTD	Book Value
06/30/46	101,776.00	Post Street Schoo	Z	SLMM	40	0.00	101,776.00		101,776.00	0.00
06/30/46	2,091,971.40	Donated Land		NoDep			0.00		0.00	2,091,971.40
06/30/46	2,500.00	Land - Post Street	R	NoDep	00.00	0.00	0.00		0.00	2,500.00
06/30/53	5,000.00	BAM	Z	SLMM	40	0.00	5,000.00		5,000.00	0.00
06/30/53	555,380.00	Build-Homestead	Z	SLMM	40	0.00	555,380.00		555,380.00	0.00
06/30/53	8,497.00	Land - Main & Co	R	NoDep	00.00	0.00	0.00		0.00	8,497.00
06/30/53	3,263.00	Land - 1823 E. Pa	R	NoDep	00.00	0.00	0.00		0.00	3,263.00
06/30/53	434,141.85	Land - Additions	R	NoDep	00.00	0.00	0.00		0.00	434,141.85
06/30/53	34,581.00	Land-Homestead	R	NoDep	00.00	0.00	0.00		0.00	34,581.00
06/30/53	42,881.20	Land Improv Addi	Z	SLMM	15	0.00	42,881.20		42,881.20	0.00
06/30/71	100.00	Emerson Pumpho	Z	SLMM	40	0.00	100.00	0.00	100.00	0.00
06/30/74	151,500.00	Land - 1018 W. Ma	R	NoDep	00.00	0.00	0.00		0.00	151,500.00
06/30/76	358,110.00	Greenhouse Displ	Z	SLMM	40	0.00	308,869.88	8,952.75	317,822.63	40,287.37
06/30/77	309,918.25	Information Cente	Z	SLMM	40	0.00	259,556.66	7,747.96	267,304.61	42,613.64
06/30/84	40,000.00	Land - 944 W. Mau	R	NoDep	00.00	0.00	0.00		0.00	40,000.00
06/30/88	609,550.00	Land - 1712 McGr	R	NoDep	00.00	0.00	0.00		0.00	609,550.00
06/30/88	30,000.00	Land - St. Andrew	R	NoDep	00.00	0.00	0.00		0.00	30,000.00
06/30/88	533,000.00	Land - 907 West P	R	NoDep	00.00	0.00	0.00		0.00	533,000.00
06/30/88	895.00	IBM Wheelwriter	Z	SLMM	5	0.00	895.00		895.00	0.00
06/30/88	650.00	Lit. Wonder Leaf B	Z	SLMM	10	0.00	650.00		650.00	0.00
06/30/88	520.00	Whites Metal Dete	Z	SLMM	12	0.00	520.00		520.00	0.00
06/30/88	551.99	Snow Blower	Z	SLMM	12	0.00	551.99		551.99	0.00
06/30/89	2,137,596.00	1018 W. Main	R	MF100	31	0.00	1,462,916.12	68,954.71	1,531,870.83	605,725.17
06/30/89	895.00	IBM Wheelwriter	Z	SLMM	5	0.00	895.00		895.00	0.00
06/30/89	1,500.00	Broyhill Sprayer	Z	SLMM	10	0.00	1,500.00		1,500.00	0.00
06/30/90	1,595.00	OmniFax Fax	Z	SLMM	6	0.00	1,595.00		1,595.00	0.00
06/30/90	3,598.40	Xerox Fax	Z	SLMM	6	0.00	3,598.40		3,598.40	0.00
06/30/91	167,316.87	2203 Eastman Bu	R	MF100	31	0.00	103,884.17	5,397.32	109,281.49	58,035.38
06/30/91	1,633.00	Audio File Cabine	Z	SLMM	10	0.00	1,633.00		1,633.00	0.00
06/30/91	2,360.00	File Cabinets	Z	SLMM	10	0.00	2,360.00		2,360.00	0.00
06/30/91	850,000.00	Land - 2203 Eastm	R	NoDep	00.00	0.00	0.00		0.00	850,000.00
06/30/91	2,551.74	Ahren Lawn Mowe	Z	SLMM	10	0.00	2,551.74		2,551.74	0.00
06/30/91	515.00	Colorado Tape Sy	Z	SLMM	5	0.00	515.00		515.00	0.00
06/30/91	555.86	Little Wonder Blow	Z	SLMM	10.00	0.00	555.86	0.00	555.86	0.00
06/30/92	646.00	4 Drawer Cabinet	Z	SLMM	10	0.00	646.00	0.00	646.00	0.00
06/30/92	766.00	5 Drawer Cabinet	Z	SLMM	10	0.00	766.00	0.00	766.00	0.00
06/30/92	1,415.00	Tan 4 Drawer Cab	Z	SLMM	10	0.00	1,415.00	0.00	1,415.00	0.00
06/30/92	2,044.80	Chairs/Wedding A	Z	SLMM	10	0.00	2,044.80	0.00	2,044.80	0.00
06/30/92	110,000.00	Donated Furniture	Z	SLMM	10	0.00	110,000.00	0.00	110,000.00	0.00
06/30/92	1,290,457.00	Land Improv Park	Z	SLMM	15	0.00	1,290,457.00	0.00	1,290,457.00	0.00
06/30/92	1,015.00	Pump Power Was	Z	SLMM	10	0.00	1,015.00	0.00	1,015.00	0.00
06/30/92	750.00	CAD Software	Z	SLMM	5	0.00	750.00	0.00	750.00	0.00
06/30/93	142,773.00	S & S Sculpture	Z	SLMM	10	0.00	142,773.00		142,773.00	0.00
06/30/93	311,400.00	Land - Vada Dow	R	NoDep	00.00	0.00	0.00		0.00	311,400.00
06/30/93	3,800.00	Land - Landscapn	R	NoDep	00.00	0.00	0.00		0.00	3,800.00
06/30/93	2,480.00	Land Improv Fenc	Z	SLMM	15	0.00	2,480.00		2,480.00	0.00
06/30/93	31,879.86	Land Improv Bndg	Z	SLMM	15	0.00	31,879.86		31,879.86	0.00
06/30/93	58,199.29	Land Improv Acce	Z	SLMM	15	0.00	58,199.29		58,199.29	0.00
06/30/93	174,938.00	Land Improv Offic	Z	SLMM	15	0.00	174,938.00		174,938.00	0.00
06/30/93	11,147.00	Vermeer Stump G	Z	SLMM	10	0.00	11,147.00		11,147.00	0.00
06/30/93	950.04	Cement Mixer	Z	SLMM	12	0.00	950.04		950.04	0.00
06/30/93	673.55	Little Wonder Blow	Z	SLMM	12	0.00	673.55		673.55	0.00
06/30/94	2,497.00	Build-Overlook Bu	R	MF100	39	0.00	1,059.17	64.03	1,123.19	1,373.81
06/30/94	415,950.00	Greenhouse	R	MF100	39	0.00	176,423.31	10,665.38	187,088.70	228,861.30
06/30/94	940,193.40	Maintenance Build	R	MF100	39	0.00	398,778.56	24,107.52	422,886.09	517,307.31
06/30/94	11,362.00	Phone System	Z	SLMM	10	0.00	11,362.00		11,362.00	0.00
06/30/94	677.65	72" Diameter Tabl	Z	SLMM	10	0.00	677.65		677.65	0.00
06/30/94	678.65	72" Diameter Tabl	Z	SLMM	10	0.00	678.65		678.65	0.00
06/30/94	679.65	72" Diameter Tabl	Z	SLMM	10	0.00	679.65		679.65	0.00
06/30/94	1,044.50	Pillows & Seatbac	Z	SLMM	10	0.00	1,044.50		1,044.50	0.00
06/30/94	1,465.00	Desk Chair	Z	SLMM	10	0.00	1,465.00		1,465.00	0.00
06/30/94	2,033.00	Main Bldg Tables	Z	SLMM	10	0.00	2,033.00		2,033.00	0.00
06/30/94	7,802.39	Boardroom Chairs	Z	SLMM	10	0.00	7,802.39		7,802.39	0.00
06/30/94	51,127.00	Land - Main Bldg A	R	NoDep	00.00	0.00	0.00		0.00	51,127.00
06/30/94	66,059.00	Land-Overlook Bu	R	NoDep	00.00	0.00	0.00		0.00	66,059.00
06/30/94	21,019.00	Land Improv Pond	Z	SLMM	15	0.00	21,019.00		21,019.00	0.00

ATTACHMENT B

# The H. H. & G. A. Dow Foundation

## Depreciation Expense Report

As of December 31, 2011

In Svc	Acquired	P	Depr	Est	Salv/168 Allow	Prior Accum	Depreciation	Current YTD	Book Value
06/30/94	995.00 Timeclock	Z	SLMM	10	0.00	995.00		995.00	0.00
06/30/94	3,850.00 Matalway Oversee	Z	SLMM	10	0.00	3,850.00		3,850.00	0.00
06/30/94	500.00 MS - Office Softwa	Z	SLMM	3	0.00	500.00		500.00	0.00
06/30/94	595.00 2-Cycle Push Mow	Z	SLMM	10	0.00	595.00		595.00	0.00
06/30/94	1,392.00 Paper Shredder	Z	SLMM	10	0.00	1,392.00		1,392.00	0.00
01/01/95	1,676.00 Shelving/Wining	Z	SLMM	10	0.00	1,676.00		1,676.00	0.00
01/01/95	2,689.00 Macintosh Power	Z	SLMM	5	0.00	2,689.00		2,689.00	0.00
01/10/95	6,218.00 V C Display Case	Z	SLMM	10	0.00	6,218.00		6,218.00	0.00
03/02/95	4,689.00 Visitor's Light Fixtu	Z	SLMM	10	0.00	4,689.00		4,689.00	0.00
04/25/95	36,575.00 Sheet Piling	Z	SLMM	15	0.00	35,762.18		35,762.18	812.82
06/01/96	1,325.00 HP LaserJet 5 Pnn	Z	SLMM	5	0.00	1,325.00		1,325.00	0.00
06/01/96	1,325.00 HP LaserJet 5 Pnn	Z	SLMM	5	0.00	1,325.00		1,325.00	0.00
06/01/96	1,325.00 HP LaserJet 5 Pnn	Z	SLMM	5	0.00	1,325.00		1,325.00	0.00
08/02/96	350,000.00 Sag Rd Commiss	R	MF100	39	0.00	129,006.43	8,974.36	137,980.79	212,019.21
08/02/96	1,165,000.00 Sag Rd Comm La	R	NoDep	00	0.00	0.00		0.00	1,165,000.00
02/25/97	20,182.62 Gardens Barn Ren	R	MF100	39	0.00	7,180.32	517.50	7,697.83	12,484.79
03/07/97	8,891.14 Label Maker	Z	SLMM	5	0.00	8,891.14		8,891.14	0.00
04/21/97	794.00 Printer	Z	SLMM	5	0.00	794.00		794.00	0.00
04/30/97	26,146.00 Homestead Buildin	R	MF100	39	0.00	9,190.20	670.41	9,860.61	16,285.39
05/31/97	221,804.93 Gardens Barn	R	MF100	39	0.00	77,489.60	5,687.31	83,176.90	138,628.03
07/01/97	70,000.00 Barbara Dow Prop	R	NoDep	00	0.00	0.00		0.00	70,000.00
09/30/97	1,200,000.00 Branson Property-	R	NoDep	00	0.00	0.00		0.00	1,200,000.00
10/08/97	11,629.41 Board Room Impro	R	MF100	39	0.00	3,938.59	298.19	4,236.78	7,392.63
10/08/97	50,715.16 Overlook Stairs	R	MF100	39	0.00	17,175.99	1,300.39	18,476.38	32,238.78
10/15/97	600.00 Typewriter	Z	SLMM	5	0.00	600.00		600.00	0.00
12/30/97	33,548.61 Greenhouse Cons	R	MF100	39	0.00	11,218.70	860.22	12,078.92	21,469.69
12/30/97	1,412.07 Board Room Chai	Z	SLMM	10	0.00	1,412.07		1,412.07	0.00
12/31/97	15,226.00 Board Room Table	Z	SLMM	10	0.00	15,226.00		15,226.00	0.00
01/01/98	11,987.60 Board Room Chai	Z	SLMM	10	0.00	11,987.60		11,987.60	0.00
01/28/98	29,481.00 Conservatory Boil	R	MF100	39	0.00	9,795.47	755.92	10,551.40	18,929.60
02/23/98	644.22 Conference Room	R	MF100	39	0.00	212.70	16.52	229.22	415.00
02/23/98	1,045.52 Greenhouse Impro	R	MF100	39	0.00	345.18	26.81	371.99	673.53
02/27/98	2,368.31 Visitor Sign	Z	SLMM	10	0.00	2,368.31		2,368.31	0.00
04/22/98	42,738.08 Homestead Renov	R	MF100	39	0.00	13,926.43	1,095.85	15,022.28	27,715.80
05/17/98	1,505.64 Transformer Pad S	Z	SLMM	15	0.00	1,263.11	100.38	1,363.48	142.16
06/01/98	1,850,000.00 Arbury Land - 450	R	NoDep	00	0.00	0.00		0.00	1,850,000.00
06/01/98	775.00 LaserJet 6Pxl HPC	Z	SLMM	5	0.00	775.00		775.00	0.00
06/01/98	510.00 Electronic VISA M	Z	SLMM	10	0.00	510.00		510.00	0.00
06/26/98	165,000.00 Pnce Property	R	NoDep	00	0.00	0.00		0.00	165,000.00
07/01/98	724.00 SoundStationSpea	Z	SLMM	10	0.00	724.00		724.00	0.00
07/01/98	3,569.00 HP Surestore Bac	Z	SLMM	10	0.00	3,569.00		3,569.00	0.00
07/14/98	15,423.52 Pnce Property	Z	SLMM	15	0.00	12,852.99	1,028.23	13,881.23	1,542.29
07/16/98	4,208.94 HP Surestore Ext	Z	SLMM	5	0.00	4,208.94		4,208.94	0.00
07/29/98	1,000.00 Pumps 0823 101Q	Z	SLMM	12	0.00	1,000.00	0.00	1,000.00	0.00
08/01/98	300,738.25 Greenhouse Cons	R	MF100	39	0.00	95,426.59	7,711.24	103,137.82	197,600.43
09/25/98	264.00 Modem Adapter	Z	SLMM	5	0.00	264.00		264.00	0.00
10/08/98	2,447.44 Greenhouse Boile	Z	SLMM	10	0.00	2,447.44		2,447.44	0.00
11/01/98	1,000.00 Snapper Snowblo	Z	SLMM	5	0.00	1,000.00		1,000.00	0.00
11/06/98	10,228.00 Insulated Panels	Z	SLMM	10	0.00	10,228.00		10,228.00	0.00
12/03/98	2,418.14 VA Control Transf	Z	SLMM	10	0.00	2,418.14		2,418.14	0.00
01/31/99	2,374.67 Painting of Homes	R	MF100	39	0.00	728.15	60.89	789.04	1,585.63
01/31/99	1,921.00 GantryCrms2AW10	Z	SLMM	10	0.00	1,921.00		1,921.00	0.00
06/30/99	9,490.00 UndergrndCond/W	R	MF100	39	0.00	2,808.44	243.33	3,051.78	6,438.22
06/30/99	54,574.24 Const. H.H. Dow P	Z	SLMM	15	0.00	41,840.22	3,638.28	45,478.51	9,095.73
06/30/99	2,997.00 Lap Top Compute	Z	SLMM	5	0.00	2,997.00		2,997.00	0.00
07/01/99	289,661.00 Landimp-Const. C	Z	SLMM	15	0.00	222,073.40	19,310.73	241,384.14	48,276.86
07/31/99	2,499.00 Computer - G3 - I	Z	SLMM	5	0.00	2,499.00		2,499.00	0.00
07/31/99	5,078.32 Server - Dell - Dor	Z	SLMM	5	0.00	5,078.32		5,078.32	0.00
07/31/99	6,150.00 Somp Sprstk,color	Z	SLMM	5	0.00	6,150.00		6,150.00	0.00
08/31/99	9,422.93 Furnace Work at H	R	MF100	39	0.00	2,748.32	241.61	2,989.94	6,432.99
09/30/99	1,782.00 Comp - Dell - M D	Z	SLMM	5	0.00	1,782.00		1,782.00	0.00
09/30/99	699.99 Little Wonder Blow	Z	SLMM	10	0.00	699.99		699.99	0.00
09/30/99	699.99 Little Wonder Blow	Z	SLMM	10	0.00	699.99		699.99	0.00
09/30/99	2,250.00 Mower Deck 60in-	Z	SLMM	10	0.00	2,250.00		2,250.00	0.00
09/30/99	10,795.50 Steiner230 2-WhD	Z	SLMM	10	0.00	10,795.50		10,795.50	0.00
10/31/99	1,864.00 Computer - HP - D	Z	SLMM	5	0.00	1,864.00		1,864.00	0.00

ATTACHMENT B

# The H. H. & G. A. Dow Foundation

## Depreciation Expense Report

As of December 31, 2011

In Svc	Acquired		P	Depr	Est	Salv/168 Allow	Prior Accum	Depreciation	Current YTD	Book Value
11/30/99	1,749.00	Computer - HP - D	Z	SLMM	5	0.00	1,749.00		1,749.00	0.00
12/31/99	14,806.36	Replace roof - 944	R	MF100	39	0.00	4,191.97	379.65	4,571.62	10,234.74
12/31/99	1,762.00	Computer - Dell - J	Z	SLMM	5	0.00	1,762.00		1,762.00	0.00
12/31/99	3,412.00	Computer - Inspiro	Z	SLMM	5	0.00	3,412.00		3,412.00	0.00
02/28/00	23,674.00	Boardroom Audio/	Z	SLMM	10	0.00	23,674.00	0.00	23,674.00	0.00
03/31/00	1,498.00	4-Drawer fire file/b	Z	SLMM	10	0.00	1,498.00	0.00	1,498.00	0.00
05/31/00	29,134.00	Homestead Fire E	R	MF100	39	0.00	7,937.20	747.03	8,684.22	20,449.78
05/31/00	144,734.00	Children's Garden	R	MF100	39	0.00	39,430.76	3,711.13	43,141.89	101,592.11
07/31/00	4,471.53	Wireless Weather	Z	SLMM	12	0.00	3,881.56	372.63	4,254.19	217.34
09/30/00	1,029.25	Trm Line Add-on	Z	SLMM	10	0.00	1,029.25	0.00	1,029.25	0.00
09/30/00	1,029.25	Trm Line Add-on	Z	SLMM	10	0.00	1,029.25	0.00	1,029.25	0.00
09/30/00	1,029.25	Trm Line Add-on	Z	SLMM	10	0.00	1,029.25	0.00	1,029.25	0.00
09/30/00	1,112.00	Bin Displays #1	Z	SLMM	10	0.00	1,112.00	0.00	1,112.00	0.00
09/30/00	1,112.00	Bin Displays #2	Z	SLMM	10	0.00	1,112.00	0.00	1,112.00	0.00
09/30/00	1,112.00	Bin Displays #3	Z	SLMM	10	0.00	1,112.00	0.00	1,112.00	0.00
09/30/00	1,121.25	Trm Line Starter U	Z	SLMM	10	0.00	1,121.25	0.00	1,121.25	0.00
09/30/00	1,121.25	Trm Line Starter U	Z	SLMM	10	0.00	1,121.25	0.00	1,121.25	0.00
09/30/00	1,262.70	Trm Line Starter U	Z	SLMM	10	0.00	1,262.70	0.00	1,262.70	0.00
09/30/00	1,262.70	Trm Line Starter U	Z	SLMM	10	0.00	1,262.70	0.00	1,262.70	0.00
09/30/00	1,305.00	Add-on Magazine	Z	SLMM	10	0.00	1,305.00	0.00	1,305.00	0.00
09/30/00	1,305.00	Add-on Magazine	Z	SLMM	10	0.00	1,305.00	0.00	1,305.00	0.00
09/30/00	1,323.65	Slatwall H Units w	Z	SLMM	10	0.00	1,323.65	0.00	1,323.65	0.00
09/30/00	1,323.65	Slatwall H Units w	Z	SLMM	10	0.00	1,323.65	0.00	1,323.65	0.00
09/30/00	1,323.65	Slatwall H Units w	Z	SLMM	10	0.00	1,323.65	0.00	1,323.65	0.00
09/30/00	1,370.80	Trm Line Starter w	Z	SLMM	10	0.00	1,370.80	0.00	1,370.80	0.00
09/30/00	1,668.55	Slatwall H Units w	Z	SLMM	10	0.00	1,668.55	0.00	1,668.55	0.00
09/30/00	14,482.33	Custom Check-ou	Z	SLMM	10	0.00	14,482.33	0.00	14,482.33	0.00
09/30/00	18,952.00	GIFTS for Window	Z	SLMM	3	0.00	18,952.00		18,952.00	0.00
10/31/00	1,400.00	Golf Cart #1-Sagin	Z	SLMM	10	0.00	1,400.00	0.00	1,400.00	0.00
10/31/00	1,400.00	Golf Cart #2-Sagin	Z	SLMM	10	0.00	1,400.00	0.00	1,400.00	0.00
11/30/00	6,800.00	Re discovery softw	Z	SLMM	3	0.00	6,800.00	0.00	6,800.00	0.00
12/31/00	225,278.13	Chairman's Office	R	MF100	39	0.00	58,004.28	5,776.36	63,780.64	161,497.49
12/31/00	529,040.15	Visitor Center add	R	MF100	39	0.00	136,216.51	13,565.13	149,781.64	379,258.51
12/31/00	18,000.00	*Eat More Beef -fp	Z	SLMM	10	0.00	18,000.00		18,000.00	0.00
12/31/00	1,600.00	D-Bit Fixed Asset	Z	SLMM	3	0.00	1,600.00		1,600.00	0.00
12/31/00	2,275.00	Cab for Steiner 23	Z	SLMM	10	0.00	2,275.00		2,275.00	0.00
01/31/01	1,201.00	Computer Dell866	Z	SLMM	5	0.00	1,201.00		1,201.00	0.00
01/31/01	1,418.00	Computer Dell866	Z	SLMM	5	0.00	1,418.00		1,418.00	0.00
02/28/01	1,295.00	Feb2001-Custom	Z	SLMM	10	0.00	1,273.42	21.58	1,295.00	0.00
02/28/01	1,375.00	Feb2001-Custom	Z	SLMM	10	0.00	1,352.08	22.92	1,375.00	0.00
02/28/01	1,375.00	Feb2001-Custom	Z	SLMM	10	0.00	1,352.08	22.92	1,375.00	0.00
02/28/01	1,510.00	Feb2001-Custom	Z	SLMM	10	0.00	1,484.83	25.17	1,510.00	0.00
02/28/01	1,575.00	Feb2001-Custom	Z	SLMM	10	0.00	1,548.75	26.25	1,575.00	0.00
02/28/01	1,595.00	Feb2001-Custom	Z	SLMM	10	0.00	1,568.42	26.58	1,595.00	0.00
02/28/01	1,595.00	Feb2001-Custom	Z	SLMM	10	0.00	1,568.42	26.58	1,595.00	0.00
02/28/01	1,595.00	Feb2001-Custom	Z	SLMM	10	0.00	1,568.42	26.58	1,595.00	0.00
02/28/01	2,150.00	Feb2001-Custom	Z	SLMM	10	0.00	2,114.17	35.83	2,150.00	0.00
02/28/01	2,150.00	Feb2001-Custom	Z	SLMM	10	0.00	2,114.17	35.83	2,150.00	0.00
03/31/01	1,200.00	Mar 2001-Director	Z	SLMM	3	0.00	1,200.00		1,200.00	0.00
03/31/01	1,800.00	Mar 2001-Structur	Z	SLMM	3	0.00	1,800.00		1,800.00	0.00
03/31/01	5,000.00	Mar 2001-Referen	Z	SLMM	3	0.00	5,000.00		5,000.00	0.00
03/31/01	12,559.00	Mar 2001-Cushma	Z	SLMM	10	0.00	12,245.03	313.97	12,559.00	0.00
04/30/01	3,180.00	Apr 2001-Fence IC	R	MF100	39	0.00	791.62	81.54	873.16	2,306.84
04/30/01	1,099.00	Apr 2001-HP-C80	Z	SLMM	5	0.00	1,099.00		1,099.00	0.00
04/30/01	1,357.57	Apr 2001-Dell PIII	Z	SLMM	5	0.00	1,357.57		1,357.57	0.00
06/30/01	4,478.80	Jun 2001-Constru	R	MF100	39	0.00	1,095.77	114.84	1,210.61	3,268.19
09/30/01	1,367.00	Sep 2001-EPS-E1	Z	SLMM	5	0.00	1,367.00		1,367.00	0.00
09/30/01	2,552.00	Sep 2001-Dell 181	Z	SLMM	5	0.00	2,552.00		2,552.00	0.00
11/30/01	221,375.00	Nov 2002-Bldg 31	R	MF100	39	0.00	51,796.06	5,676.28	57,472.34	163,902.66
11/30/01	163,625.00	Nov 2001-3103 &	R	NoDep	00	0.00	0.00		0.00	163,625.00
11/30/01	1,800.00	Nov 2001-Audio S	Z	SLMM	10	0.00	1,635.00	165.00	1,800.00	0.00
12/31/01	4,620.00	Dec 2001-Weddin	Z	SLMM	10	0.00	4,158.00	462.00	4,620.00	0.00
12/31/01	179,054.02	Dec 2001-W Park	R	NoDep	00	0.00	0.00		0.00	179,054.02
01/31/02	52,854.50	Jan 2002-Whiting F	R	MF100	39	0.00	12,140.70	1,355.24	13,495.95	39,358.55
01/31/02	35,869.70	Whiting Property -	Z	SLMM	15	0.00	21,322.52	2,391.31	23,713.84	12,155.86
01/31/02	14,700.00	Jan2002-4-Wheel	Z	SLMM	10	0.00	13,107.50	1,470.00	14,577.50	122.50

ATTACHMENT B



# The H. H. & G. A. Dow Foundation

## Depreciation Expense Report

As of December 31, 2011

In Svc	Acquired	P	Depr	Est	Salv/168 Allow	Prior Accum	Depreciation	Current YTD	Book Value
03/31/02	1,115.00	Mar2002-Express	Z	SLMM	5	0.00	1,115.00	1,115.00	0.00
04/30/02	1,111.25	Apr2002-Office Ch	Z	SLMM	10	0.00	963.12	111.13	1,074.24
04/30/02	1,111.25	Apr2002-Office Ch	Z	SLMM	10	0.00	963.12	111.13	1,074.24
06/30/02	9,930.00	Jun2002-Whiting F	R	MF100	39	0.00	2,174.88	254.62	7,500.51
08/31/02	1,047.00	Aug2002-Portable	Z	SLMM	5	0.00	1,047.00		0.00
11/30/02	87,264.81	Nov2002-Whiting	R	MF100	39	0.00	18,180.18	2,237.56	66,847.07
11/30/02	1,649.80	Nov2002-8' Diame	Z	SLMM	10	0.00	1,333.60	164.98	151.22
11/30/02	1,048.00	Nov2002-Dell Edg	Z	SLMM	5	0.00	1,048.00		0.00
12/31/02	57,717.50	Dec2002-Whiting	R	MF100	39	0.00	11,901.18	1,479.94	44,336.39
01/31/03	2,370.00	Jan03-3.06GHz/5	Z	SLMM	5	0.00	2,370.00		0.00
02/28/03	1,031.00	Feb03-OptiPlexGX	Z	SLMM	5	0.00	1,031.00		0.00
02/28/03	1,113.00	Feb03-OptiPlexGX	Z	SLMM	5	0.00	1,113.00		0.00
03/31/03	1,003.00	Mar03-OptiPlexGX	Z	SLMM	5	0.00	1,003.00		0.00
04/30/03	1,026.00	KitchenAid Dishwa	Z	SLMM	10	0.00	786.60	102.60	136.80
04/30/03	18,219.00	Apr03-BG-Base ve	Z	SLMM	3	0.00	18,219.00		0.00
04/30/03	3,759.00	Apr03-Walk Behin	Z	SLMM	10	0.00	2,881.90	375.90	501.20
06/30/03	7,299.00	June03-Toro Kaw	Z	SLMM	10	0.00	5,474.25	729.90	1,094.85
07/31/03	1,588.00	Jul03-DellPentium	Z	SLMM	5	0.00	1,588.00		0.00
08/31/03	7,680.00	Aug03-Toro Z-Ma	Z	SLMM	10	0.00	5,632.00	768.00	1,280.00
09/30/03	30,380.00	Sept03-1,804 Ft. of 6ft Vinyl	Z	SLMM	15	0.00	14,583.64	2,025.33	13,671.02
10/31/03	1,432.00	Oct 03-Computer	Z	SLMM	5	0.00	1,432.00		0.00
03/31/04	2,791.00	Mar 04-Copier/Fax	Z	SLMM	6	0.00	2,791.00	0.00	0.00
04/30/04	16,000.00	Apr 04-Bobcat 863	Z	SLMM	10	0.00	10,666.67	1,600.00	3,733.33
05/31/04	3,059.16	May 04-Dell Inspir	Z	SLMM	5	0.00	3,059.16		0.00
06/30/04	2,499.00	Jun 04-Philips cCl	Z	SLMM	5	0.00	2,499.00		0.00
07/31/04	1,074.99	Jul 04-Adobe Crea	Z	SLMM	3	0.00	1,074.99		0.00
09/30/04	16,959.00	Sep 04 - Work Tru	Z	SLMM	5	0.00	16,959.00		0.00
12/31/04	3,123.00	Dec 04-Whiting Fo	Z	SLMM	10	0.00	1,873.80	312.30	936.90
12/31/04	3,123.00	Dec 04 - Whiting F	Z	SLMM	10	0.00	1,873.80	312.30	936.90
12/31/04	88,158.02	Dec 04-3407 Rhyn	R	NoDep	00	0.00			88,158.02
12/31/04	87,299.24	Dec 04 - 3417 Rhy	R	NoDep	00	0.00			87,299.24
12/31/04	5,142.21	Dec 04 - 3413 Rhy	R	NoDep	00	0.00			5,142.21
12/31/04	310,985.42	Dec 04 - 3301, 330	R	NoDep	00	0.00			310,985.42
12/31/04	213,781.37	Dec 04 - 3401, 340	R	NoDep	00	0.00			213,781.37
12/31/04	89,887.00	Dec 04 - 3413 Coo	R	NoDep	00	0.00			89,887.00
12/31/04	195,485.63	Dec 04 - 3412, 341	R	NoDep	00	0.00			195,485.63
12/31/04	220,076.51	Dec 04 - 3320 Rhy	R	NoDep	00	0.00			220,076.51
12/31/04	72,189.69	Dec 04 - 3321 Rhy	R	NoDep	00	0.00			72,189.69
12/31/04	5,416.47	Dec 04 - 3323 Rhy	R	NoDep	00	0.00			5,416.47
12/31/04	73,209.21	Dec 04 - 3312 Rhy	R	NoDep	00	0.00			73,209.21
02/28/05	3,570.00	Feb 05-6'Black Ch	Z	SLMM	15	0.00	1,388.33	238.00	1,943.67
04/30/05	10,144.00	Apr 05-The Whitin	Z	SLMM	10	0.00	5,748.27	1,014.40	3,381.33
04/30/05	2,609.00	Apr 05-A-frame St	Z	SLMM	10	0.00	1,478.43	260.90	869.67
04/30/05	3,123.00	Apr 05-Display Ca	Z	SLMM	10	0.00	1,769.70	312.30	1,041.00
06/30/05	1,707.00	Jun05-Portable De	Z	SLMM	10	0.00	938.85	170.70	597.45
06/30/05	33,435.00	Jun 05-Garden Ma	Z	SLMM	15	0.00	12,259.50	2,229.00	18,946.50
07/31/05	20,909.00	Jul 05-Pump and I	Z	SLMM	15	0.00	7,550.46	1,393.93	11,964.60
07/31/05	1,847.00	Computer Tower-D	Z	SLMM	3	0.00	1,847.00		0.00
08/31/05	5,314.00	Aug 05-W Village	R	NoDep	0	0.00	0.00		5,314.00
08/31/05	14,165.00	Aug 05-Fiber Opti	Z	SLMM	15	0.00	5,036.43	944.33	8,184.23
08/31/05	101,190.00	Aug 05-Resurface	Z	SLMM	15	0.00	35,978.67	6,746.00	58,465.33
09/30/05	3,740.00	Sep 05-3.0GHz Xe	Z	SLMM	5	0.00	3,740.00	0.00	0.00
09/30/05	5,845.00	Sep 05-PwrVault	Z	SLMM	5	0.00	5,845.00	0.00	0.00
09/30/05	4,077.00	Sep 05-3GHz Xeo	Z	SLMM	5	0.00	4,077.00	0.00	0.00
09/30/05	8,288.00	Sep 05-PwrVault1	Z	SLMM	5	0.00	8,288.00	0.00	0.00
10/31/05	20,605.00	Oct 05-Vermeer B	Z	SLMM	5	0.00	20,605.00	0.00	0.00
11/30/05	3,949.00	Nov 05-Creston C	Z	SLMM	5	0.00	3,949.00	0.00	0.00
12/31/05	197,151.00	Dec 05-Whiting Fo	R	MF100	39	0.00	25,486.38	5,055.15	166,609.46
12/31/05	1,249.00	Dec 05-30"Deluxe	Z	SLMM	5	0.00	1,249.00	0.00	0.00
12/31/05	2,968.00	Dec 05-Sterner 23	Z	SLMM	5	0.00	2,968.00	0.00	0.00
12/31/05	2,556.00	Dec 05-Dell Latitu	Z	SLMM	5	0.00	2,556.00	0.00	0.00
03/23/06	15,513.00	Boiler-gas; Maint F	R	SLMM	15	0.00	5,803.68	1,034.20	8,675.12
04/10/06	19,262.44	Irrigation Pump &	R	SLMM	10	0.00	12,312.55	1,926.24	5,023.64
04/11/06	9,987.99	Office - painting	R	SLMM	7	0.00	8,294.91	1,426.86	266.23
05/08/06	1,167.00	Computer-Dell Op	P	SLMM	3	0.00	1,167.00		0.00
05/08/06	1,552.00	Laptop Dell compu	P	SLMM	3	0.00	1,552.00		0.00

ATTACHMENT B

# The H. H. & G. A. Dow Foundation

## Depreciation Expense Report

As of December 31, 2011

In Svc	Acquired		P	Depr	Est	Salv/168 Allow	Prior Accum	Depreciation	Current YTD	Book Value
05/26/06	6,800.19	Playhouse-Childre	R	SLMM	10	0.00	4,346.68	680.02	5,026.70	1,773.49
06/09/06	10,600.00	Maint Fac-drive ap	R	SLMM	15	0.00	3,965.65	706.67	4,672.31	5,927.69
06/29/06	2,972.23	Bee Display cases	P	SLMM	3	0.00	2,972.23		2,972.23	0.00
06/29/06	15,193.30	WF maint facility	R	SLMM	10	0.00	9,711.56	1,519.33	11,230.89	3,962.41
07/01/06	1,028.00	Dell Desktop Com	P	SLMM	3	0.00	1,028.00		1,028.00	0.00
07/01/06	1,028.00	Dell Desktop Com	P	SLMM	3	0.00	1,028.00		1,028.00	0.00
07/01/06	1,028.00	Dell Desktop Com	P	SLMM	3	0.00	1,028.00		1,028.00	0.00
07/20/06	167,184.61	Land-1616 W St A	R	NoDep	00	00	0.00		0.00	167,184.61
07/28/06	32,386.28	Repaving drivewa	R	MF200	10	0.00	20,701.31	3,238.63	23,939.94	8,446.34
07/28/06	1,118.13	Chair-steelcase-d	P	MF200	3	0.00	1,118.13		1,118.13	0.00
07/28/06	1,118.13	Chair-steelcase-b	P	MF200	3	0.00	1,118.13		1,118.13	0.00
08/01/06	1,028.00	Dell Desktop Com	P	MF200	3	0.00	1,028.00		1,028.00	0.00
08/01/06	1,207.09	Dell 5110 color las	P	MF200	5	0.00	1,207.09	0.00	1,207.09	0.00
08/08/06	35,000.00	WF lab demolibon	R	MF100	39	0.00	3,926.30	897.44	4,823.73	30,176.27
08/31/06	3,987.00	Double-drive gate	R	MF200	10	0.00	2,548.49	398.70	2,947.19	1,039.81
08/31/06	9,849.55	Generator-greenh	R	MF200	10	0.00	6,295.84	984.96	7,280.79	2,568.76
09/08/06	93,408.47	Fire Tower-Whitin	R	MF150	15	0.00	34,945.66	6,227.23	41,172.89	52,235.58
09/08/06	23,428.00	Painting extenor o	R	MF200	10	0.00	14,975.18	2,342.80	17,317.98	6,110.02
09/18/06	4,000.40	Pines-window rep	R	MF200	10	0.00	2,557.06	400.04	2,957.10	1,043.30
10/02/06	20,361.70	Paving-944 W Ma	R	MF200	10	0.00	13,015.20	2,036.17	15,051.37	5,310.33
10/09/06	13,500.00	Creativity Center-c	R	MF200	10	0.00	8,629.20	1,350.00	9,979.20	3,520.80
10/09/06	21,784.11	Paving-MMI parkin	R	MF200	10	0.00	13,924.41	2,178.41	16,102.82	5,681.29
10/31/06	5,243.01	Creativity Center-d	R	MF200	10	0.00	3,351.33	524.30	3,875.63	1,367.38
11/03/06	177,592.72	Secret Garden	R	MT150	15	0.00	66,449.28	11,839.51	78,288.80	99,303.92
11/03/06	17,624.99	Black Locust Bndg	R	MF200	10	0.00	11,265.90	1,762.50	13,028.40	4,596.59
11/21/06	1,750.50	Oak H-unit & Shel	P	MF200	10	0.00	1,118.92	175.05	1,293.97	456.53
11/21/06	1,282.50	Oak A-Frame Unit	P	MF200	10	0.00	819.77	128.25	948.02	334.48
01/26/07	23,500.00	Fire Tower roof	R	SLMM	40	0.00	2,301.04	587.50	2,888.54	20,611.46
04/04/07	45,461.94	Office Generator	R	MF200	10	0.00	23,822.05	4,546.19	28,368.25	17,093.69
04/04/07	3,008.53	Carpeting-Jourmey	P	MF200	7	0.00	2,122.63	429.79	2,552.42	456.11
05/02/07	1,159.85	Steel File cabinet	P	MF200	7	0.00	818.32	165.69	984.02	175.83
05/02/07	3,408.34	Round meeting ta	P	MF200	7	0.00	2,404.73	486.91	2,891.63	516.71
05/02/07	2,104.07	Buffet Credenza	P	MF200	7	0.00	1,484.50	300.58	1,785.08	318.99
05/09/07	74,797.63	Plant Provenance	P	MF200	7	0.00	52,772.68	10,685.38	63,458.05	11,339.58
05/18/07	28,629.10	Sculpture DeeDee	P	MF200	10	0.00	15,001.65	2,862.91	17,864.56	10,764.54
05/24/07	12,419.56	Ch Garden Pathw	R	MF200	10	0.00	6,507.86	1,241.96	7,749.81	4,669.75
05/24/07	46,250.00	MCFTA Parking L	R	MF200	10	0.00	24,235.00	4,625.00	28,860.00	17,390.00
06/07/07	96,605.00	DF-DG Office Roo	R	MT150	20	0.00	21,877.18	4,830.25	26,707.43	69,897.57
06/21/07	10,485.00	Hustler Super Mow	P	MF200	7	0.00	7,397.59	1,497.86	8,895.44	1,589.56
06/29/07	8,568.00	Golf Cart-"Dug Mb	P	MF200	7	0.00	6,045.07	1,224.00	7,269.07	1,298.93
06/29/07	2,128.86	Dell laptop compu	P	MF200	3	0.00	2,128.86	0.00	2,128.86	0.00
07/06/07	2,700.00	Golf Cart EZ-Go 3	P	MF200	7	0.00	1,904.96	385.71	2,290.68	409.32
07/06/07	2,700.00	Golf Cart EZ-Go	P	MF200	7	0.00	1,904.96	385.71	2,290.68	409.32
07/06/07	2,700.00	Golf Cart Ez-Go 3	P	MF200	7	0.00	1,904.96	385.71	2,290.68	409.32
07/11/07	1,519.88	Sears Kenmore R	P	MF200	5	0.00	1,386.14	133.74	1,519.88	0.00
07/12/07	22,367.00	Pergola	R	MF200	10	0.00	11,720.31	2,236.70	13,957.01	8,409.99
08/05/07	4,483.00	Pines-air condition	P	MF200	7	0.00	3,162.94	640.43	3,803.37	679.63
08/16/07	3,300.00	Roth Electric Soun	P	MF200	7	0.00	2,328.28	471.43	2,799.71	500.29
09/11/07	15,625.00	Maint Bldg roof	R	MF200	10	0.00	8,187.50	1,562.50	9,750.00	5,875.00
10/09/07	31,720.00	Kubota Tractor & M	P	MF200	7	0.00	22,379.71	4,531.43	26,911.14	4,808.86
12/31/07	8,930.00	Pines-sun porch re	R	MF200	10	0.00	4,679.32	893.00	5,572.32	3,357.68
03/06/08	18,190.00	Gas Tanks to Main	R	SLMM	20	0.00	2,576.92	909.50	3,486.42	14,703.58
03/18/08	87,431.76	WF kitchen constr	R	SLMM	15	0.00	16,029.15	5,828.78	21,857.94	65,573.82
03/20/08	3,599.00	Samsung Copy M	P	SLMM	3	0.00	3,299.09	299.91	3,599.00	0.00
03/26/08	16,939.26	Toro Workman Tru	P	SLMM	7	0.00	6,654.71	2,419.89	9,074.61	7,864.65
03/26/08	16,939.26	Toro Workman Tru	P	SLMM	7	0.00	6,654.71	2,419.89	9,074.61	7,864.65
04/09/08	1,147.00	Dell Optiplex Desk	P	SLMM	2	0.00	1,147.00	0.00	1,147.00	0.00
04/09/08	1,147.00	Dell Optiplex 755	P	SLMM	2	0.00	1,147.00	0.00	1,147.00	0.00
04/30/08	7,565.00	Duxe Chopper Rid	P	MA200	7	3,782.50	2,547.40	1,080.71	3,628.12	3,936.88
05/09/08	12,622.00	Rose Garden Fen	R	SLMM	15	0.00	2,243.92	841.47	3,085.38	9,536.62
05/30/08	4,118.00	WF Refuse Privac	P	SLMM	5	0.00	2,127.63	823.60	2,951.23	1,166.77
05/30/08	6,975.00	WF Fiberoptic Cab	R	SLMM	15	0.00	1,201.25	465.00	1,666.25	5,308.75
06/05/08	8,034.00	Concrete Steps-J	R	SLMM	10	0.00	2,075.45	803.40	2,878.85	5,155.15
06/18/08	3,515.00	MB-Parking Lot Ex	R	SLMM	10	0.00	878.75	351.50	1,230.25	2,284.75
06/18/08	1,399.95	BlueBird Power Ra	P	SLMM	5	0.00	699.98	279.99	979.97	419.98
06/18/08	1,835.00	Sprinkler System E	R	SLMM	5	0.00	550.50	367.00	917.50	917.50

ATTACHMENT B

# The H. H. & G. A. Dow Foundation

## Depreciation Expense Report

As of December 31, 2011

In Svc	Acquired		P	Depr	Est	Salv/168 Allow	Prior Accum	Depreciation	Current YTD	Book Value
06/26/08	9,247.38	Kitchen Flooring-P	P	SLMM	7	0.00	3,302.64	1,321.05	4,623.70	4,623.68
07/02/08	2,444.00	Computer Engrave	P	SLMM	5	0.00	1,222.00	488.80	1,710.80	733.20
07/11/08	2,960.00	Wedding Walkway	S	SLMM	10	0.00	740.00	296.00	1,036.00	1,924.00
07/28/08	46,647.00	Path and Pad	R	SLMM	40	0.00	2,818.27	1,166.18	3,984.44	42,662.56
09/22/08	16,460.00	WF Parking Lot Ex	R	SLMM	20	0.00	1,851.75	823.00	2,674.75	13,785.25
10/23/08	10,650.00	Sound Masking-B	P	SLMM	7	0.00	3,296.43	1,521.43	4,817.86	5,832.14
11/25/08	8,163.89	DG Reception De	P	SLMM	7	0.00	2,429.74	1,166.27	3,596.01	4,567.88
12/04/08	1,113.90	Amigo Mobility Ch	P	SLMM	4	0.00	580.17	278.48	858.64	255.26
12/04/08	22,750.00	Boiler-Prod Green	P	SLMM	10	0.00	4,739.58	2,275.00	7,014.58	15,735.42
01/30/09	2,264.00	HeartStart FRx De	P	SLMM	7	0.00	619.91	323.43	943.34	1,320.66
01/30/09	2,264.00	HeartStart FRx De	P	SLMM	7	0.00	619.91	323.43	943.34	1,320.66
01/30/09	2,264.00	HeartStart FRx De	P	SLMM	7	0.00	619.91	323.43	943.34	1,320.66
04/03/09	17,953.16	Toro Workman-32	P	SLMM	7	0.00	4,488.29	2,564.74	7,053.02	10,900.14
10/26/09	2,074.00	KitchenAid IceMak	Q	SLMM	3	0.00	806.55	691.33	1,497.89	576.11
12/31/2009	1,511.00	Welder & Torch Se		SLMM	5		302.20	302.20	604.40	906.60
12/31/2009	2,800.00	2006 EZ-GO Golf SN - 2399008		SLMM	5		560.00	560.00	1,120.00	1,680.00
3/16/2010	11,159.00	Hustler Super Z 25 HP		SLMM	5		1,673.85	2,231.80	3,905.65	7,253.35
3/19/2010	16,402.45	Toro Workman HDX #07367		SLMM	5		2,460.37	3,280.49	5,740.86	10,661.59
4/30/2010	10,225.00	Stone Work -		SLMM	15		454.44	681.67	1,136.11	9,088.89
6/23/2010	1,400.00	Scooter - Access Mobility Center		SLMM	5		140.00	280.00	420.00	980.00
6/23/2010	1,400.00	Scooter - Access Mobility Center		SLMM	5		140.00	280.00	420.00	980.00
6/30/2010	20,234.00	Conservatory Improvements		SLMM	10		1,011.70	2,023.40	3,035.10	17,198.90
12/16/2010	2,959.80	Wicker Furniture - Whiting		SLMM	7		35.24	422.83	458.06	2,501.74
3/16/2011	2,200.00	1998 Club Car 48 Volt SN		SLMM	5		0	330.00	330.00	1,870.00
5/2/2011	20,271.42	Toro Workman HDX		SLMM	5		0	2,365.00	2,365.00	17,906.42
10/28/2011	7,626.79	Screen in Trustee Board Room		SLMM	5		0	254.23	254.23	7,372.56
9/30/2011	3,750.00	Fence around parking lot at		SLMM	10			93.75	93.75	3,656.25

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FORM 990-PF	CORPORATE STOCK	STATEMENT 13
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DOW CHEMICAL STOCK	164,096,484.	164,096,484.
DODGE & COX PORTFOLIO	9,583,313.	9,583,313.
TEMPLETON INSTITUTIONAL FUNDS	7,386,479.	7,386,479.
SANDS CAPITAL	7,195,638.	7,195,638.
WILLIAM BLAIR	3,359,533.	3,359,533.
TRANSAMERICA	0.	0.
HANSEN MEDICAL	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	191,621,447.	191,621,447.

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FORM 990-PF	CORPORATE BONDS	STATEMENT 14
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PIMCO LOW DURATION BOND FUND	307,497.	307,497.
PIMCO - SYM	1,530,925.	1,530,925.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,838,422.	1,838,422.

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FORM 990-PF	OTHER INVESTMENTS	STATEMENT 15
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ARCH VENTURE FUND III LP	FMV	44,075.	44,075.
WINDPOINT PARTNERS FUND	FMV	155,796.	155,796.
GLS (TRACE) OFFSHORE GLOBAL FUND	FMV	0.	0.
WILSHIRE ASSOCIATES	FMV	1,223,881.	1,223,881.
NORTHCOAST TECH INVESTORS	FMV	823,247.	823,247.
ARCH VENTURE FUND IV L.P.	FMV	108,125.	108,125.
ARCH VENTURE FUND V, L.P.	FMV	872,233.	872,233.
ARDESTA (MEMS) TECHNOLOGY HOLDING, LLC	FMV	251,483.	251,483.
OCM EMERGING MARKETS I (OAKTREE)	FMV	3,512,122.	3,512,122.
CID SEED FUND	FMV	620,430.	620,430.
ARCH DEVELOPMENT FUND I	FMV	943,286.	943,286.
ARCH VENTURE IV-A	FMV	30,529.	30,529.
OCM REAL EST OPP. FUND III, L.P.	FMV	1,596,458.	1,596,458.
ARBORETUM VENTURES 1, LLC	FMV	1,195,475.	1,195,475.
TGAP VENTURE CAPITAL FUND, L.P.	FMV	426,533.	426,533.

APJOHN VENTURES FUND, L.P.	FMV	719,962.	719,962.
GLOBAL UNDERVALUED SECURITIES FUND, LTD	FMV	7,637,210.	7,637,210.
SENECA HEALTH PARTNERS, LP	FMV	1,473,328.	1,473,328.
BIO-STAR PRIVATE EQUITY FUND	FMV	1,135,744.	1,135,744.
ARBORETUM VENTURES 1-A, LLC	FMV	525,304.	525,304.
CLOVIS CAPITAL PARTNERS	FMV	0.	0.
M. KINGDON OFFSHORE N.V.	FMV	7,751,811.	7,751,811.
MOON CAPITAL GLOBAL EQUITY FUND	FMV	4,580,078.	4,580,078.
EDF VENTURES II (38-3479570)	FMV	1,066,699.	1,066,699.
ARTIO INTERNATIONAL EQUITY II FUND	FMV	0.	0.
ABSOLUTE RETURN CAYMAN LTD (BAIN)	FMV	7,578,672.	7,578,672.
FINANCIAL STOCKS OFFSHORE FUND, LTD	FMV	7,138,939.	7,138,939.
ARBORETUM VENTURES 2, LLC	FMV	572,606.	572,606.
BI HOLDINGS	FMV	149,724.	149,724.
FOX & HOUND HOLDINGS	FMV	227,679.	227,679.
PINNACLE FRAMES HOLDINGS	FMV	45,947.	45,947.
ARSENAL	FMV	121,222.	121,222.
ARCHIPELEGO HOLDINGS	FMV	7,995,913.	7,995,913.
NORTH COAST TECH INVESTORS III	FMV	696,553.	696,553.
RESONANT FUND I	FMV	185,055.	185,055.
JANUS	FMV	13,697,224.	13,697,224.
NEUBERGER BERMAN	FMV	7,501,923.	7,501,923.
BLACKROCK EQUITY	FMV	7,605,212.	7,605,212.
JENNISON ASSOCIATES	FMV	3,689,313.	3,689,313.
ENDOLOGIX	FMV	0.	0.
SCHRODER INTERNATIONAL	FMV	8,757,302.	8,757,302.
RENAISSANCE INTERNATIONAL	FMV	5,092,848.	5,092,848.
ATLANTA SM MID CORE	FMV	3,640,617.	3,640,617.
OZOFII ACCESS LTD	FMV	4,913,326.	4,913,326.
CAMBIAR SCV	FMV	1,002,433.	1,002,433.
EAGLE SCG	FMV	2,566,199.	2,566,199.
GSO MEZZANINE FINANCE	FMV	770,000.	770,000.
DFA EMERGING MARKET CORE EQUITY	FMV	2,435,599.	2,435,599.
DFA US SMALL XM VALUE PORTFOLIO	FMV	4,660,215.	4,660,215.
DRIEHAUS EMERGING MARKET GROWTH	FMV	1,730,329.	1,730,329.
HODGES SMALL CAP FUND INSTITUTIONAL	FMV	2,511,134.	2,511,134.
THORNBURG INTERNATIONAL GROWTH	FMV	2,974,555.	2,974,555.
NICHOLAS LIMITED EDITION INC.	FMV	4,681,166.	4,681,166.
VANGUARD SMALL-CAP	FMV	3,392,372.	3,392,372.
HUSSMAN STRATEGIC GROWTH	FMV	3,260,204.	3,260,204.
ISHARES TRUST	FMV	5,357,651.	5,357,651.
MARKETFIELD FD	FMV	2,514,798.	2,514,798.
EDF VENTURES III	FMV	4,999,860.	4,999,860.
MERRILL LYNCH	FMV	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		159,160,399.	159,160,399.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 16

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN	EXPENSE CONTRIB ACCOUNT
MARGARET ANN RIECKER 1018 W. MAIN ST. MIDLAND, MI 48640	PRESIDENT/TRUSTEE 35.00	0.	0.	0.
MICHAEL LLOYD DOW 1018 W. MAIN ST. MIDLAND, MI 48640	VICE PRESIDENT/TRUSTEE 3.00	0.	0.	0.
MACAULEY WHITING, JR. 1018 W. MAIN ST. MIDLAND, MI 48640	TREASURER/TRUSTEE 3.00	0.	0.	0.
MARGARET E. THOMPSON 1018 W. MAIN ST. MIDLAND, MI 48640	SECRETARY/TRUSTEE 1.00	0.	0.	0.
RUTH A. DOAN 1018 W. MAIN ST. MIDLAND, MI 48640	TRUSTEE 1.00	0.	0.	0.
JULIE C. ARBURY 1018 W. MAIN ST. MIDLAND, MI 48640	PART-YEAR TRUSTEE 1.00	0.	0.	0.
DIANE DOW HULLET 1018 W. MAIN ST. MIDLAND, MI 48640	TRUSTEE 1.00	0.	0.	0.
BONNIE BUCHANAN MATHESON 1018 W. MAIN ST. MIDLAND, MI 48640	TRUSTEE 1.00	0.	0.	0.
WILLARD MOTT 1018 W. MAIN ST. MIDLAND, MI 48640	TRUSTEE 1.00	0.	0.	0.
JENEE VELASQUEZ 1018 W. MAIN ST. MIDLAND, MI 48640	EXECUTIVE DIRECTOR 40.00	187,373.	11,242.	0.
CHARLES RIECKER 1018 W. MAIN ST. MIDLAND, MI 48640	PART-YEAR TRUSTEE 1.00	0.	0.	0.

JOHN CARRAS 1018 W. MAIN ST. MIDLAND, MI 48640	ASSOCIATE TRUSTEE 1.00	0.	0.	0.
SUZANNA MCCUAN 1018 W. MAIN ST. MIDLAND, MI 48640	ASSOCIATE TRUSTEE 1.00	0.	0.	0.
MURDOCH MATHESON 1018 W. MAIN ST. MIDLAND, MI 48640	PART-YEAR TRUSTEE 1.00	0.	0.	0.
LEE HANSON 1018 W. MAIN ST. MIDLAND, MI 48640	PART-YEAR TRUSTEE 1.00	0.	0.	0.
DAVID RAMAKER 1018 W. MAIN ST. MIDLAND, MI 48640	PART-YEAR TRUSTEE 1.00	0.	0.	0.
ANDREW LIVERIS 1018 W. MAIN ST. MIDLAND, MI 48640	PART-YEAR TRUSTEE 1.00	0.	0.	0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

187,373.

11,242.

0.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 17

ACTIVITY ONE

THE DOW GARDENS: A BOTANICAL GARDEN THAT DISPLAYS NATIVE AND INTERNATIONALLY SELECTED TREES, SHRUBS, AND HERBACEOUS PLANTS IN LANDSCAPE SETTINGS. SEE STATEMENT 11 FOR ADDITIONAL INFORMATION.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

2,357,041.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 18

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MARGARET A. RIECKER, PRESIDENT, THE HERBERT H. AND GRACE A. DOW FOUNDATION  
1018 W. MAIN ST.  
MIDLAND, MI 48640-4292

TELEPHONE NUMBERNAME OF GRANT PROGRAM

HHDOWFDN.ORG/GUIDELINES

FORM AND CONTENT OF APPLICATIONS

THERE IS NO FORMAL APPLICATION FORM. APPLICANTS SHOULD SUBMIT A LETTER SETTING FORTH THE NATURE AND POTENTIAL RESULTS OF A PROGRAM FOR WHICH FUNDING IS SOUGHT; THE TOTAL COST OF THE PROJECT INCLUDING ANY ENDOWMENT FOR OPERATIONS; THE AMOUNT OF THE GRANT SOUGHT, AND HOW AND OVER WHAT PERIOD OF TIME THE GRANT MAY BE DISBURSED, AS WELL AS ANY OTHER FUNDING SOURCES BEING SOUGHT FOR THE PROJECT.

THE LETTER SHOULD BE ACCOMPANIED BY EVIDENCE OF TAX-EXEMPT STATUS; A DETAILED ORGANIZATIONAL BUDGET, AND THE LATEST AUDITED FINANCIAL STATEMENT; THE NAMES OF MANAGEMENT, AND THE TRUSTEES OR DIRECTORS OF THE ORGANIZATION.

PROPOSALS SHOULD INCLUDE PROVISIONS AND PROCEDURES FOR CONTINUING EVALUATION OF PROGRAMS FOR WHICH SUPPORT IS REQUESTED.

ANY SUBMISSION DEADLINES

THE BOARD MEETS DURING THE YEAR TO MAKE FINAL DECISIONS WITH GRANTS TYPICALLY DISBURSED IN DECEMBER.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOUNDATION DOES NOT MAKE GRANTS DIRECTLY TO INDIVIDUALS. THE FOUNDATION'S CHARTER LIMITS ITS GRANTS TO MICHIGAN ORGANIZATIONS. THE FOUNDATION CANNOT LEGALLY SUPPORT: ORGANIZATIONS THAT ARE NOT ELIGIBLE TO RECEIVE TAX DEDUCTIBLE CONTRIBUTIONS PER THE INTERNAL REVENUE SERVICE; POLITICAL ORGANIZATIONS; SECTARIAN RELIGIOUS ORGANIZATIONS (EXCEPT THOSE THAT ARE LOCATED IN THE MIDLAND COMMUNITY); OR ORGANIZATIONS THAT PRACTICE DISCRIMINATION BY RACE, SEX, CREED, AGE, OR NATIONAL ORIGIN.

THE FOUNDATION DOES NOT ACCEPT PRESET "FORMULAS FOR GIVING" PREPARED BY NONPROFIT AGENCIES.



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990-PF	INVOLVEMENT WITH NONCHARITABLE ORGANIZATIONS PART XVII, LINE 1, COLUMN (D)	STATEMENT 19
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NAME OF NONCHARITABLE EXEMPT ORGANIZATION

---

COOR-INTERMEDIATE SCHOOL DISTRICT

---

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

---

IOSCO GREAT START COLLABORATIVE

---

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

---

GREENDALE TOWNSHIP

---

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

---

RECONSTRUCT ELEMENTARY SCHOOL AS TOWNSHIP HALL

---

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

---

MERIDIAN PUBLIC SCHOOLS

---

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

---

NEW TECH NETWORK HIGH SCHOOL

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

GRACE A. DOW MEMORIAL LIBRARY

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

2011 SUPPORT FOR OPERATIONS

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

MIDLAND DOWNTOWN BUSINESS ASSOCIATION

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

MICHIGAN JAZZ FESTIVAL MATCHING GIFT PROGRAM

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

MIDLAND CITY

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

OPERATIONAL AUDIT OF THE MIDLAND CIVIC AREA

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

MIDLAND COUNTY PROBATE COURT

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

5 YEAR FUNDING FOR MULTISYSTEMIC THERAPY PROGRAM

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

MIDLAND COUNTY COURTHOUSE

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

COURTHOUSE RENOVATIONS

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

MIDLAND COUNTY EDUCATIONAL SERVICE AGENCY

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

FUNDING TRAINING AND STAFF SUPPORT FOR IMPLEMENTATION OF THE INSTRUCTIONAL CONSULTATION TEAM PROJECT OVER 4 YEARS

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

VILLAGE OF SANFORD

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

INSTALL LED STREET LIGHTING AS ELEMENT OF SAGINAW ROAD STREETScape PROJECT

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

UNIVERSITY OF MICHIGAN

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

TO SUPPORT THE MICHIGAN INITIATIVE FOR INNOVATION AND ENTREPRENEURSHIP -  
THE CONSORTIUM EFFORT OF 15 STATE UNIVERSITIES TO PROVIDE GAP FUNDING FOR  
ECONOMIC DEVELOPMENT PROJECTS DEVELOPED BY THOSE UNIVERSITIES.

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

WESTERN MICHIGAN UNIVERSITY

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

TO FUND THE MICHIGAN MATHEMATICS RURAL AREA PROJECT FOR GRADES 4-6.

THE HERBERT H. & GRACE A. DOW FOUNDATION		38-1437485
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR		
FORM 990 PF		STATEMENT 20
RECIPIENT NAME	PURPOSE OF GRANT	AMOUNT
UNITED WAY OF MIDLAND COUNTY	ADDITIONAL CHALLENGE GRANT PROMOTING THE ALEXIS DE TOCQUEVILLE GIVING LEVEL BEGINNING IN 2010	\$20,000
CHIPPEWA NATURE CENTER, INC.	REDESIGN OF THE EXPANSION WHICH WOULD ELIMINATE SOME OF THE AESTHETIC AND GREEN FEATURES AND TECHNOLOGY	\$60,000
GRAND TRAVERSE REGIONAL LAND CONSERVANCY	TO SUPPORT PHASE TWO OF THE ACME, MICHIGAN, SHORELINE PARK	\$200,000
MICHIGAN MOLECULAR INSTITUTE	MITCON COMPUTER WORKSTATION STANDARDIZATION PROJECT	\$356,718
MIDLAND COUNTY CHILD PROTECTION COUNCIL	UPGRADING INTERVIEWING TECHNOLOGY	\$80,000
NATURE CONSERVANCY, INC. (THE)	THE GREAT LAKES PROJECT	\$2,000,000
FAMILY AND CHILDREN'S SERVICE OF MIDLAND, INC.	2011 - 2013 OPERATIONS	\$70,000
ARNOLD CENTER	TO CONSTRUCT A BUILDING ADDITION TO INCREASE CAPACITY OF RECYCLING PROJECT	\$150,000
BAY AREA COMMUNITY FOUNDATION	FUNDING WIN SUSTAINABLE COMMUNITIES OPERATIONS	\$100,000
COOR-INTERMEDIATE SCHOOL DISTRICT (CRAWFORD, OSCODA, OGEMAW AND ROSCOMMON)	IOSCO GREAT START COLLABORATIVE	\$10,000
CENTER FOR MICHIGAN (THE)	TO PROVIDE FUNDING FOR THE MICHIGAN'S DEFINING MOMENT CAMPAIGN	\$100,000
CHILD ABUSE AND NEGLECT COUNCIL OF SAGINAW COUNTY	TO FUND A PORTION OF THE OPERATING EXPENSES FOR THE FORENSIC INTERVIEWER FOR THE CHILDREN'S ADVOCACY CENTER	\$40,000
CHIPPEWA WATERSHED CONSERVANCY	OPERATION EXPENSES OVER THREE YEARS BEGINNING 2009	\$35,000
COUNCIL ON DOMESTIC VIOLENCE & SEXUAL ASSAULT	ENDOWMENT MATCH	\$250,000
CROOKED TREE ARTS COUNCIL, INC.	TO HELP FUND THE CAPITAL CAMPAIGN TO STABILIZE THE FINANCIAL SITUATION BY 2012	\$50,000
DELTA COLLEGE	COURTYARD RESTORATION PROJECT	\$400,000
DELTA COLLEGE	RENOVATED ALLIED HEALTH BUILDING	\$1,500,000
DELTA COLLEGE	SMALL BUSINESS & TECHNOLOGY CENTER	\$60,000
DUCKS UNLIMITED, INC.	RESTORATION AND PROTECTION OF THE SAGINAW BAY WATERSHED	\$100,000
GIRL SCOUTS HEART OF MICHIGAN	TO FUND OUTREACH PROGRAMMING OVER THREE YEARS	\$100,000
GRACE A. DOW MEMORIAL LIBRARY	2011 SUPPORT FOR OPERATIONS	\$2,000
GRAND TRAVERSE REGIONAL LAND CONSERVANCY	TO SUPPORT PHASE TWO OF THE ACME, MICHIGAN, SHORELINE PARK	\$200,000
GREAT LAKES BAY FOUNDATION	OPERATIONS FOR LEADERSHIP INSTITUTE	\$15,000
GREENDALE TOWNSHIP	RECONSTRUCT ELEMENTARY SCHOOL AS TOWNSHIP HALL	\$76,000
HOPE COLLEGE	ENDOWMENT FOR EXPANDED STUDENT/FACULTY COLLABORATIVE SCIENCE RESEARCH	\$1,000,000
INLAND SEAS EDUCATION ASSOCIATIONS	2011 - 2013 SCHOOLSHIP PROGRAM	\$140,000

THE HERBERT H. & GRACE A. DOW FOUNDATION		38-1437485
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR		
FORM 990 PF		STATEMENT 20
RECIPIENT NAME	PURPOSE OF GRANT	AMOUNT
JUNIOR ACHIEVEMENT OF CENTRAL MICHIGAN, INC.	MATCHING OPERATIONS	\$45,000
LEGACY CENTER FOR COMMUNITY SUCCESS (THE)	TO PERFORM A SECOND STUDY OF THE DEVELOPMENTAL ASSETS OF THE ADOLESCENT YOUTH IN MIDLAND COUNTY AS A FOLLOW UP TO THE LAST SURVEY PERFORMED IN 2005	\$35,000
MACKINAC CENTER FOR PUBLIC POLICY	CLOSING THE GAPS PROJECT - AN ANALYSIS OF EDUCATION DISPARITIES AMONG MICHIGAN SCHOOL DISTRICTS (3- YEAR GRANT)	\$198,000
MERIDIAN PUBLIC SCHOOLS	NEW TECH NETWORK HIGH SCHOOL	\$437,500
MICHIGAN NONPROFIT ASSOCIATION	TO FUND THE SEPT. 22, 2010, MNA EXECUTIVE COMMITTEE RETREAT HELD AT THE DOW DIAMOND IN MIDLAND, MICHIGAN	\$100,000
MICHIGAN NONPROFIT ASSOCIATION	OPERATING SUPPORT FOR THE MICHIGAN NONPROFIT COUNCIL FOR CHARITABLE TRUSTS THROUGH THE MICHIGAN NONPROFIT ASSOCIATION	\$10,000
MICHIGAN STATE UNIVERSITY	ANNUAL GIFT	\$25,000
MICHIGAN STATE UNIVERSITY	TO SUPPORT PROJECT WET WATER EDUCATION FOR TEACHERS) TEACHER TRAINING	\$1,000,000
MIDLAND AREA COMMUNITY FOUNDATION	TRIDGE RENOVATION	\$50,000
MIDLAND CENTER FOR THE ARTS	TO FUND THE VOICES: STORIES OF EXTRAORDINARY MIDLAND COUNTY WOMEN EXHIBIT AT THE HERBERT D. DOAN MIDLAND COUNTY HISTORY CENTER STARTING IN APRIL 2011	\$200,000
MIDLAND CENTER FOR THE ARTS	2010 - 2011 OPERATING BUDGET	\$1,500,000
MIDLAND CITY	OPERATIONAL AUDIT OF THE MIDLAND CIVIC AREA	\$10,000
GREATER MIDLAND COMMUNITY CENTERS, INC.	OPERATIONS FOR THE NORTH MIDLAND FAMILY CENTER AFTERNOON PRESCHOOL FOR FOUR-YEAR-OLDS FOR 2010-2011 SCHOOL YEAR	\$50,000
GREATER MIDLAND COMMUNITY CENTERS, INC.	TO SUPPORT PRE-SCHOOL OPERATIONS OF THE RAILWAY FAMILY CENTER IN COLEMAN, MICHIGAN	\$125,000
GREATER MIDLAND COMMUNITY CENTERS, INC.	TO EXPAND, RENOVATE AND REPAIR THE MIDLAND COMMUNITY TENNIS CENTER OUTDOOR FACILITIES INTO THE PAUL OREFFICE OUTDOOR TENNIS COMPLEX	\$50,000
MIDLAND COUNTY PROBATE COURT	5-YEAR FUNDING FOR MULTISYSTEMIC THERAPY PROGRAM	\$133,750
MIDLAND COUNTY COUNCIL ON AGING	TO CONSTRUCT A SECOND ADULT DAY FACILITY	\$500,000
MIDLAND COUNTY COURTHOUSE	COURTHOUSE RENOVATIONS	\$350,000
MIDLAND COUNTY EDUCATIONAL SERVICE AGENCY	FUNDING TRAINING AND STAFF SUPPORT FOR IMPLEMENTATION OF THE INSTRUCTIONAL CONSULTATION TEAM PROJECT OVER FOUR YEARS	\$600,000

THE HERBERT H. & GRACE A. DOW FOUNDATION		38-1437485
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR		
FORM 990 PF		STATEMENT 20
RECIPIENT NAME	PURPOSE OF GRANT	AMOUNT
MIDLAND COUNTY EDUCATIONAL SERVICE AGENCY	TO PAY EXPENSES FOR THE INTER- GOVERNMENTAL COLLABORATION MEETING TO BE HELD ON NOVEMBER 5, 2010, IN MIDLAND, MICHIGAN	\$1,000,000
HUMANE SOCIETY OF MIDLAND COUNTY	START UP FUNDS TO TAKE OVER OPERATION OF THE ANIMAL CONTROL FACILITY AFTER THE MIDLAND COUNTY BOARD OF COMMISSIONERS VOTED TO CLOSE IT	\$50,000
MIDLAND KING'S DAUGHTERS ENDOWMENT FUND	CAPITAL RENOVATION PROJECT FOR FACILITY	\$400,000
OLD TOWN SOUP KITCHEN	CONSTRUCT FOOD STORAGE FACILITY	\$50,000
REACHING OUR COMMUNITY KIDS (R.O.C.K.)	TO ASSIST WITH GENERAL OPERATIONS OVER A THREE-YEAR PERIOD BEGINNING IN 2008	\$50,000
SAGINAW BASIN LAND CONSERVANCY	TO FUND OPERATIONS	\$50,000
SOCIETY OF PLASTICS ENGINEERS, INC.	EDUCATION OUTREACH PROGRAM	\$5,000
SPRINGHILL CAMPS	NEW FRONTIERS INFIRMARY	\$271,000
TEMPLE THEATRE FOUNDATION	CAPITAL CAMPAIGN MATCHING	\$50,000
UNITED WAY AND VOLUNTEER CENTER OF CLARE COUNTY	2011 OPERATIONS	\$30,000
UNITED WAY OF MIDLAND COUNTY	FIVE YEAR COMMITMENT TO BALLOON FEST	\$10,000
UNITED WAY OF SAGINAW COUNTY	PHASE 3 OF THE INITIAL PILOT IMPLEMENTATION OF THE IMAGINATION LIBRARY PROGRAM	\$10,000
UNIVERSITY OF MICHIGAN	TO SUPPORT THE MICHIGAN INITIATIVE FOR INNOVATION AND ENTREPRENEURSHIP - THE CONSORTIUM EFFORT OF 15 STATE UNIVERSITIES TO PROVIDE GAP FUNDING FOR ECONOMIC DEVELOPMENT PROJECTS DEVELOPED BY THOSE UNIVERSITIES	\$500,000
VILLAGE OF SANFORD	INSTALL LED STREET LIGHTING AS ELEMENT OF SAGINAW ROAD STREETScape PROJECT	\$86,000
WEST MIDLAND FAMILY CENTER	REMODEL PRESCHOOL CLASSROOM & KITCHEN	\$34,800
WINDOVER HIGH SCHOOL	ACQUISITION OF CHIPPEWASSEE ELEMENTARY SCHOOL	\$230,000
WINGS OF MERCY EAST MICHIGAN, INC.	2011 OPERATIONS	\$50,000
ABUNDANT LIFE APOSTOLIC CHURCH	Annual Gift	\$1,000
ABUNDANT LIFE BAPTIST CHURCH	Annual Gift	\$1,000
ALDERSGATE UNITED METHODIST CHURCH	Annual Gift	\$1,000
ASSUMPTION OF THE BLESSED VIRGIN MARY CATHOLIC CHURCH	Annual Gift	\$1,000
BETHEL BRETHREN IN CHRIST CHURCH	Annual Gift	\$1,000
BLESSED SACRAMENT PARISH COMMUNITY	Annual Gift	\$1,000
CALVARY BAPTIST CHURCH	Annual Gift	\$1,000
CHAPEL LANE PRESBYTERIAN CHURCH	Annual Gift	\$1,000
CHRISTIAN CELEBRATION CENTER	Annual Gift	\$1,000
CHURCH OF CHRIST RESTORED (THE)	Annual Gift	\$1,000
CHURCH OF DANIEL'S BAND	Annual Gift	\$1,000

THE HERBERT H. & GRACE A. DOW FOUNDATION		38-1437485
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR		
FORM 990 PF		STATEMENT 20
RECIPIENT NAME	PURPOSE OF GRANT	AMOUNT
CHURCH OF JESUS CHRIST OF LATTER-DAY SAINTS (THE)	Annual Gift	\$1,000
CLEFT OF THE ROCK FAMILY CHURCH	Annual Gift	\$1,000
COLEMAN ASSEMBLY OF GOD CHURCH	Annual Gift	\$1,000
COLEMAN WESLEYAN CHURCH	Annual Gift	\$1,000
COMMUNITY OF CHRIST - MIDLAND	Annual Gift	\$1,000
COMMUNITY OF CHRIST-COLEMAN	Annual Gift	\$1,000
COUNTRYSIDE CHURCH OF THE UNITED BRETHREN IN CHRIST	Annual Gift	\$1,000
CROSS OF CHRIST LUTHERAN CHURCH	Annual Gift	\$1,000
EAGLE RIDGE CHURCH OF GOD	Annual Gift	\$1,000
EDENVILLE SEVENTH-DAY ADVENTIST CHURCH	Annual Gift	\$1,000
EDENVILLE UNITED METHODIST CHURCH	Annual Gift	\$1,000
EMMANUEL BAPTIST CHURCH	Annual Gift	\$1,000
FAITH CHRISTIAN ASSEMBLY	Annual Gift	\$1,000
FAITH MINISTRIES BAPTIST CHURCH	Annual Gift	\$1,000
FAITH UNITED METHODIST CHURCH OF COLEMAN	Annual Gift	\$1,000
FAITH WESLEYAN CHURCH	Annual Gift	\$1,000
FIRST BAPTIST CHURCH	Annual Gift	\$1,000
FIRST CHURCH OF CHRIST, SCIENTIST	Annual Gift	\$1,000
FIRST UNITED METHODIST CHURCH	Annual Gift	\$1,000
FLOYD CHURCH OF GOD	Annual Gift	\$1,000
GLAD TIDINGS CHURCH OF OIL CITY	Annual Gift	\$1,000
GOOD SHEPHERD EVANGELICAL LUTHERAN CHURCH	Annual Gift	\$1,000
GORDONVILLE UNITED METHODIST CHURCH	Annual Gift	\$1,000
GRACE BAPTIST CHURCH	Annual Gift	\$1,000
GRACE BIBLE CHURCH	Annual Gift	\$1,000
HOLY FAMILY EPISCOPAL CHURCH	Annual Gift	\$1,000
HOLY REDEEMER LUTHERAN CHURCH	Annual Gift	\$1,000
HOLY SCRIPTURE LUTHERAN CHURCH	Annual Gift	\$1,000
HOMER UNITED METHODIST CHURCH	Annual Gift	\$1,000
HOPE BAPTIST CHURCH	Annual Gift	\$1,000
HOPE UNITED METHODIST CHURCH	Annual Gift	\$1,000
LAPORTE UNITED METHODIST CHURCH	Annual Gift	\$1,000
LIGHTHOUSE BODY OF CHRIST	Annual Gift	\$1,000
LORD OF NEW LIFE LUTHERAN CHURCH	Annual Gift	\$1,000
MAPLETON UNITED METHODIST CHURCH	Annual Gift	\$1,000
MEMORIAL PRESBYTERIAN CHURCH OF MIDLAND	Annual Gift	\$1,000
MERIDIAN CHURCH OF GOD	Annual Gift	\$1,000
MESSIAH LUTHERAN CHURCH	Annual Gift	\$1,000
MIDLAND BAPTIST CHURCH	Annual Gift	\$1,000
MIDLAND BETHEL CHURCH OF THE NAZARENE	Annual Gift	\$1,000
MIDLAND CHRISTIAN CHURCH	Annual Gift	\$1,000
MIDLAND CHURCH OF THE BRETHREN	Annual Gift	\$1,000
MIDLAND COMMUNITY CHURCH OF THE NAZARENE	Annual Gift	\$1,000



THE HERBERT H. & GRACE A. DOW FOUNDATION		38-1437485
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR		
FORM 990 PF		STATEMENT 20
RECIPIENT NAME	PURPOSE OF GRANT	AMOUNT
MIDLAND EVANGELICAL FREE CHURCH	Annual Gift	\$1,000
MIDLAND FREE METHODIST CHURCH	Annual Gift	\$1,000
MIDLAND MENNONITE CHURCH	Annual Gift	\$1,000
MIDLAND MISSIONARY CHURCH	Annual Gift	\$1,000
MIDLAND REFORMED CHURCH	Annual Gift	\$1,000
MIDLAND SEVENTH-DAY ADVENTIST CHURCH	Annual Gift	\$1,000
MOUNT HOPE FELLOWSHIP CHURCH	Annual Gift	\$1,000
MT. HALEY CHURCH OF GOD	Annual Gift	\$1,000
NEASE MEMORIAL CHURCH OF THE NAZARENE	Annual Gift	\$1,000
NEW HOPE COMMUNITY CHURCH OF GOD	Annual Gift	\$1,000
NEW LIFE VINEYARD CHURCH	Annual Gift	\$1,000
NORTH BRADLEY CHURCH OF GOD	Annual Gift	\$1,000
NORTH POINT MINISTRIES	Annual Gift	\$1,000
OIL CITY ASSEMBLY OF GOD	Annual Gift	\$1,000
OPEN DOOR BAPTIST CHURCH	Annual Gift	\$1,000
OUR REDEEMER CHURCH	Annual Gift	\$1,000
OUR SAVIOR LUTHERAN CHURCH	Annual Gift	\$1,000
PENTECOSTAL TEMPLE	Annual Gift	\$1,000
PORTER FREE METHODIST CHURCH	Annual Gift	\$1,000
POSEYVILLE UNITED METHODIST CHURCH	Annual Gift	\$1,000
SALT RIVER CHURCH OF CHRIST	Annual Gift	\$1,000
SALVATION ARMY (THE)	Annual Gift	\$1,000
COMMUNITY OF CHRIST-SANFORD	Annual Gift	\$1,000
SANFORD FIRST BAPTIST CHURCH	Annual Gift	\$1,000
SANFORD UNITED METHODIST CHURCH	Annual Gift	\$1,000
SOUTH MIDLAND CONGREGATION OF JEHOVAH'S WITNESS	Annual Gift	\$1,000
ST. AGNES CATHOLIC CHURCH	Annual Gift	\$1,000
ST. ANNE PARISH COMMUNITY	Annual Gift	\$1,000
ST. BRIGID CATHOLIC CHURCH	Annual Gift	\$1,000
ST. JOHN'S LUTHERAN CHURCH	Annual Gift	\$1,000
ST. JOHN'S EPISCOPAL CHURCH	Annual Gift	\$1,000
ST. PATRICK CHURCH	Annual Gift	\$1,000
ST. PAUL LUTHERAN CHURCH	Annual Gift	\$1,000
ST. PHILIP NERI PARISH COMMUNITY	Annual Gift	\$1,000
ST. TIMOTHY LUTHERAN CHURCH	Annual Gift	\$1,000
SUNRISE BAPTIST CHURCH	Annual Gift	\$1,000
TEMPLE BETH EL	Annual Gift	\$1,000
TRINITY COMMUNITY CHURCH	Annual Gift	\$1,000
TRINITY LUTHERAN CHURCH	Annual Gift	\$1,000
TRINITY WESLEYAN CHURCH	Annual Gift	\$1,000
UNITARIAN UNIVERSALIST FELLOWSHIP OF MIDLAND	Annual Gift	\$1,000
UNITED CHURCH OF CHRIST	Annual Gift	\$1,000
WESLEY CHAPEL, WESLEYAN CHURCH	Annual Gift	\$1,000
WHEELER ROAD CHURCH OF CHRIST	Annual Gift	\$1,000
MIDLAND KING'S DAUGHTERS HOME	2011 ANNUAL COMMUNITY CHRISTMAS CLOSET PROJECT	\$1,000
MIDLAND AREA COMMUNITY FOUNDATION	PHASE 2 OF ACCESS TO RECREATION	\$184,283

THE HERBERT H. & GRACE A. DOW FOUNDATION		38-1437485
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR		
FORM 990 PF		STATEMENT 20
RECIPIENT NAME	PURPOSE OF GRANT	AMOUNT
CRANBROOK EDUCATIONAL COMMUNITY	ART & SCIENCE ON THE GO	\$300,000
MIDLAND CENTER FOR THE ARTS	TO FUND THE VOICES: STORIES OF EXTRAORDINARY MIDLAND COUNTY WOMEN EXHIBIT AT THE HERBERT D. DOAN MIDLAND COUNTY HISTORY CENTER STARTING IN APRIL 2011	\$250,000
GREATER MIDLAND COMMUNITY CENTERS, INC.	TO SUPPORT PRE-SCHOOL OPERATIONS OF THE RAILWAY FAMILY CENTER IN COLEMAN, MICHIGAN	\$100,000
WESTERN MICHIGAN UNIVERSITY	TO FUND THE MICHIGAN MATHEMATICS RURAL AREA PROJECT FOR GRADES 4-6	\$203,143
RE / MAX OF MIDLAND BALLOON FEST	2011 EVENT	\$10,000
UNITED WAY OF MIDLAND COUNTY	FOR AREA AGENCIES PARTICIPATION IN MITCON, MIDLAND NON-PROFIT INFORMATION TECHNOLOGY CONSORTIUM	\$60,280
COUNCIL OF MICHIGAN FOUNDATIONS	2011 OPERATIONS GRANT AS ORGANIZATION MEMBER	\$2,175
NORTHEAST LITTLE LEAGUE	BUILT SIX MEN'S AND WOMEN'S RESTROOM STALLS AND CONCESSION STAND	\$10,000
UNITED WAY OF MIDLAND COUNTY	THREE-YEAR OPERATIONAL SUPPORT FOR UNITED WAY 2-1-1: MIDLAND CALL CENTER BEGINNING IN 2008	\$50,000
DETROIT AREA PRE-COLLEGE ENGINEERING PROGRAM, INC.	ACADEMIC PROGRAMS OFFERED TO STUDENTS IN GRADES 6-11 DURING THE SUMMER MONTHS	\$300,000
MIDLAND CENTER FOR THE ARTS	2011 OPERATING BUDGET	\$254,000
MIDLAND DOWNTOWN BUSINESS ASSOCIATION	MICHIGAN JAZZ FESTIVAL MATCHING GIFT PROGRAM	\$15,000
SAGINAW VALLEY ZOOLOGICAL SOCIETY	VIDEO PROJECT & 2011 EDUCATIONAL INITIATIVES	\$75,000
SPECIAL OLYMPICS MICHIGAN	TO PURCHASE MEDALS, RIBBONS AND EVENT SUPPLIES FOR THE STATE SUMMER GAMES AT CENTRAL MICHIGAN UNIVERSITY ON JUNE 3-5, 2010	\$15,000
LEGACY CENTER FOR COMMUNITY SUCCESS (THE)	LEGACY CENTER FOR STUDENT SUCCESS (THE)	\$7,000
LITTLE FORKS CONSERVANCY	LITTLE FORKS CONSERVANCY	\$350,000
MICHIGAN NONPROFIT ASSOCIATION	OPERATING SUPPORT FOR THE MICHIGAN NONPROFIT COUNCIL FOR CHARITABLE TRUSTS THROUGH THE MICHIGAN NONPROFIT ASSOCIATION	\$5,000
MIDLAND CITY	OPERATIONAL AUDIT OF THE MIDLAND CIVIC AREA	\$10,000
UNITED WAY OF MIDLAND COUNTY	GRANT FOR THE CAMPAIGN BEGINNING IN 2010	\$115,000
UNITED WAY OF MIDLAND COUNTY	CHALLENGE GRANT FOR LEADERSHIP CIRCLE GIFTS AND GIFTS INCREASED BY AT LEAST \$500.00 BEGINNING IN 2010	\$115,000
COUNCIL OF MICHIGAN FOUNDATIONS	2011 OPERATIONS GRANT AS ORGANIZATION MEMBER	\$16,200
NEW URBAN LEARNING	INSTRUCTOR COMPENSATION: UNIVERSITY PREP SCIENCE & MATH 2011 - 2013	\$125,000
CHARLEVOIX AREA HOSPITAL FOUNDATION	2011 OPERATIONS	\$33,334

THE HERBERT H. & GRACE A. DOW FOUNDATION		38-1437485
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR		
FORM 990 PF		STATEMENT 20
RECIPIENT NAME	PURPOSE OF GRANT	AMOUNT
MIDLAND AREA CHAMBER FOUNDATION	MIDLAND BLOOMS PROJECT - 2011	\$10,000
MIDLAND SOCCER CLUB	REPLACE IRRIGATION SYSTEM	\$50,000
MIDLAND AREA COMMUNITY FOUNDATION	TRIDGE RENOVATION	\$40,000
TOTAL TO FORM 990-PF, PART XV, LINE 3A		\$18,215,183.11

THE HERBERT H. & GRACE A. DOW FOUNDATION		38-1437485
GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTS		
FORM 990 PF		STATEMENT 21
RECIPIENT NAME	PURPOSE OF GRANT	AMOUNT
UNITED WAY OF MIDLAND COUNTY	PARTICIPATION IN MITCON 09-12	\$45,210
UNITED WAY OF MIDLAND COUNTY	BASE GRANT (APPR. 2009 FOR 2010-2012 PAYMENT)	\$120,000
UNITED WAY OF MIDLAND COUNTY -CHALLENGE GRANT (APPR. 2009 FOR 2010-2012 PYMNT)	CHALLENGE GRANT (APPR. 2009 FOR 2010-2012 PAYMENT)	\$70,000
UNITED WAY OF MIDLAND COUNTY	ALEXIS DE TOCQUEVILLE CHALLENGE (APPR. 2009 FOR 2010 UP TO 2014 PYMNT)	\$120,000
GREATER MIDLAND COMMUNITY CENTERS, INC.	RAILWAY FAMILY CENTER PRESCHOOL	\$100,000
TEMPLE THEATRE FOUNDATION	CAPITAL CAMPAIGN/MATCHING	\$100,000
COUNCIL ON DOMESTIC VIOLENCE & SEXUAL ASSAULT	4:1 ENDOWMENT MATCH	\$750,000
GIRL SCOUTS HEART OF MICHIGAN	2011 OPERATIONS	\$100,000
INLAND SEAS EDUCATION ASSOCIATIONS	2011-2013 SCHOLARSHIP PROGRAM	\$280,000
MIDMICHIGAN INNOVATION CENTER	2011-2012 OPERATIONS	\$100,000
UNITED WAY OF SAGNAW COUNTY	PHASE 3 OF IMAGINATION LIBRARY PROGRAM	\$30,000
CROOKED TREE ARTS COUNCIL, INC.	3 YR MATCHING GRANT (2011-2013)	\$100,000
DELTA COLLEGE	SMALL BUSINESS & TECHNOLOGY CENTER (SBTC) (2011-2013)	\$120,000
MICHIGAN NONPROFIT ASSOCIATION (MNA)	COUNCIL FOR CHARITABLE TRUSTS OPERATIONS	\$5,000
CHARLEVOIX AREA HOSPITAL FOUNDATION	2011 OPERATIONS	\$66,666
FAMILY & CHILDREN'S SERVICES	OPERATIONS (2011-2013)	\$140,000
GREAT LAKES BAY REGION	OPERATIONS FOR LEADERSHIP INSTITUTE	\$30,000
JUNIOR ACHIEVEMENT OF CENTRAL MICHIGAN, INC.	MATCHING OPERATIONS	\$30,000
MICHIGAN STATE UNIVERSITY	MICHIGAN POLITICAL LEADERSHIP PROGRAM - OPERATIONS (2011-2013)	\$50,000
NEW URBAN LEARNING	INSTRUCTOR COMPENSATION	\$250,000
THE CENTER FOR MICHIGAN	OPERATIONS (2011-2012)	\$100,000
CRANBROOK EDUCATIONAL COMMUNITY	ART & SCIENCE ON THE GO	\$700,000
MIDLAND CENTER FOR THE ARTS	2011-2012 OPERATIONS, EDUCATION OUTREACH	\$750,000
MIDLAND COUNTY EDUCATIONAL SERVICE AGENCY	INSTRUCTIONAL CONSULTATION TEAM PROJECT (2011-2013)	\$1,200,000
MIDLAND COUNTY	COURTHOUSE RENOVATION	\$350,000
REACHING OUR COMMUNITY KIDS (ROCK)	OPERATIONS FOR 3 YRS	\$400,000
SOCIETY OF PLASTICS ENGINEERS, INC	EDUCATION OUTREACH PROGRAM	\$20,000
CHIPPEWA NATURE CENTER	OPERATIONS (2012-2014)	\$120,000
DETROIT AREA PRE-ENGINEERING COLLEGE	2012 OPERATIONS FOR SUMMER PROGRAM	\$300,000



• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **Part II**

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

Enter filer's identifying number, see instructions

<b>Type or print</b>  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. <b>THE HERBERT H. &amp; GRACE A. DOW FOUNDATION</b>	Employer identification number (EIN) or <input checked="" type="checkbox"/> <b>38-1437485</b>
	Number, street, and room or suite no. If a P.O. box, see instructions <b>1018 WEST MAIN STREET</b>	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>MIDLAND, MI 48640</b>	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

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

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

• The books are in the care of **MRS. MARGARET A. RIECKER - 1018 W. MAIN ST., MIDLAND, MI 48640**  
Telephone No. **989-631-3699** FAX No.

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until **NOVEMBER 15**, 20 **12**.
- 5 For calendar year **2011**, or other tax year beginning , 20 , and ending , 20 .
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period
- 7 State in detail why you need the extension  
**ADDITIONAL TIME IS REQUIRED TO GATHER THE INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN.**

<b>8a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>8a</b>	\$	<b>0.00</b>
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	<b>8b</b>	\$	<b>0.00</b>
<b>c Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>8c</b>	\$	<b>0.00</b>

**Signature and Verification must be completed for Part II only.**

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

Signature

Title **SENIOR MANAGER**

Date