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

OMB No 1545-0052

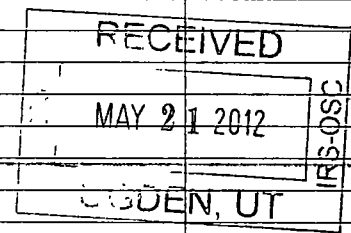
2011

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

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

Name of foundation Cargill Foundation		A Employer identification number 41-6020221
Number and street (or P O box number if mail is not delivered to street address) Room/suite		B Telephone number (see instructions) (952) 742-4311
PO Box 5626 City or town, state, and ZIP code Minneapolis, MN 55440		
G Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change	C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 121,635,585 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)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule) if the foundation is not required to attach Sch B	1,393,160			
	2 Check <input type="checkbox"/> attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	2,129,104	2,129,104		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,469,727			
	b Gross sales price for all assets on line 6a 97,284,884				
	7 Capital gain net income (from Part IV, line 2)		4,469,727		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	7,991,991	6,598,831		
	13 Compensation of officers, directors, trustees, etc.	10,000	10,000		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	12,000	12,000		
	c Other professional fees (attach schedule)	537,674	537,674		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	120,771			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	602	602		
	24 Total operating and administrative expenses. Add lines 13 through 23	681,047	560,276		
	25 Contributions, gifts, grants paid	12,009,398			9,484,668
	26 Total expenses and disbursements Add lines 24 and 25	12,690,445	560,276		9,484,668
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-4,698,454			
	b Net investment income (if negative, enter -0-)		6,038,555		
	c Adjusted net income (if negative, enter -0-)				



SCANNED MAY 24 2012

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing	1,080,652	1,421,105	1,421,105		
	2 Savings and temporary cash investments					
	3 Accounts receivable ▶					
	Less allowance for doubtful accounts ▶	33,747				
	4 Pledges receivable ▶					
	Less allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7 Other notes and loans receivable (attach schedule) ▶					
	Less allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10 a Investments - U S and state government obligations (attach schedule)					
	b Investments - corporate stock (attach schedule)	105,769,252	116,599,849	119,536,725		
	c Investments - corporate bonds (attach schedule)	14,066,866	637,966	637,966		
	Liabilities	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans						
13 Investments - other (attach schedule)						
14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶						
15 Other assets (describe ▶ 39,789)		14,368	39,789	39,789		
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		120,964,885	118,698,709	121,635,585		
17 Accounts payable and accrued expenses		174,209	81,757			
18 Grants payable		6,673,629	9,198,359			
19 Deferred revenue						
20 Loans from officers, directors, trustees, and other disqualified persons						
21 Mortgages and other notes payable (attach schedule)						
22 Other liabilities (describe ▶)						
23 Total liabilities (add lines 17 through 22)	6,847,838	9,280,116				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds	114,117,047	109,418,593			
30 Total net assets or fund balances (see instructions)	114,117,047	109,418,593				
31 Total liabilities and net assets/fund balances (see instructions)	120,964,885	118,698,709				

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	114,117,047
2 Enter amount from Part I, line 27a	2	-4,698,454
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	109,418,593
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	109,418,593

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a GARDNER LEWIS			P	VARIOUS	VARIOUS
b PZENA INVESTMENT MANAGEMENT			P	VARIOUS	VARIOUS
c OTHER FUNDS			P	VARIOUS	VARIOUS
d					
e					

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 33,004,023		30,439,449	2,564,574
b 7,067,425		6,143,070	924,355
c 57,213,436		56,232,638	980,798
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			2,564,574
b			924,355
c			980,798
d			
e			

2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="font-size: 3em; margin-right: 10px;">{</div> <div> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> </div>	2	4,469,727
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	<div style="display: flex; align-items: center;"> <div style="font-size: 3em; margin-right: 10px;">}</div> <div> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div> </div>	3	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	10,417,347	124,838,952	0.0834
2009	7,107,658	113,454,580	0.0626
2008	10,510,681	123,459,731	0.0851
2007	10,686,100	113,955,557	0.0938
2006	7,438,820	99,241,284	0.0750

2 Total of line 1, column (d)	2	0.3999
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.0800
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	127,581,744
5 Multiply line 4 by line 3	5	10,206,540
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	60,386
7 Add lines 5 and 6	7	10,266,926
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	9,484,668

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	120,771
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	120,771
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	120,771
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	144,000	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	144,000	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	23,229	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 23,229 Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <input type="checkbox"/> http://www.cargill.com/corporate-responsibility/community-engagement/charitable-giving/headqua				
14	The books are in care of <input type="checkbox"/> MARK MURPHY Telephone no <input type="checkbox"/> 952-742-4311			
Located at <input type="checkbox"/> PO BOX 5626 MINNEAPOLIS MN ZIP + 4 <input type="checkbox"/> 55440-5626				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <input type="checkbox"/>	16	Yes	No

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? <input type="checkbox"/>	1c	
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/>		
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) <input type="checkbox"/>	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 <input type="checkbox"/>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011) <input type="checkbox"/>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	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)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☐ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SCHEDULE ATTACHED		10,000		

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

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

Form 990-PF (2011)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	128,132,356
b	Average of monthly cash balances	1b	1,392,257
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	129,524,613
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	129,524,613
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,942,869
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	127,581,744
6	Minimum investment return. Enter 5% of line 5	6	6,379,087

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

1	Minimum investment return from Part X, line 6	1	6,379,087
2a	Tax on investment income for 2011 from Part VI, line 5	2a	120,771
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	120,771
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,258,316
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	6,258,316
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	6,258,316

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	9,484,668
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	9,484,668
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	9,484,668

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				6,258,316
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006 2,579,113				
b From 2007 5,099,204				
c From 2008 4,395,132				
d From 2009 1,483,179				
e From 2010 4,273,648				
f Total of lines 3a through e	17,830,276			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 9,484,668				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				6,258,316
e Remaining amount distributed out of corpus	3,226,352			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	21,056,628			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	2,579,113			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	18,477,515			
10 Analysis of line 9				
a Excess from 2007 5,099,204				
b Excess from 2008 4,395,132				
c Excess from 2009 1,483,179				
d Excess from 2010 4,273,648				
e Excess from 2011 3,226,352				

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

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

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

Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed	9,484,668			9,484,668
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	9,484,668			9,484,668
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

STATEMENT ATTACHED

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

STATEMENT ATTACHED

c Any submission deadlines

STATEMENT ATTACHED

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

GUIDELINES ATTACHED

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

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
a Paid during the year STATEMENT ATTACHED				9,484,668
Total			3a	9,484,668
b Approved for future payment STATEMENT ATTACHED				9,198,359
Total			3b	9,198,359

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	2,129,104	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property .					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	4,469,727	
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)				6,598,831	
13 Total. Add line 12, columns (b), (d), and (e)					6,598,831

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

[illegible]

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



[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☐ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Sign Here  Scott Portny 5/14/2012  Secretary

Signature of officer or trustee Date Title

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

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

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

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

OMB No 1545-0047

2011

Name of the organization

Employer identification number

Cargill Foundation

41-6020221

Organization type (check one)

Filers of:**Section:**

Form 990 or 990-EZ

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

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

Cargill Foundation

Employer identification number

41-6020221

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN H. MACMILLAN IV PO BOX 5628 MINNEAPOLIS MN 55440-5628	\$ 25,000.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	DAVID MACMILLAN PO BOX 5628 MINNEAPOLIS MN 55440-5628	\$ 25,000.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	KATE REED PO BOX 5628 MINNEAPOLIS MN 55440-5628	\$ 25,000.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	ANNE PEDRERO PO BOX 5628 MINNEAPOLIS MN 55440-5628	\$ 25,000.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
5	DONALD MACMILLAN PO BOX 5628 MINNEAPOLIS MN 55440-5628	\$ 25,000.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
6	SANDRA MACMILLAN PO BOX 5628 MINNEAPOLIS MN 55440-5628	\$ 25,000.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization Cargill Foundation	Employer identification number 41-6020221
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	PAULINE M. KEINATH PO BOX 5628 MINNEAPOLIS MN 55440-5628	\$ 10,000.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
8	CARGILL MACMILLAN JR. PO BOX 5628 MINNEAPOLIS MN 55440-5628	\$ 10,000.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
9	MARIANNE C. LIEBMANN PO BOX 5628 MINNEAPOLIS MN 55440-5628	\$ 107,600.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
10	SMOKY MARCUS IV TRUST 2943 27 1/4 STREET BIRCHWOOD WI 54817	\$ 85,500.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
11	THE CARAVAN TRUST PO BOX 16109 MINNEAPOLIS MN 55416	\$ 100,060.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
12	CARGILL MACMILLAN JR. 1969 TRUST 2500 WEST 49TH STREET SUITE 203 SIOUX FALLS SD 57105-6559	\$ 140,000.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization <u>Cargill Foundation</u>	Employer identification number <u>41-6020221</u>
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	PAULINE M. KEINATH 1969 TRUST 2500 WEST 49TH STREET SUITE 203 SIOUX FALLS SD 57105-6559	\$ 140,000.00	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
14	AGUALIA FOUNDATION 48 PAR-LA-VILLE ROAD #336 HAMILTON BERMUDA	\$ 500,000.00	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
15	HJP PROMISE FOUNDATION PO BOX 5628 MINNEAPOLIS MN 55440-5628	\$ 50,000.00	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
16	SARAH STEVENS MACMILLAN FOUNDATION PO BOX 5628 MINNEAPOLIS MN 55440-5628	\$ 100,000.00	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Employer identification number

41-6020221

Part II

[illegible]

Name of organization

Employer identification number

Cargill Foundation

41-6020221

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once See instructions) ▶ \$

Use duplicate copies of Part III if additional space is needed.

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

THE CARGILL FOUNDATION**ATTACHMENT TO FORM 990-PF
CALENDAR YEAR ENDED 12/31/11****PART I, COLUMN (a):****\$****LINE 16 (c) - OTHER PROFESSIONAL FEES:**

Eagle management	102,177
Mellon Trust Advisor Fees	134,138
Pzena Investment	62,379
Sprucegrove Investment	68,857
Wellington Trust Co	96,290
Gardner Lewis Mgmt	60,579
State Street Management	13,254
Total	<u><u>537,674</u></u>

LINE 18 - TAXES:

Federal Excise Tax Accrual	<u><u>120,771</u></u>
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LINE 23 - OTHER EXPENSES:

Miscellaneous Expense	<u><u>602</u></u>
Total	<u><u>602</u></u>

THE CARGILL FOUNDATION**ATTACHMENT TO FORM 990-PF
CALENDAR YEAR ENDED 12/31/11**

The Cargill Foundation began accounting for its portfolio investments under the market value method for book purposes in 1988. Prior to 1988, the Foundation valued all investments at cost per books.

Amounts reported on Part I, Column a, and Part II, Column b, represent year-end book amounts restated to the cost basis. A reconciliation of the amounts reported as book income and book balance sheets in Parts I and II to book income per the financial statement follows:

Income per Books (Financial Statement)

Book Income/(Loss)	(3,124,775)
Less: Grants Paid	(12,009,398)
Add: Contributions Received	<u>1,393,160</u>

Income per Financial Statement	(13,741,013)
--------------------------------	--------------

Reverse Unrealized Gain/(Loss) on Investment Portfolio Recorded on Financial Statement	<u>9,042,559</u>
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Net Income, Form 990-PF, Part I Line 27a, Column (a)	<u><u>(4,698,454)</u></u>
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THE CARGILL FOUNDATIONATTACHMENT TO FORM 990-PF
CALENDAR YEAR ENDED 12/31/11

PART II, LINE 10a, 10b, 10c - Investments	2011	
	Book Value	Fair Market Value
3M CO	477,449	449,515
ABBOTT LABORATORIES	288,508	337,380
ACI MULTI STRATEGY MARKET	877,776	967,861
ALLSTATE CORP/THE	554,971	380,999
ALTERA CORP	358,198	367,290
AMERICAN INTERNATIONAL GROUP I	250,256	200,680
AON CORP	608,235	623,610
APACHE CORP	289,331	217,392
AQR GBL ASST OFFSHORE FUND	2,000,000	1,574,140
AURELIUS CAPITAL MANAGEMENT	1,000,000	971,717
AVNET INC	288,427	454,691
BANK OF AMERICA CORP	549,777	109,393
BLUE TREND	1,000,000	961,950
BP PLC	298,989	279,648
BREXAN HOWARD FUND LIMITED	1,200,000	1,624,657
BRIDGEWATER PURE ALPHA FUND I	915,634	1,347,759
BROOKSIDE CAP PARTNERS FD II	1,500,000	1,268,704
BROOKSIDE II CAYMAN FD	5,000,000	4,364,973
CA INC	271,181	240,053
CF DAILY VALUED STOCK INDEX	8,649,358	9,114,924
CITIGROUP INC	224,220	226,240
COCA-COLA CO	606,309	650,721
COMCAST CORP	451,162	501,828
COMPUTER SCIENCES CORP	23,791	22,515
CQS CONV & QUANT	803,371	854,954
DELL INC	140,442	152,518
DOUBLE BLACK DIAMOND C	1,724,413	1,970,979
ECOLAB INC	481,043	554,976
ENTERGY CORP	359,953	385,339
EXXON MOBIL CORP	383,909	481,013
FIDELITY NATIONAL INFORMATION	238,429	226,015
FORTUNE BRANDS INC	128,822	163,062
FRANKLIN RESOURCES INC	308,831	244,953
GOLDEN TREE HIGH YIELD FUND	592,754	546,711
GOLDMAN SACHS GROUP INC/THE	757,300	529,016
GOOGLE INC	257,282	316,491
HEWLETT-PACKARD CO	766,594	515,844
HOSPITALITY PROPERTIES TRUST	297,242	299,889
HUNTINGTON INGALLS INDUSTRIES	41,470	36,097
I EMERGING MARKETS INDEX FUND	4,300,205	3,865,983
INDUS ASIA	1,000,000	1,019,025
INGRAM MICRO INC	177,049	165,074
IVORY OFFSHORE ENHANCED FD	1,000,000	973,718
JARDEN CORP	275,482	246,510
JC PENNEY CO INC	170,357	224,960
JP MORGAN CHASE & CO	279,137	242,725
KRAFT FOODS INC	357,338	422,168
L-3 COMMUNICATIONS HOLDINGS IN	370,509	295,059
LIBERTY GLOBAL INC	513,648	584,896
LOEWS CORP	417,696	399,090
LUXOR CAPITAL PARTNERS	1,000,000	1,033,942
MASCO CORP	279,443	246,018
MCDONALD'S CORP	123,257	160,528
METLIFE INC	213,124	219,819
MICROSOFT CORP	878,688	835,912
MOHAWK INDUSTRIES	242,154	327,679
MOLSON COORS BREWING CO	318,583	308,046

2011

PART II, LINE 10a, 10b, 10c - Investments

	Book Value	Fair Market Value
MORGAN STANLEY	357,685	169,834
NESTLE SA	364,067	358,038
NEWFIELD EXPLORATION CO	421,966	222,607
NEWS CORP	446,131	529,848
NOBLE ENERGY INC	425,953	471,950
NORTEL NETWORKS CORP	-	0
NORTHROP GRUMMAN CORP	408,908	404,974
OMNICOM GROUP INC	292,375	383,388
ORACLE CORP	123,241	123,120
OZ MASTER FUND	1,782,829	2,165,302
PEPSICO INC	450,606	457,815
PERSHING SQUARE	1,000,000	979,938
PERSHING SQUARE INT'L LTD	3,000,000	2,945,852
PIMCO TOTAL RETURN FUND	28,052,768	28,599,136
PLATINUM US TAX-EXEMPT FD	4,000,000	3,374,663
PNC FINANCIAL SERVICES GROUP I	240,006	217,416
PPG INDUSTRIES INC	237,521	281,779
PRAXAIR INC	476,696	534,500
PROGRESSIVE CORP	238,869	232,169
RENAISSANCE RE HOLDINGS LTD	219,882	336,524
ROYAL DUTCH SHELL PLC	386,869	403,457
SAMLYN ONSHORE FUND LP FFC	1,100,000	1,136,731
SANSAR CAPITAL LTD	14,330	21,623
SHERWIN-WILLIAMS CO/THE	191,482	265,578
SILVER POINT CAP OFFSHORE FD	1,303,817	1,738,326
SPRUCEGROVE DEL TST INTL INV	5,381,369	6,895,963
STAPLES INC	423,866	402,116
STATE STREET CORP	207,519	195,504
STEADFAST	1,250,000	1,385,509
TACONIC	2,000,000	1,960,643
TE CONNECTIVITY LTD	124,005	198,725
THERMO FISHER SCIENTIFIC INC	299,305	238,341
UBS AG SHS NEW	327,989	243,994
UBS OCONNOR GLOBAL FUND	1,609,904	2,033,278
UNITED HEALTH GROUP INC	352,974	471,324
VICIS CAPITAL FUND (INTL)	358,634	111,882
VIKING GLOBAL EQUITIES III LTD	1,050,000	1,281,671
VODAFONE GROUP PLC	299,912	316,739
WAL-MART STORES INC	644,857	705,168
WASTE MANAGEMENT INC	360,392	320,558
WOODBINE	1,000,000	914,754
WR BERKLEY CORP	357,633	447,070
WTC EMERGING COMPANIES	8,133,394	8,951,272

Total**116,599,849****119,536,725**

THE CARGILL FOUNDATION

ATTACHMENT TO FORM 990-PF
 CALENDAR YEAR ENDED 12/31/11

PART II, LINE 15, COLUMNS (a), (b), and (c):

	<u>2010</u>	<u>2011</u>	
	<u>Book Value</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Accrued Dividends Receivable	13,993	39,745	39,745
Accrued Interest Receivable	375	44	44
Accounts Receivable - Misc	0	0	0
	<u> </u>	<u> </u>	<u> </u>
Total Other Assets	<u>14,368</u>	<u>39,789</u>	<u>39,789</u>

THE CARGILL FOUNDATION

**ATTACHMENT TO FORM 990-PF
CALENDAR YEAR ENDED 12/31/11**

PART II - BALANCE SHEET, LINE 29, PAID-IN CAPITAL, COLUMN (b):

\$

Balance Sheet Retained Earnings per Financial Statement at December 31,	2011	112,355,469	112,355,469
Less Write-up/down of investments from Cost to Market at January 1, 2011			(11,979,435)
		Common Stock	11,979,435
		Fixed Income Securities	<u>0</u>
		Total write-up/down	11,979,435
Reverse Financial Statement Net Earnings for	2011		13,741,013
Add Book Income per Part I, Line 27, Column (a)			<u>(4,698,454)</u>
Paid-in Capital or Capital Surplus Part II, Line 29, Column (b)			<u><u>109,418,593</u></u>

THE CARGILL FOUNDATION

**ATTACHMENT TO FORM 990-PF
CALENDAR YEAR ENDED 12/31/11**

PART VIII, LINE 1 - INFORMATION ABOUT OFFICERS AND DIRECTORS

NAME AND ADDRESS	TITLE & TIME DEVOTED TO POSITION	\$ COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCOUNT, OTHER ALLOWANCES
Robbin S Johnson Box 5626 Minneapolis, MN 55440	President Time Less than one hour per week	-0-	-0-	-0-
Terri Barreiro Box 5626 Minneapolis, MN 55440	Vice President Time Less than one hour per week	\$10,000	-0-	-0-
Steve Euler 220 South 6th Street Minneapolis, MN 55402	Secretary Time Less than one hour per week	\$0	-0-	-0-
Marianne Short Box 5626 Minneapolis, MN 55440	Vice President Time. Less than one hour per week	-0-	-0-	-0-
Scott Portnoy Box 5626 Minneapolis, MN 55440	Vice President Time Less than one hour per week	-0-	-0-	-0-
	TOTALS	\$10,000	0	0

THE CARGILL FOUNDATION

**ATTACHMENT TO FORM 990-PF
CALENDAR YEAR ENDED 12/31/11**

PART XV, SUPPLEMENTARY INFORMATION, LINE 2 a :

Information regarding contributions, grants, gifts, loans,
scholarships, etc., should be directed to:

The Cargill Foundation
Box 5650
Minneapolis, MN 55440-5632
Attn: Mark Murphy
Phone: (952) 742-4311

The Cargill Foundation
2011 Grants Paid Report
Tax Return

<u>Payee Organization</u>	<u>Payee Address</u>	<u>Payment Amount</u>	<u>Purpose</u>	<u>Relationship</u>
Achieve Minneapolis	111 Third Ave. S Suite 5 Minneapolis, MN 55401	75,000	Program	NONE
Achieve Minneapolis	111 Third Ave. S Suite 5 Minneapolis, MN 55401	342,000	Program	NONE
Achieve Minneapolis	111 Third Ave. S Suite 5 Minneapolis, MN 55401	350,000	Program	NONE
Achieve Minneapolis	111 Third Ave. S Suite 5 Minneapolis, MN 55401	360,209	Program	NONE
Achieve Minneapolis	111 Third Ave. S Suite 5 Minneapolis, MN 55401	578,495	Program	NONE
Admission Possible	450 N Syndicate St Ste 200 Saint Paul, MN 55104	150,000	Program	NONE
Arts Partnership	345 Washington St. St. Paul, MN 55102	250,000	Capital	NONE
Banyan Foundation	2647 Bloomington Avenue South Minneapolis, MN 55407	25,000	Program	NONE
BestPrep	7100 Northland Circle North, Suite 402 Brooklyn Park, MN 55428	10,000	Program	NONE
Big Brothers and Sisters of the Greater Twin Cities	2550 University Avenue West, Ste. 410N St Paul, MN 55114	55,000	Program	NONE
Centro Cultural Chicano	1915 Chicago Avenue Minneapolis, MN 55404	75,000	Program	NONE
Charter School Partners	2800 University Ave. S.E., Suite #201 Minneapolis, MN 55414	150,000	Program	NONE
Comunidades Latinas Unidas En Servicio	797 E. 7th Street St Paul, MN 55106	40,000	Program	NONE

The Cargill Foundation
2011 Grants Paid Report
Tax Return

<u>Payee Organization</u>	<u>Payee Address</u>	<u>Payment Amount</u>	<u>Purpose</u>	<u>Relationship</u>
Fastforward Education	6500 Humboldt Ave. N Brooklyn Center, MN 55430	82,000	Program	NONE
Grantmakers for Education	720 SW Washington St., Suite 605 Portland, OR 97205	1,500	General Operating	NONE
Greater Twin Cities United Way	404 South Eighth Street Minneapolis, MN 55404-1084	1,200,000	General Operating	NONE
Guthrie Theater Foundation	818 South Second Street Minneapolis, MN 55415	45,000	Capital	NONE
Interfaith Outreach and Community Partners	1605 County Road 101 N. Plymouth, MN 55447-2708	50,000	Program	NONE
Jewish Family and Children's Service	13100 Wayzata Blvd., Suite 400 Minnetonka, MN 55305	132,500	Program	NONE
Joyce Preschool	1219 West 31st Street Minneapolis, MN 55408	60,000	Program	NONE
Learning Disabilities Association	6100 Golden Valley Road Golden Valley, MN 55422	300,000	Program	NONE
Macalester College	1600 Grand Avenue St. Paul, MN 55105-1899	1,000	Program	NONE
Macalester College	1600 Grand Avenue St. Paul, MN 55105-1899	675,000	Program	NONE
MacPhail Center for Music	501 S 2nd St Minneapolis, MN 55401	40,000	Program	NONE
Minneapolis Institute of Arts	2400 Third Avenue South Minneapolis, MN 55404	65,000	Capital	NONE
Minnesota Children's Museum	10 W. 7th Street St. Paul, MN 55102	20,000	Capital	NONE
Minnesota Council on Foundations	100 Portland Avenue South, Suite 225 Minneapolis, MN 55401-2575	32,300	General Operating	NONE
Minnesota Historical Society	345 Kellogg Blvd. W. St. Paul, MN 55102	25,000	Capital	NONE
Minnesota Orchestral Association	1111 Nicollet Mall Minneapolis, MN 55403	50,000	Capital	NONE

The Cargill Foundation
2011 Grants Paid Report
Tax Return

<u>Payee Organization</u>	<u>Payee Address</u>	<u>Payment Amount</u>	<u>Purpose</u>	<u>Relationship</u>
Minnesota Orchestral Association	1111 Nicollet Mall Minneapolis, MN 55403	455,000	Capital	NONE
Minnesota Public Radio	480 Cedar Street Saint Paul, MN 55101	65,000	Capital	NONE
Minnesota Zoo Foundation	13000 Zoo Boulevard Apple Valley, MN 55124	45,000	Capital	NONE
PEACE Foundation DBA Northside Achievement Zone	1200 West Broadway Avenue, Ste 250 Minneapolis, MN 55411	50,000	Program	NONE
Penumbra Theatre Company, Inc.	270 North Kent Street Saint Paul, MN 55012	20,000	Capital	NONE
Perspectives, Inc.	3381 Gorham Ave. St. Louis Park, MN 55318	52,500	Program	NONE
Phyllis Wheatley Community Center	1301 - 10th Avenue North Minneapolis, MN 55411	35,000	Program	NONE
Pillsbury United Communities	3501 Chicago Avenue South Minneapolis, MN 55407	79,000	Program	NONE
Plymouth Christian Youth Center	2210 Oliver Avenue North Minneapolis, MN 55411	42,000	Program	NONE
Project for Pride in Living, Inc.	1035 East Franklin Avenue Minneapolis, MN 55404	50,000	Program	NONE
Project for Pride in Living, Inc.	1035 East Franklin Avenue Minneapolis, MN 55404	55,000	Program	NONE
Science Museum of Minnesota	120 W. Kellogg Blvd. St. Paul, MN 55102	40,000	Capital	NONE
Science Museum of Minnesota	120 W. Kellogg Blvd. St. Paul, MN 55102	527,679	Program	NONE
Search Institute	615 First Avenue NE, Suite 125 Minneapolis, MN 55413	25,000	Program	NONE
ServeMinnesota	431 South 7th Street Suite 2540 Minneapolis, MN 55415	50,000	Program	NONE

The Cargill Foundation
2011 Grants Paid Report
Tax Return

<u>Payee Organization</u>	<u>Payee Address</u>	<u>Payment Amount</u>	<u>Purpose</u>	<u>Relationship</u>
Seven Dreams Foundation	4148 Winnetka Avenue North New Hope, MN 55428	100,000	Program	NONE
Simpson Housing Services Inc.	2100 Pillsbury Ave. So. Minneapolis, MN 55404	50,000	Program	NONE
St. David's School for Child Development and Family Services	3395 Plymouth Road Minnetonka, MN 55305	40,000	Program	NONE
St. Louis Park Schools Dist 283	6425 W 33rd Street St Louis Park, MN 55426	206,000	Program	NONE
St. Paul Chamber Orchestra Society	408 Saint Peter Street Third Floor Saint Paul, MN 55102	20,000	Capital	NONE
Stages Theatre Company	1111 Mainstreet Hopkins Hopkins, MN 55343	127,485	Program	NONE
Teach For America Twin Cities	401 2nd Ave N, #200 Minneapolis, MN 55401	100,000	Program	NONE
The Blake School [LearningWorks at Blake: A Breakthrough Program	110 Blake Road Hopkins, MN 55343	55,000	Program	NONE
The Children's Theatre Company and School	2400 Third Avenue South Minneapolis, MN 55404	90,000	Program	NONE
The Family Partnership	414 South 8th Street Minneapolis, MN 55404	30,000	Program	NONE
The Family Partnership	414 South 8th Street Minneapolis, MN 55404	50,000	Program	NONE
The Minneapolis Foundation	800 IDS Center 80th South Eight Street Minneapolis, MN 55402	150,000	Program	NONE
The Minnesota Opera Company	620 North First Street Minneapolis, MN 55401	20,000	Capital	NONE
Twin Cities Public Television	172 East Fourth Street St. Paul, MN 55101	100,000	Capital	NONE
Twin Cities Public Television	172 East Fourth Street St. Paul, MN 55101	250,000	General Operating	NONE

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<u>Payee Organization</u>	<u>Payee Address</u>	<u>Payment Amount</u>	<u>Purpose</u>	<u>Relationship</u>
United Nations Association Minnesota	211 N. First Street, Ste. 410 Minneapolis, MN 55401	35,000	Program	NONE
University of Minnesota Foundation	McNamara Alumni Center University of Minnesota Gateway 200 Oak Street SE., Suite 500 Minneapolis, MN 55455-2010	250,000	Capital	NONE
Walker Art Center	1750 Hennepin Avenue Minneapolis, MN 55403	40,000	Capital	NONE
Washburn Center for Children	2430 Nicollet Ave S Minneapolis, MN 55404	40,000	Program	NONE
Washburn Center for Children	2430 Nicollet Ave S Minneapolis, MN 55404	250,000	Capital	NONE
Way to Grow	125 West Broadway #110 Minneapolis, MN 55411	250,000	Program	NONE
World Food Program USA	1819 L Street NW, Suite 900 Washington, DC 20036	150,000	General Operating	NONE
YMCA of Metropolitan Minneapolis	30 S. 9th Street Minneapolis, MN 55402	100,000	Program	NONE
YWCA of Minneapolis	1130 Nicollet Mall Minneapolis, MN 55403	150,000	Program	NONE

9,484,668

TOTAL

THE CARGILL FOUNDATION
OPEN COMMITMENTS

December 2011 - Year end		DATE	APPROVED	APPROVED	PAID	PAYMENT	PAYMENT	SCHEDULED
ORGANIZATION		APPROVED	AMOUNT	TO-DATE	AMOUNT	NUMBER	DATE	
FOCUS AREA FUNDING								
Achieve Minneapolis - AVID Middle & High School		3/22/2011	1,735,486	578,495	578,495	2	5/1/2012	
Achieve Minneapolis					578,496	3	5/1/2012	
Achieve Minneapolis - My Life Plan		3/22/2011	1,050,000	350,000	350,000	2	5/1/2012	
Achieve Minneapolis					350,000	3	5/1/2013	
Achieve Minneapolis - Collaborative on Education		3/22/2011	1,026,000	342,000	342,000	2	5/1/2012	
Achieve Minneapolis					342,000	3	5/1/2013	
Achieve Minneapolis - STEM		3/22/2011	1,080,627	360,209	360,209	2	5/1/2012	
Achieve Minneapolis					360,209	3	5/1/2013	
Jewish Family and Children's Service of Minneapolis		7/22/2011	265,000	132,500	132,500	2	7/1/2012	
Joyce Preschool		7/22/2011	120,000	60,000	60,000	2	7/1/2012	
Macalester College		12/15/2009	2,000,000	1,325,000	675,000	3	1/1/2012	
Parents Aware for School Readiness		9/6/2011	750,000	0	250,000	1	1/1/2012	
					250,000	2	1/1/2013	
					250,000	3	1/1/2014	
Pillsbury United Communities		7/22/2011	158,000	79,000	79,000	2	7/1/2012	
Project for Pride in Living		7/22/2011	100,000	50,000	50,000	2	7/1/2012	
Project Lead the Way		12/17/2008	621,233	471,783	74,725	4	1/1/2012	
					74,725	5	1/1/2013	
Search Institute		10/27/2010	100,000	50,000	25,000	3	10/26/2012	
					25,000	4	10/28/2013	
Simpson Housing Services		7/22/2011	100,000	50,000	50,000	2	7/1/2012	
St. Louis Park Schools Dist 283		6/9/2010	618,000	412,000	206,000	3	7/2/2012	
Teach for America, Twin Cities		9/6/2011	200,000	100,000	100,000	2	9/1/2012	
The Children's Theatre Company and School		10/27/2010	270,000	180,000	90,000	3	10/26/2012	
United Nations Association, Minnesota		7/22/2011	70,000	35,000	35,000	2	7/1/2012	
YMCA of Metropolitan Minneapolis		7/22/2011	200,000	100,000	100,000	2	7/1/2012	

THE CARGILL FOUNDATION
OPEN COMMITMENTS

ORGANIZATION	DATE APPROVED	APPROVED AMOUNT	PAID TO-DATE	PAYMENT AMOUNT	PAYMENT NUMBER	PAYMENT DATE
Way to Grow	7/22/2011	350,000	250,000	100,000	2	7/1/2012
ARTS/CULTURE/CIVIC						
Arts Partnership	7/22/2011	1,000,000	250,000	250,000	2	7/1/2012
				250,000	3	7/1/2013
				250,000	4	7/1/2014
Minnesota Orchestral Association	12/15/2009	2,000,000	1,540,000	460,000	4	12/1/2012
Twin Cities Public Television	10/27/2010	1,000,000	500,000	250,000	3	10/26/2012
				250,000	4	10/28/2013
Twin Cities Habitat for Humanity	12/15/2011	600,000	0	200,000	1	3/1/2012
				200,000	2	3/1/2013
				200,000	3	3/1/2014
University of Minnesota Foundation	3/22/2011	1,000,000	250,000	250,000	2	5/1/2012
				250,000	3	5/1/2013
				250,000	4	5/1/2014
Washburn Center for Children	3/22/2011	500,000	250,000	250,000	2	5/1/2012
		\$16,914,346	\$7,715,987	\$9,198,359		
SUMMARY - PROGRAM	SUMMARY - ARTS/CAPITAL	SUMMARY - TOTAL				
2012	2012	3,657,929	2012	1,660,000	2012	5,317,929
2013	2013	1,980,430	2013	950,000	2013	2,930,430
2014	2014	250,000	2014	700,000	2014	950,000
TOTAL	TOTAL	5,888,359	TOTAL	3,310,000	TOTAL	9,198,359

Corporate Giving Guidelines

Cargill's purpose is to be the global leader in nourishing people. We measure our performance through engaged employees, satisfied customers, enriched communities and profitable growth.

Corporate giving is one important way Cargill works to enrich the 1,000 communities where we conduct our business. With 131,000 employees in 66 countries, Cargill people are working everyday to nourish the lives of those around us.

Through Cargill's Corporate giving we provides strategic grants to organizations serving communities **where Cargill has a presence**. We provide direct grants for regional, national and global partnerships and provides matching grants for selected local projects supported by our businesses.

FOCUS AREAS

Cargill seeks to build sustainable communities by focusing our human and financial resources in three areas:

Nutrition and Health

Programs and projects that address long-term solutions to hunger, increase access to health education and/or basic health care in developing and emerging countries, and improve youth nutrition and wellness.

Education

Programs and projects that improve access to primary and secondary education for underprivileged children in Cargill communities; training and schooling to improve skills in science, technology and engineering; and partnerships with higher education institutions that provide access to the best people and ideas relevant to the worlds we serve: agriculture, food and risk management.

Environment

We will support projects that protect and improve accessibility to water resources, provide environmental conservation and preservation education, and promote sustainable agricultural practices.

When evaluating requests, Cargill favors projects and programs that:

- Allow Cargill to make a distinctive contribution and significant impact;
- engage our employees;
- solve problems rather than treat symptoms;
- provide opportunities to collaborate with customers and/or key non-governmental and community stakeholders; and
- align with our business focus.

TYPES OF SUPPORT

Cargill directs its resources primarily to projects or programs serving Cargill communities. Only under special circumstances will Cargill consider general operating or capital support. Organizations requesting capital or operating support should contact the Contributions staff before applying.

LIMITATIONS/RESTRICTIONS

We will not fund:

- Organizations without 501(c)(3) status or the equivalent
- Organizations that do not serve communities where Cargill has a business presence
- Individuals or groups seeking support for research, planning, personal needs or travel
- Public service or political campaigns
- Lobbying, political or fraternal activities
- Benefit dinners or tickets to the same
- Fundraising campaigns, walk-a-thons, or promotions to eliminate or control specific diseases
- Athletic scholarships
- Advertising or event sponsorships
- Religious groups for religious purposes
- Publications, audio-visual productions or special broadcasts
- Endowments
- Medical equipment (ambulances, defibrillators)

APPLICATION PROCESS

Regional, national or global organizations that provide programs and services to multiple Cargill communities may apply directly through the process outline below.

Local community organizations (community food relief agencies, schools, community centers) that are located in a Cargill community is advised to contact the Cargill facility in their community to explore local partnership opportunities/interest. The local manager or employee-led Cargill Cares Council, will review your request, determine whether they will provide support, and whether they will apply for corporate matching funds. Cargill does not provide direct corporate grants to local organizations without the support/involvement of our local businesses.

GRANT APPLICATION PROCEDURES AND REQUIREMENTS

1. After reviewing the guidelines, we encourage organizations to submit a 2-3 page letter of inquiry via mail or e-mail. Your letter should include the following:
 - a. Name of organization and mission
 - b. Description of project for which funds are requested
 - c. How the project/program fits within Cargill's focus areas
 - d. Amount requested
2. Cargill will review the letter of inquiry and determine whether the organization will be invited to submit a complete proposal. All letters will receive a response.
3. Those organizations invited to submit a proposal must complete the Corporate Giving grant application form.
4. Cargill may request additional information or a site visit.
5. The Cargill Contributions Committee staff reviews applications on an ongoing basis. Decisions concerning applications are generally made within 90 days of receipt.

FOR MORE INFORMATION, CONTACT:

Michelle Grogg, Sr. Director, Corp Contributions
Phone: 952-742-2931
Cargill Corporate Affairs
PO Box 5650
Minneapolis, MN 55440-5650
E-Mail: michelle_grogg@cargill.com

Stacey Smida, Grants Manager
Phone: 952-742-4311
Cargill Corporate Affairs
PO Box 5650
Minneapolis, MN 55440-5650
E-Mail: stacey_smida@cargill.com

GRANT APPLICATION FORM

ORGANIZATION INFORMATION

Name of organization:		
Legal name, if different.		
Address:		
City, State, Zip/Mail Code:		
Country:		
Phone:	Fax:	Web site:
Name of Executive Director/President:		
Title:	Phone:	E-mail:
Contact person regarding this application:		
Title:	Phone:	E-mail:

U.S. Applicants:

Is your organization designated by the IRS as a 501(c)(3) not-for-profit? ____ Yes ____ No

IF NO, is your organization a public agency/unit of government?

____ Yes ____ No

IF NO, Please indicate whether your organization works with a fiscal agent. Please include the name and address of fiscal agent

All other Applicants

In cases where funds go to nonprofit programs in countries other than the United States, funding must be made through a US-based, 501(c)(3) organization or its equivalency. Organizations are encouraged to contact the Cargill Contributions Committee staff prior to submitting your application

PROPOSAL INFORMATION

Please give a 2-3 sentence summary of request.	
Population served.	Geographic area served

BUDGET

Dollar amount requested:	\$
Total annual organization budget	\$
Total project budget.	\$

AUTHORIZATION

Name and title of Executive Director _____

Signature _____

APPLICATION CONT'D

PROPOSAL NARRATIVE

Please respond to the following. We ask that you limit your narrative to 4 pages.

I. Organization Information

- A. Brief summary of organization's history, mission and goals
- B. Brief description of organization's current programs/activities
- C. Your organization's relationship with other organizations working with similar missions. How does your organization collaborate with others?

II. Purpose of Grant

- A. Specific activities for which you seek funding
- B. How those activities address the Cargill's focus areas
 - a. Nutrition and health
 - b. Education
 - c. Environmental Stewardship
- C. How those activities meet the following criteria:
 - a. Allow Cargill to make a significant impact and a significant impact
 - b. Involve Cargill employees and leverage their expertise
 - c. Solve problems rather than treat symptoms
 - d. Meet Cargill's business focus
 - e. Provide opportunities to collaborate with customers and strategic partners
- D. Who will benefit from the activities?
- E. How you will measure the impact/outcomes of the activities on the community?

III. Evaluation and Measurement

- A. Please describe your criteria for success – both immediate and long-term outcomes
- B. How will you measure these changes?
- C. Who will evaluate the work?

REQUIRED ATTACHMENTS

- 1. Copy of your current IRS determination letter indicating tax-exempt, 501(c)(3) status. If using a fiscal agent, please include a Letter of Authorization
- 2. Organization current year budget and project/program budget
- 3. Audited financial statements for the last fiscal year, if available
- 4. List of current funders
- 5. List of Cargill employees who volunteer and/or serve on the board of your organization
- 6. List of organization's Board of Directors

Please mail or email your completed application, proposal narrative and required attachments to:

Grants Manager
Cargill Corporate Affairs
PO Box 5650
Minneapolis, MN 55440-5650
Phone: 952-742-4311
Email: Stacey_smida@cargill.com