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Form **990-PF**

Department of the Treasury  
Internal Revenue Service

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

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

OMB No 1545-0052

**2011**

For calendar year 2011, or tax year beginning 01-01-2011, and ending 12-31-2011

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation  
THE SUSAN THOMPSON BUFFETT FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)  
3555 FARNAM STREET STE 222

City or town, state, and ZIP code  
OMAHA, NE 68131

H Check type of organization ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,287,457,472

J Accounting method ☐ Cash ☒ Accrual  
☐ Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis.)

A Employer identification number  
47-6032365







B Telephone number (see page 10 of the instructions)  
(402) 943-1300

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐  
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the 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)	148,564,367			
	2 Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities. . . . .	1,007,533	1,007,533		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	2,596,647			
	b Gross sales price for all assets on line 6a 41,729,660				
	7 Capital gain net income (from Part IV, line 2) . . . .		8,555,824		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold . . . . .				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	152,168,547	9,563,357		
	13 Compensation of officers, directors, trustees, etc	606,538	0		606,538
	14 Other employee salaries and wages . . . . .	1,884,473	0		1,884,473
	15 Pension plans, employee benefits . . . . .	545,852	0		545,852
	16a Legal fees (attach schedule). . . . .	 11,763	0		11,763
	b Accounting fees (attach schedule). . . . .	 27,320	13,660		13,660
	c Other professional fees (attach schedule) . . . . .	 1,417,154	0		1,417,154
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see page 14 of the instructions)	 177,426	0		120,426
	19 Depreciation (attach schedule) and depletion . . . .	 197,551	0		
	20 Occupancy . . . . .	245,627	0		245,627
	21 Travel, conferences, and meetings . . . . .	546,393	0		546,393
	22 Printing and publications . . . . .	49,775	0		49,775
	23 Other expenses (attach schedule). . . . .	 157,716	0		166,009
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	5,867,588	13,660		5,607,670
	25 Contributions, gifts, grants paid . . . . .	590,191,088			347,175,164
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	596,058,676	13,660		352,782,834
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	-443,890,129			
	b <b>Net investment income</b> (if negative, enter -0-)		9,549,697		
	c <b>Adjusted net income</b> (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.







Cat No 11289X

Form **990-PF** (2011)

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	1Cash—non-interest-bearing . . . . .			
	2Savings and temporary cash investments . . . . .	2,783,628	143,707	143,707
	3Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5Grants receivable . . . . .			
	6Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .			
	7Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8Inventories for sale or use . . . . .			
	9Prepaid expenses and deferred charges . . . . .	1,638,145	958,825	958,825
	10aInvestments—U S and state government obligations (attach schedule)	387,420,583	 380,218,837	380,218,837
	bInvestments—corporate stock (attach schedule) . . . . .	1,527,989,201	 1,901,335,010	1,901,335,010
	cInvestments—corporate bonds (attach schedule). . . . .			
	11Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12Investments—mortgage loans . . . . .			
	13Investments—other (attach schedule) . . . . .			
	14Land, buildings, and equipment basis ▶ <u>3,139,391</u> Less accumulated depreciation (attach schedule) ▶ <u>844,298</u>	934,046	 2,295,093	2,295,093
	15Other assets (describe ▶ _____)	 1,506,000	 2,506,000	 2,506,000
	16Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,922,271,603	2,287,457,472	2,287,457,472
Liabilities	17Accounts payable and accrued expenses . . . . .	24,080	35,779	
	18Grants payable . . . . .	125,903,753	367,741,888	
	19Deferred revenue . . . . .			
	20Loans from officers, directors, trustees, and other disqualified persons			
	21Mortgages and other notes payable (attach schedule) . . . . .			
	22Other liabilities (describe ▶ _____)			
	23Total liabilities (add lines 17 through 22) . . . . .	125,927,833	367,777,667	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24Unrestricted . . . . .	1,796,343,770	1,919,679,805	
	25Temporarily restricted . . . . .			
	26Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27Capital stock, trust principal, or current funds . . . . .			
	28Paid-in or capital surplus, or land, bldg , and equipment fund			
	29Retained earnings, accumulated income, endowment, or other funds			
	30Total net assets or fund balances (see page 17 of the instructions) . . . . .	1,796,343,770	1,919,679,805	
	31Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	1,922,271,603	2,287,457,472	

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	1,796,343,770
2	Enter amount from Part I, line 27a . . . . .	2	-443,890,129
3	Other increases not included in line 2 (itemize) ▶ 	3	663,518,873
4	Add lines 1, 2, and 3 . . . . .	4	2,015,972,514
5	Decreases not included in line 2 (itemize) ▶ 	5	96,292,709
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	1,919,679,805

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 )
1 a	PUBLICLY TRADED SECURITIES	P	2010-07-01	2011-12-31
b	432,000 SHS BERKSHIRE CLASS B STOCK	D	2007-03-13	2011-12-31
c	PUBLICLY TRADED SECURITIES	P	2011-07-01	2011-12-31
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 43,959		4,781	39,178
b 33,685,876		25,171,175	8,514,701
c 7,999,825		7,997,880	1,945
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			39,178
b			8,514,701
c			1,945
d			
e			

2 Capital gain net income or (net capital loss)	<div><div>If gain, also enter in Part I, line 7</div><div>If (loss), enter -0- in Part I, line 7</div></div>	2	8,555,824
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <div><div>If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)</div><div>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 page 18 of 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	252,575,842	2,160,276,423	0 116918
2009	411,527,190	1,981,228,303	0 207713
2008	351,926,060	3,258,034,171	0 108018
2007	206,132,788	2,630,260,867	0 078370
2006	102,021,927	355,412,624	0 287052

2 Total of line 1, column (d).	2	0 798071
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 159614
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	2,030,665,029
5 Multiply line 4 by line 3.	5	324,122,568
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	95,497
7 Add lines 5 and 6.	7	324,218,065
8 Enter qualifying distributions from Part XII, line 4.	8	353,240,489

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 on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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	95,497
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	95,497
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	95,497
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	945,782	
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	945,782
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" 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	850,285
11		Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 0	Refunded <input type="checkbox"/>	11	850,285

Part VII-AStatements Regarding Activities

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? . . . . .		Yes	No
		1a		No
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)? . . . . .			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year? . . . . .	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input 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 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.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> NE _____			
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 .	8b	Yes	
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 on page 27)? If "Yes," complete Part XIV . . . . .	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No




















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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address  N/A	13	Yes	
14	The books are in care of  ALLEN GREENBERG Telephone no  (402) 943-1300 Located at  3555 FARNAM STREET SUITE 222 OMAHA NE ZIP +4  68131			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . .  and enter the amount of tax-exempt interest received or accrued during the year . . . . .  15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country 				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person?  Yes  No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .  Yes  No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .  Yes  No (6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). . . . .  Yes  No			
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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 page 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. . . . . 	1b		No
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		No
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? . . . . .  Yes  No If "Yes," list the years  20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see page 20 of the instructions ). . . . .	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here  20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .  Yes  No			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i> ) . . . . .	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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 page 22 of the 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 page 22 of the 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?

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 page 22 of the instructions).

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

2

Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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
TURKIZ GOKGOL 3555 FARNAM STREET STE 222 OMAHA,NE 68131	DIR INT'L PROGRAMS 40 00	313,077	54,297	0
JUDITH DESARNO 3555 FARNAM STREET STE 222 OMAHA,NE 68131	DIR DOMESTIC PROGRAM 40 00	287,769	48,808	0
STEVE HEARTWELL 3555 FARNAM STREET STE 222 OMAHA,NE 68131	DEP DIR DOMESTIC PRO 40 00	204,423	41,112	0
DAVID KLINE 3555 FARNAM STREET STE 222 OMAHA,NE 68131	DIR OF MONITORING AN 40 00	208,077	37,162	0
DHAVAL PATEL 3555 FARNAM STREET STE 222 OMAHA,NE 68131	INTERNATIONAL PROGRA 40 00	188,700	45,704	0
Total number of other employees paid over \$50,000.				7

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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 (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
PHILLBER RESEARCH ASSOCIATES	CONSULTING	572,357
16 MAIN STREET ACCORD,NY 12404		
RAND CORPORATION	CONSULTING	286,205
PO BOX 2138 SANTA MONICA,CA 90407		
MATHEMATICA	CONSULTING	165,840
PO BOX 2393 PRINCETON,NJ 08543		
MICROEDGE	CONSULTING	103,661
BOX 347051 PITTSBURGH,PA 15251		
CONCENTRIC CORPORATION	CONSULTING	80,528
PO BOX 541092 OMAHA,NE 68154		
Total number of others receiving over \$ 50,000 for professional services. . . . .		2

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 ALICE BUFFETT OUTSTANDING TEACHER AWARDS - 15 TEACHERS AWARDED \$10,000 (\$150,000 TOTAL)	44,748
2 SCHOLARSHIPS - AWARDED \$18,841,325 IN SCHOLARSHIPS	63,243
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3. . . . .	0



Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	2,060,122,218
b	Average of monthly cash balances. . . . .	1b	1,466,644
c	Fair market value of all other assets (see page 24 of the instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	2,061,588,862
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	0
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	2,061,588,862
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . .	4	30,923,833
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,030,665,029
6	Minimum investment return. Enter 5% of line 5. . . . .	6	101,533,251

Part XI

Distributable Amount (see page 25 of the 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	101,533,251
2a	Tax on investment income for 2011 from Part VI, line 5. . . . .	2a	95,497
b	Income tax for 2011 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	95,497
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	101,437,754
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	56,936
5	Add lines 3 and 4. . . . .	5	101,494,690
6	Deduction from distributable amount (see page 25 of the instructions). . . . .	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	101,494,690

Part XII

Qualifying Distributions (see page 25 of the 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	352,782,834
b	Program-related investments—total from Part IX-B. . . . .	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	457,655
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	353,240,489
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 page 26 of the instructions). . . . .	5	95,497
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	353,144,992
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 page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7				101,494,690
2	Undistributed income, if any, as of the end of 2011				
a	Enter amount for 2010 only. . . . .			0	
b	Total for prior years 20__ , 20__ , 20__		0		
3	Excess distributions carryover, if any, to 2011				
a	From 2006. . . . .				84,343,230
b	From 2007. . . . .				74,574,123
c	From 2008. . . . .				189,538,249
d	From 2009. . . . .				312,395,447
e	From 2010. . . . .				145,731,114
f	Total of lines 3a through e. . . . .	806,582,163			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 353,240,489				
a	Applied to 2010, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d	Applied to 2011 distributable amount. . . . .				101,494,690
e	Remaining amount distributed out of corpus	251,745,799			
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	1,058,327,962			
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 page 27 of the instructions . . .		0		
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions . . . . .			0	
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011 . . . . .				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions). . . . .	0			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions). . . . .	84,343,230			
9	Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . .	973,984,732			
10	Analysis of line 9				
a	Excess from 2007. . . .				74,574,123
b	Excess from 2008. . . .				189,538,249
c	Excess from 2009. . . .				312,395,447
d	Excess from 2010. . . .				145,731,114
e	Excess from 2011. . . .				251,745,799

Part XIV

Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	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.					
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 organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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) )

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

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 page 28 of the 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

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 XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<div>a Paid during the year</div> <div>See Additional Data TableSee Additional Data Table</div>				
<div>Total . . . . .</div>			<div>▶ 3a</div>	347,175,164
<div>b Approved for future payment</div> <div>See Additional Data Table</div>				
<div>Total . . . . .</div>			<div>▶ 3b</div>	310,659,132

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments. . . .					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities. . . .			14	1,007,533	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property. . . . .					
<b>b</b> Not debt-financed property. . . . .					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income. . . . .					
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	2,596,647	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory. .					
<b>11</b> Other revenue <b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal. Add columns (b), (d), and (e). .		0		3,604,180	0
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . .			<b>13</b>		3,604,180

[illegible]

Part XVII

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

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

1a(1)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

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.

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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
<div><div>Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.</div><div><div><div>*****</div><div>Signature of officer or trustee</div></div><div><div>2012-05-14</div><div>Date</div></div><div><div><div>*****</div><div>Title</div></div></div></div></div>		
<div><div>Paid Preparer's Use Only</div><div><div>Preparer's Signature</div><div>BARBARA J FAJEN</div></div></div>	<div><div>Date</div><div>2012-05-14</div></div>	<div><div>Check if self-employed <input type="checkbox"/></div><div>PTIN</div><div>P00400874</div></div>
<div><div>Firm's name</div><div>SEIM JOHNSON LLP</div><div>18081 BURT STREET SUITE 200</div><div>Firm's address</div><div>OMAHA, NE 680224722</div></div>		<div><div>Firm's EIN</div><div>47-6097913</div><div>Phone no</div><div>(402) 330-2660</div></div>

May the IRS discuss this return with the preparer shown above? See instructions

☒

Yes

☐

No

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury  
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2011

<b>Name of organization</b> THE SUSAN THOMPSON BUFFETT FOUNDATION	<b>Employer identification number</b> 47-6032365
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Organization type (check one)

<b>Filers of:</b>	<b>Section:</b>
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)( ) (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.  
**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule—

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33<sup>1</sup>/<sub>3</sub>% 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, aggregate 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 aggregate 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 in the heading of its Form 990-EZ, or on 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).

<b>Name of organization</b> THE SUSAN THOMPSON BUFFETT FOUNDATION	<b>Employer identification number</b> 47-6032365
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**Contributors** (see Instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u>1</u>	<u>WILLIAM AND RUTH SCOTT FAMILY FOUND</u> <u>302 S 36TH STREET STE 100</u> <u>OMAHA, NE 68131</u> <u></u>	\$ <u>540,090</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/>  (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u>2</u>	<u>WARREN E BUFFETT</u> <u>1440 KIEWIT PLAZA</u> <u>OMAHA, NE 68131</u> <u></u>	\$ <u>148,024,267</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/>  (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u>    </u>	<u></u> <u></u> <u></u> <u></u>	\$ <u></u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u>    </u>	<u></u> <u></u> <u></u> <u></u>	\$ <u></u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u>    </u>	<u></u> <u></u> <u></u> <u></u>	\$ <u></u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u>    </u>	<u></u> <u></u> <u></u> <u></u>	\$ <u></u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u>    </u>	<u></u> <u></u> <u></u> <u></u>	\$ <u></u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )



Name of organization THE SUSAN THOMPSON BUFFETT FOUNDATION	Employer identification number 47-6032365
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<div>Part II</div> <div>Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed</div>			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	5 SHS OF BERKSHIRE HATHAWAY STOCK CL A	\$ 540,090	2011-09-27
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	1,934,452 SHARES OF BERKSHIRE HATHAWAY CL B	\$ 148,024,267	2011-07-06
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

<b>Name of organization</b> THE SUSAN THOMPSON BUFFETT FOUNDATION	<b>Employer identification number</b> 47-6032365
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Part III

**Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating 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
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	

## TY 2011 Accounting Fees Schedule

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	27,320	13,660		13,660


**Additional Data**

**Software ID:**  
**Software Version:**  
**EIN:** 47-6032365  
**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**Form 990PF - Special Condition Description:**

**Special Condition Description**

Form 990PF Part VIII Line 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
ALLEN GREENBERG  3555 FARNAM STREET STE 222 OMAHA, NE 68131	PRESIDENT 40 00	457,692	66,280	0
MELISSA HOW 3555 FARNAM STREET STE 222 OMAHA, NE 68131	BOARD SEC'Y / DIR GRANTS & 40 00	148,846	49,995	0
PETER A BUFFETT 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIRECTOR 1 00	0	0	0
GEOFFREY COWAN 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIRECTOR 1 00	0	0	0
CAROL LOOMIS 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIRECTOR 1 00	0	0	0
PATTI MATSON 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIRECTOR 1 00	0	0	0
SUSAN A BUFFETT 3555 FARNAM STREET STE 222 OMAHA, NE 68131	BOARD CHAIR 1 00	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ABORTION ACCESS PROJECT47 THORNDIKE STREET CAMBRIDGE,MA 02128	NONE	509 (A)(1)	PROJECT SUPPORT	1,006,434
ADVOCATES FOR YOUTH2000 M STREET NW WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	1,003,294
ALLEN MEMORIAL HOSPITAL233 VOLD DRIVE WATERLOO,IA 50703	NONE	509 (A)(1)	PROJECT SUPPORT	99,909
ALLIANCE FOR JUSTICE11 DUPONT CIR WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	499,757
AMERICAN CIVIL LIBERTIES UNION FOUNDATION125 BROAD STREET NEWYORK,NY 10004	NONE	509 (A)(1)	PROJECT SUPPORT	500,313
AMERICAN COLLEGE OF NURSE MIDWIVES8403 COLESVILLE RD SILVER SPRING,MD 20910	NONE	501 (C )(6)	PROJECT SUPPORT	582,408
BOARD OF REGENTS OF THE UNIVERSITY OFTEXAS SYSTEMPO BOX 7726 AUSTIN,TX 787137726	NONE	509 (A)(1)	PROJECT SUPPORT	717,153
BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS809 S MARSHFIELD AVE CHICAGO,IL 60612	NONE	509 (A)(1)	PROJECT SUPPORT	278,895
BOSTON MEDICAL CENTER CORP 85 E CONCORD ST BOSTON,MA 02118	NONE	509 (A)(1)	PROJECT SUPPORT	15,440
BOULDER VALLEY WOMEN'S HEALTH CENTER2855 VALMONT ROAD BOULDER,CO 80301	NONE	509 (A)(1)	PROJECT SUPPORT	257,050
BRIDGING THE GAP FOUNDATION PO BOX 79299 ATLANTA,GA 30357	NONE	509 (A)(2)	PROJECT SUPPORT	130,827
BRIGHAM AND WOMEN'S HOSPITAL75 FRANCIS STREET BOSTON,MA 02115	NONE	509 (A)(1)	PROJECT SUPPORT	366,451
BRIGHAM AND WOMEN'S HOSPITAL75 FRANCIS STREET BOSTON,MA 021156110	NONE	509 (A)(1)	PROJECT SUPPORT	242,746
CARE151 ELLIS STREET ATLANTA,GA 30303	NONE	509 (A)(1)	PROJECT SUPPORT	306,468
CARE151 ELLIS STREET ATLANTA,GA 30303	NONE	509 (A)(1)	PROJECT SUPPORT	6,295,448
CATHOLICS FOR CHOICE1436 U ST NW WASHINGTON,DC 20009	NONE	509 (A)(1)	PROJECT SUPPORT	754,365
CATHOLICS FOR CHOICE1436 U ST NW WASHINGTON,DC 20009	NONE	509 (A)(1)	PROJECT SUPPORT	1,002,493
CATHOLICS FOR THE RIGHT TO DECIDE-MEXICOLONDRES NUM 234 COL DEL CARMEN COYOACAN MX	NONE	N/A	PROJECT SUPPORT	1,759,157
CENTER FOR REPRODUCTIVE RIGHTS120 WALL STREET NEWYORK,NY 10005	NONE	509 (A)(1)	PROJECT SUPPORT	1,004,095
CENTER FOR REPRODUCTIVE RIGHTS120 WALL STREET NEWYORK,NY 10005	NONE	509 (A)(1)	PROJECT SUPPORT	500,000
CENTER FOR WOMEN POLICY STUDIES1776 MASSACHUSETTS AVE NW WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	75,000
CENTER FOR WOMEN POLICY STUDIES1776 MASSACHUSETTS AVE NW WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	75,000
CENTRAL COMMUNITY COLLEGE FOUNDATIONPO BOX 4903 GRAND ISLAND,NE 68802	NONE	509 (A)(1)	SCHOLARSHIPS	93,604
CENTRAL COMMUNITY COLLEGE FOUNDATIONPO BOX 4903 GRAND ISLAND,NE 68802	NONE	509 (A)(1)	SCHOLARSHIPS	90,770
CENTRAL IOWA FAMILY PLANNING704 MAY STREET MARSHALLTOWN,IA 50158	NONE	509 (A)(1)	PROJECT SUPPORT	236,481
CHADRON STATE COLLEGE1000 MAIN STREET CHADRON,NE 69337	NONE	509 (A)(1)	SCHOLARSHIPS	97,999
CHADRON STATE COLLEGE1000 MAIN STREET CHADRON,NE 69337	NONE	509 (A)(1)	SCHOLARSHIPS	105,825
CHRISTIANA CARE HEALTH SYSTEMS INC501 W 14TH STREET WILMINGTON,DE 19899	NONE	509 (A)(1)	PROJECT SUPPORT	100,256
COLORADO ASSOCIATION FOR SCHOOL BASED HEALTH CARE 1801 WILLIAMS ST DENVER,CO 80218	NONE	509 (A)(1)	PROJECT SUPPORT	90,589
COLORADO DEPARTMENT OF PUBLIC HEALTH AND ENVIRONMENT4300 CHERRY CREEK DR S DENVER,CO 802461530	NONE	509 (A) (1)	PROJECT SUPPORT	4,809,301

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Name and address (home or business)				
<b>a</b> Paid during the year				
COLORADO ORGANIZATION FOR LATINA OPPORTUNITY AND REPRODUCTIVE RIGHTSP O BOX 201061 DENVER, CO 80220	NONE	509 (A)(1)	PROJECT SUPPORT	100,770
COLORADO ORGANIZATION FOR LATINA OPPORTUNITY AND REPRODUCTIVE RIGHTSP O BOX 201061 DENVER, CO 80220	NONE	509 (A)(1)	PROJECT SUPPORT	100,412
COLORADO YOUTH MATTER1650 FRANKLIN ST DENVER, CO 80015	NONE	509 (A)(2)	PROJECT SUPPORT	99,758
COLORADO YOUTH MATTER1650 FRANKLIN ST DENVER, CO 80218	NONE	509 (A)(2)	PROJECT SUPPORT	191,831
COMMUNICATIONS CONSORTIUM MEDIA CENTER401 NINTH STREET NW WASHINGTON, DC 20005	NONE	509 (A)(1)	PROJECT SUPPORT	25,000
DENVER FOUNDATION777 BANNOCK STREET DENVER, CO 80204	NONE	509 (A)(1)	PROJECT SUPPORT	506,559
DENVER FOUNDATION777 BANNOCK STREET DENVER, CO 80204	NONE	509 (A)(1)	PROJECT SUPPORT	1,517,276
DENVER PUBLIC SCHOOLS FOUNDATION900 GRANT STREET DENVER, CO 80204	NONE	509 (A)(1)	PROJECT SUPPORT	37,241
DKT INTERNATIONAL1701 K STREET SUITE 900 WASHINGTON, DC 20006	NONE	509 (A)(2)	PROJECT SUPPORT	15,417,523
DKT INTERNATIONAL1701 K STREET SUITE 900 WASHINGTON, DC 20006	NONE	509 (A)(2)	PROJECT SUPPORT	1,575,592
DREXEL UNIVERSITY3201 ARCH ST PHILADELPHIA, PA 19104	NONE	509 (A)(1)	PROJECT SUPPORT	250,788
EASTERN VIRGINIA MEDICAL SCHOOL FOUNDATION1911 N FT MYER DRIVE ARLINGTON, VA 22209	NONE	509 (A)(1)	PROJECT SUPPORT	494,407
EDGERTON WOMEN'S HEALTH CENTER1510 E RUSHOLME STREET DAVENPORT, IA 52803	NONE	509 (A)(1)	PROJECT SUPPORT	126,892
EMORY UNIVERSITY1639 PIERCE DR ATLANTA, GA 30322	NONE	509 (A)(1)	PROJECT SUPPORT	291,203
EMORY UNIVERSITY1639 PIERCE DR ATLANTA, GA 30322	NONE	509 (A)(1)	PROJECT SUPPORT	44,982
EMORY UNIVERSITY1639 PIERCE DR ATLANTA, GA 30322	NONE	509 (A)(1)	PROJECT SUPPORT	70,000
EMORY UNIVERSITY1639 PIERCE DR ATLANTA, GA 30322	NONE	509 (A)(1)	PROJECT SUPPORT	45,875
EMORY UNIVERSITY1639 PIERCE DR ATLANTA, GA 30322	NONE	509 (A)(1)	PROJECT SUPPORT	42,075
ENGENDER HEALTH440 NINTH AVE NEW YORK, NY 10001	NONE	509 (A)(1)	PROJECT SUPPORT	1,054,107
ENGENDER HEALTH440 NINTH AVENUE NEW YORK, NY 10001	NONE	509 (A)(1)	PROJECT SUPPORT	3,085,201
ESARCARRERA 18 NO 33 A-19 BOGOTA CO	NONE	N/A	PROJECT SUPPORT	1,300,000
ESARCARRERA 18 NO 33 A-19 BOGOTA CO	NONE	N/A	PROJECT SUPPORT	3,772,302
FACULTY PRACTICE FOUNDATION INC85 E CONCORD ST BOSTON, MA 02118	NONE	509(A)(3) TYPE III	PROJECT SUPPORT	394,520
FAMILY MEDICINE RESIDENCY OF IDAHO777 NORTH RAYMOND ST BOISE, ID 83704	NONE	509 (A)(1)	PROJECT SUPPORT	78,369
FEDERAL DEMOCRATIC REPUBLIC OF ETHIOPIA MINISTRY OF HEALTHPOSTAL CODE 1234 ADDIS ABABA ET	NONE	N/A	PROJECT SUPPORT	1,688,137
FEMINIST MAJORITY FOUNDATION1600 WILSON BLVD ARLINGTON, VA 22209	NONE	509 (A)(1)	PROJECT SUPPORT	202,054
FHI2224 E NC HWY 54 DURHAM, NC 27713	NONE	509 (A)(2)	PROJECT SUPPORT	45,000
FIGO CHARITABLE FOUNDATION FIGO HOUSE 3 WATERLOO COURT LONDON UK	NONE	509 (A)(1)	PROJECT SUPPORT	1,078,261
FOCUS POINTS FAMILY RESOURCE CENTER3532 FRANKLIN STREET DENVER, CO 80205	NONE	509 (A)(1)	PROJECT SUPPORT	148,556
FOUNDATION OF THE UNIVERSITY OF MEDICINE AND DENTISTRY OF NEW JERSEY1 ROBERT WOOD JOHNSON PLACE NEW BRUNSWICK, NJ 89043	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	70,289

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Name and address (home or business)				
<b>a</b> Paid during the year				
FUND FOR PUBLIC HEALTH IN NEW YORK INC291 BROADWAY NEW YORK,NY 10007	NONE	509 (A)(1)	PROJECT SUPPORT	1,495,065
FUNDERS NETWORK ON POPULATION REPRODUCTIVE HEALTH AND RIGHTSP.O BOX 750 ROCKVILLE,MD 208480750	NONE	509 (A)(1)	PROJECT SUPPORT	51,500
GLIDE MEMORIAL UNITED METHODIST CHURCH330 ELLIS STREET SAN FRANCISCO,CA 94102	NONE	509 (A)(1)	PROJECT SUPPORT	250,000
GLIDE MEMORIAL UNITED METHODIST CHURCH330 ELLIS STREET SAN FRANCISCO,CA 94102	NONE	509 (A)(1)	PROJECT SUPPORT	250,000
GLOBAL JUSTICE CENTER25 E 21ST STREET 10TH FLOOR NEW YORK,NY 10010	NONE	509 (A)(1)	PROJECT SUPPORT	186,491
GOOD WORKS GROUP1430 FRONT STREET LOUISVILLE,CO 80027	NONE	N/A	PROJECT SUPPORT	305,760
GOOD WORKS GROUP1430 FRONT STREET LOUISVILLE,CO 80027	NONE	N/A	PROJECT SUPPORT	870,204
GROUP HEALTH FAMILY MEDICINE RESIDENCY125 16TH AVE E SEATTLE,WA 98112	NONE	509 (A)(1)	PROJECT SUPPORT	34,449
GRUPO DE INFORMACION EN REPRODUCCIONAPARTADO POSTAL 21-547 ADMON 21 COYOACAN MX	NONE	N/A	PROJECT SUPPORT	150,000
GRUPO DE INFORMACION EN REPRODUCCIONAPARTADO POSTAL 21-547 ADMON 21 COYOACAN MX	NONE	N/A	PROJECT SUPPORT	50,000
GRUPO DE INFORMACION EN REPRODUCCIONAPARTADO POSTAL 21-547 ADMON 21 COYOACAN MX	NONE	N/A	PROJECT SUPPORT	1,299,084
GUTTMACHER INSTITUTE INC125 MAIDEN LANE 7TH FLOOR NEW YORK,NY 10038	NONE	509 (A)(1)	PROJECT SUPPORT	1,209,649
GUTTMACHER INSTITUTE INC125 MAIDEN LANE 7TH FLOOR NEW YORK,NY 10038	NONE	509 (A)(1)	PROJECT SUPPORT	181,990
GUTTMACHER INSTITUTE INC125 MAIDEN LANE 7TH FLOOR NEW YORK,NY 10038	NONE	509 (A)(1)	PROJECT SUPPORT	75,000
GUTTMACHER INSTITUTE INC125 MAIDEN LANE 7TH FLOOR NEW YORK,NY 10038	NONE	509 (A)(1)	PROJECT SUPPORT	892,218
GUTTMACHER INSTITUTE INC125 MAIDEN LANE 7TH FLOOR NEW YORK,NY 10038	NONE	509 (A)(1)	PROJECT SUPPORT	1,002,055
GUTTMACHER INSTITUTE INC125 MAIDEN LANE 7TH FLOOR NEW YORK,NY 10038	NONE	509 (A)(1)	PROJECT SUPPORT	163,187
GUTTMACHER INSTITUTE INC125 MAIDEN LANE 7TH FLOOR NEW YORK,NY 10038	NONE	509 (A)(1)	PROJECT SUPPORT	1,384,584
GYNUITY15 EAST 26TH STREET NEW YORK,NY 10010	NONE	N/A	PROJECT SUPPORT	3,033,377
GYNUITY15 EAST 26TH STREET NEW YORK,NY 10010	NONE	N/A	PROJECT SUPPORT	539,108
HEKTOEN INSTITUTE FOR MEDICAL RESEARCH2100 WEST HARRISON STREET CHICAGO,IL 60612	NONE	509 (A)(1)	PROJECT SUPPORT	205,093
HEKTOEN INSTITUTE FOR MEDICAL RESEARCH2100 WEST HARRISON STREET CHICAGO,IL 60612	NONE	509 (A)(1)	PROJECT SUPPORT	74,034
HEKTOEN INSTITUTE FOR MEDICAL RESEARCH2100 WEST HARRISON STREET CHICAGO,IL 60612	NONE	509 (A)(1)	PROJECT SUPPORT	104,880
HIGH PLAINS COMMUNITY HEALTH CENTER201 KENDALL DRIVE LAMAR,CO 81052	NONE	509 (A)(1)	PROJECT SUPPORT	13,202
HILLCREST FAMILY SERVICES220 W 7TH STREET DUBUQUE,IA 52001	NONE	509 (A)(1)	PROJECT SUPPORT	127,118
INTERNATIONAL PLANNED PARENTHOOD FEDERATIONWESTERN HEMISPHERE REGION120 WALL STREET NEW YORK,NY 10005	NONE	509 (A)(1)	PROJECT SUPPORT	2,961,041
INTERNATIONAL PLANNED PARENTHOOD-WESTERN HEMISPERE REGION120 WALL STREET NEW YORK,NY 10005	NONE	509 (A)(1)	PROJECT SUPPORT	1,389,357
INTERNATIONAL PLANNED PARENTHOOD-WORLDWIDE4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	464,215
INTERNATIONAL PLANNED PARENTHOOD-WORLDWIDE4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	1,808,571
INTERNATIONAL PLANNED PARENTHOOD-WORLDWIDE4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	2,650,269



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<b>a</b> <i>Paid during the year</i>				
INTERNATIONAL RESCUE COMMITTEE122 EAST 42ND ST NEW YORK,NY 10168	NONE	509 (A)(1)	PROJECT SUPPORT	466,879
INTERNATIONAL RESCUE COMMITTEE122 EAST 42ND ST NEW YORK,NY 10168	NONE	509 (A)(1)	PROJECT SUPPORT	3,876,676
IPAS300 MARKET STREET CHAPEL HILL,NC 27516	NONE	509 (A)(1)	PROJECT SUPPORT	1,502,806
IPAS300 MARKET STREET CHAPEL HILL,NC 27516	NONE	509 (A)(1)	PROJECT SUPPORT	896,488
IPAS300 MARKET STREET CHAPEL HILL,NC 27516	NONE	509 (A)(1)	PROJECT SUPPORT	3,122,231
IPAS300 MARKET STREET CHAPEL HILL,NC 27516	NONE	509 (A)(1)	PROJECT SUPPORT	613,426
IPAS300 MARKET STREET CHAPEL HILL,NC 27516	NONE	509 (A)(1)	PROJECT SUPPORT	1,076,522
IPAS300 MARKET STREET CHAPEL HILL,NC 27516	NONE	509 (A)(1)	PROJECT SUPPORT	6,045,430
JOHNS HOPKINS UNIVERSITY 4940 EASTERN AVE BALTIMORE,MD 21224	NONE	509 (A)(1)	PROJECT SUPPORT	294,256
MAGEE-WOMENS RESEARCH INSTITUTE AND FOUNDATION 300 HALKET STREET PITTSBURGH,PA 15213	NONE	509 (A)(1)	PROJECT SUPPORT	304,350
MAGEE-WOMEN'S RESEARCH INSTITUTE AND FOUNDATION 300 HALKET STREET PITTSBURGH,PA 15213	NONE	509 (A)(1)	PROJECT SUPPORT	38,909
MEDICAL UNIVERSITY OF SOUTH CAROLINA FOUNDATION96 JONATHON LUCAS STREET 634 CHARLESTON,SC 29425	NONE	509 (A)(3) TYPE III	PROJECT SUPPORT	138,834
MEDICINES360275 BATTERY STREET SAN FRANCISCO,CA 94111	NONE	509 (A)(1)	PROJECT SUPPORT	19,252,760
MEMORIAL HOSPITAL OF RHODE ISLAND111 BREWSTER ST PAWTUCKET,RI 02860	NONE	509 (A)(1)	PROJECT SUPPORT	124,882
METROPOLITAN COMMUNITY COLLEGEPO BOX 3777 OMAHA,NE 68130	NONE	509 (A)(1)	SCHOLARSHIPS	15,127
METROPOLITAN COMMUNITY COLLEGEPO BOX 3777 OMAHA,NE 68130	NONE	509 (A)(1)	SCHOLARSHIPS	109,628
METROPOLITAN COMMUNITY COLLEGEPO BOX 3777 OMAHA,NE 68130	NONE	509 (A)(1)	SCHOLARSHIPS	54,995
MID PLAINS COMMUNITY COLLEGE1101 HALLIGAN DRIVE NORTH PLATTE,NE 69101	NONE	509 (A)(1)	SCHOLARSHIPS	9,845
MONTEFIORE MEDICAL CENTER 111 EAST 210TH ST BRONX,NY 10467	NONE	509 (A)(1)	PROJECT SUPPORT	781,494
MONTEFIORE MEDICAL CENTER 111 EAST 210TH ST BRONX,NY 10467	NONE	509 (A)(1)	PROJECT SUPPORT	126,084
MSI-US1300 19TH STREET NW WASHINGTON,DC 20036	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	1,733,122
MSI-US1300 19TH STREET NW WASHINGTON,DC 20036	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	4,164,971
MSI-US1300 19TH STREET NW WASHINGTON,DC 20036	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	3,242,712
MSI-US1300 19TH STREET NW WASHINGTON,DC 20036	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	432,304
MSI-US1300 19TH STREET NW WASHINGTON,DC 20036	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	1,060,318
MSI-US1300 19TH STREET NW WASHINGTON,DC 20036	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	4,027,962
MSI-US1300 19TH STREET NW WASHINGTON,DC 20036	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	4,058,336
MT BAKER PLANNED PARENTHOOD1509 CORNWALL AVE BELLINGHAM,WA 98225	NONE	509 (A)(1)	PROJECT SUPPORT	150,234
MYRTUE MEDICAL CENTER-SHELBY COUNTY CHRIS A MYRTUE MEMORIAL HOSPITAL 1213 GARFIELD AVE HARLAN,IA 51537	NONE	509 (A)(1)	PROJECT SUPPORT	132,298
NAF HOTLINE FUND1660 L ST NW WASHINGTON,DC 20036	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	1,998,944

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NAF HOTLINE FUND1660 L ST NW WASHINGTON,DC 20036	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	80,000
NAF HOTLINE FUND1660 L STREET NW WASHINGTON,DC 20036	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	20,014,389
NARAL PRO-CHOICE COLORADO FOUNDATION1905 SHERMAN STREET DENVER,CO 80203	NONE	509 (A)(2)	PROJECT SUPPORT	149,954
NARAL PRO-CHOICE COLORADO FOUNDATION1905 SHERMAN STREET DENVER,CO 80203	NONE	509 (A)(2)	PROJECT SUPPORT	300,012
NARAL PRO-CHOICE SOUTH DAKOTA FOUNDATION401 E 8TH STREET SIOUX FALLS,SD 57103	NONE	509 (A)(1)	PROJECT SUPPORT	25,000
NATIONAL ABORTION FEDERATION1660 L ST NW WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	500,692
NATIONAL CAMPAIGN TO PREVENT TEEN AND UNPLANNED PREGNANCY1776 MASSACHUSETTS AVE NW WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	402,047
NATIONAL FAMILY PLANNING AND REPRODUCTIVE HEALTH ASSOCIATION1627 K STREET NW WASHINGTON,DC 20006	NONE	509 (A)(2)	PROJECT SUPPORT	501,576
NATIONAL FAMILY PLANNING AND REPRODUCTIVE HEALTH ASSOCIATION1627 K STREET NW WASHINGTON,DC 20006	NONE	509 (A)(2)	PROJECT SUPPORT	1,007,238
NATIONAL HEALTH LAW PROGRAM2639 S LA CIENGA BLVD LOS ANGELES,CA 90034	NONE	509 (A)(1)	PROJECT SUPPORT	1,255,531
NATIONAL INSTITUTE FOR REPRODUCTIVE HEALTH470 PARK AVENUE SOUTH NEW YORK,NY 10016	NONE	509 (A)(1)	PROJECT SUPPORT	502,641
NATIONAL PARTNERSHIP FOR WOMEN AND FAMILIES1875 CONNECTICUT AVE NW WASHINGTON,DC 20009	NONE	509 (A)(2)	PROJECT SUPPORT	393,528
NATIONAL PARTNERSHIP FOR WOMEN AND FAMILIES1875 CONNECTICUT AVE NW WASHINGTON,DC 20009	NONE	509 (A)(2)	PROJECT SUPPORT	40,000
NATIONAL PARTNERSHIP FOR WOMEN AND FAMILIES1875 CONNECTICUT AVE NW WASHINGTON,DC 20009	NONE	509 (A)(2)	PROJECT SUPPORT	252,050
NATIONAL WOMEN'S LAW CENTER11 DUPONT CIR WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	2,206,944
NATIVIDAD FOUNDATION INC 1441 CONSTITUTION BLVD SALINAS,CA 93912	NONE	509 (A)(1)	PROJECT SUPPORT	40,300
NEBRASKA COLLEGE OF TECHNICAL AGRICULTUREBOX 23A CURTIS,NE 69025	NONE	509 (A)(1)	SCHOLARSHIPS	10,992
NEBRASKA COLLEGE OF TECHNICAL AGRICULTUREBOX 23A CURTIS,NE 69025	NONE	509 (A)(1)	SCHOLARSHIPS	16,132
NET FOUNDATION FOR TELEVISION1800 N 33RD STREET LINCOLN,NE 68503	NONE	509 (A)(1)	PROJECT SUPPORT	1,000
NEW OPPORTUNITIES INC23751 HWY 30 EAST CARROLL,IA 51401	NONE	509 (A)(1)	PROJECT SUPPORT	128,427
NORTH IOWA COMMUNITY ACTION ORGANIZATIONPO BOX 1627 MASON CITY,IA 50402	NONE	509 (A)(1)	PROJECT SUPPORT	94,154
NORTHEAST COMMUNITY COLLEGEPO BOX 469 NORTH PLATTE,NE 68702	NONE	509 (A)(1)	SCHOLARSHIPS	122,103
NORTHEAST COMMUNITY COLLEGEPO BOX 469 NORTH PLATTE,NE 68702	NONE	509 (A)(1)	SCHOLARSHIPS	112,766
NORTHEAST IOWA COMMUNITY ACTION305 MONTGOMERY DECORAH,IA 52101	NONE	509 (A)(1)	PROJECT SUPPORT	107,295
NORTHWESTERN UNIVERSITY333 E SUPERIOR STREET CHICAGO,IL 60611	NONE	509 (A)(1)	PROJECT SUPPORT	261,675
NORTHWESTERN UNIVERSITY333 E SUPERIOR STREET CHICAGO,IL 60611	NONE	509 (A)(1)	PROJECT SUPPORT	50,000
NUCLEAR THREAT INITIATIVE 1747 PENNSYLVANIA AVENUE NW WASHINGTON,DC 20006	NONE	509 (A)(1)	PROJECT SUPPORT	7,007,440
OPTIONS FOR INTERNATIONAL HEALTH1800 M STREET NW WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	335,495
OREGON HEALTH AND SCIENCE UNIVERSITY FOUNDATION3181 SW SAM JACKSON PARK RD PORTLAND,OR 97239	NONE	509 (A)(1)	PROJECT SUPPORT	319,890
OREGON HEALTH AND SCIENCE UNIVERSITY FOUNDATION3181 SW SAM JACKSON PARK RD PORTLAND,OR 97239	NONE	509 (A)(1)	PROJECT SUPPORT	74,297

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OREGON HEALTH AND SCIENCE UNIVERSITY FOUNDATION3181 SW SAM JACKSON PARK RD PORTLAND,OR 97239	NONE	509 (A)(1)	PROJECT SUPPORT	45,580
OREGON HEALTH AND SCIENCE UNIVERSITY FOUNDATION3181 SW SAM JACKSON PARK RD PORTLAND,OR 97239	NONE	509 (A)(1)	PROJECT SUPPORT	68,580
PERU STATE COLLEGE600 HOYT STREET PERU,NE 68421	NONE	509 (A)(1)	SCHOLARSHIPS	51,588
PERU STATE COLLEGE600 HOYT STREET PERU,NE 68421	NONE	509 (A)(1)	SCHOLARSHIPS	58,835
PHYSICIANS FOR REPRODUCTIVE CHOICE AND HEALTH55 WEST 39TH STREET NEWYORK,NY 10018	NONE	509 (A)(1)	PROJECT SUPPORT	1,354,892
PLANNED PARENTHOOD FEDERATION OF AMERICA434 W 33RD STREET NEWYORK,NY 10001	NONE	509 (A)(1)	PROJECT SUPPORT	14,936,711
PLANNED PARENTHOOD FEDERATION OF AMERICA434 W 33RD STREET NEWYORK,NY 10001	NONE	509 (A)(1)	PROJECT SUPPORT	113,145
PLANNED PARENTHOOD FEDERATION OF AMERICA434 W 33RD STREET NEWYORK,NY 10001	NONE	509 (A)(1)	PROJECT SUPPORT	12,465,612
PLANNED PARENTHOOD FEDERATION OF AMERICA434 W 33RD STREET NEWYORK,NY 10001	NONE	509 (A)(1)	PROJECT SUPPORT	1,461,332
PLANNED PARENTHOOD FEDERATION OF AMERICA434 WEST 33RD STREET NEWYORK,NY 10001	NONE	509 (A)(1)	PROJECT SUPPORT	6,533,473
PLANNED PARENTHOOD GULF COAST4600 GULF FREEWAY HOUSTON,TX 77023	NONE	509 (A)(2)	PROJECT SUPPORT	376,658
PLANNED PARENTHOOD LEAGUE OF MASSACHUSETTS1055 COMMONWEALTH AVE BOSTON,MA 02215	NONE	509 (A)(1)	PROJECT SUPPORT	63,645
PLANNED PARENTHOOD MAR MONTE1691 THE ALAMEDA SAN JOSE,CA 95126	NONE	509 (A)(1)	PROJECT SUPPORT	31,700
PLANNED PARENTHOOD OF GREATER NORTHERN NEW JERSEY 196 SPEEDWELL AVE MORRISTOWN,NJ 07960	NONE	509 (A)(1)	PROJECT SUPPORT	50,000
PLANNED PARENTHOOD OF LOS ANGELES400 WEST 30TH STREET LOS ANGELES,CA 90007	NONE	509 (A)(1)	PROJECT SUPPORT	25,000
PLANNED PARENTHOOD OF MARYLAND330 N HOWARD ST BALTIMORE,MD 21201	NONE	509 (A)(1)	PROJECT SUPPORT	24,950
PLANNED PARENTHOOD OF NEW MEXICO719 SAN MATEO NE ALBUQUERQUE,NM 87108	NONE	509 (A)(1)	PROJECT SUPPORT	21,700
PLANNED PARENTHOOD OF SOUTH CENTRAL MICHIGAN4201 W MICHIGAN AVE KALAMAZOO,MI 49006	NONE	509 (A)(2)	PROJECT SUPPORT	25,000
PLANNED PARENTHOOD OF SOUTH FLORIDA AND THE TREASURE COAST2300 N FLORIDA MANGO ROAD WEST PALM BEACH,FL 33024	NONE	509 (A)(1)	PROJECT SUPPORT	160,908
PLANNED PARENTHOOD OF THE GREAT NORTHWEST2001 E MADISON STREET SEATTLE,WA 98122	NONE	509 (A)(2)	PROJECT SUPPORT	25,000
PLANNED PARENTHOOD OF THE HEARTLAND1171 17TH STREET DES MOINES,IA 50314	NONE	509 (A)(1)	PROJECT SUPPORT	320,153
PLANNED PARENTHOOD OF THE HEARTLAND1171 17TH STREET DES MOINES,IA 50314	NONE	509 (A)(1)	PROJECT SUPPORT	557,341
PLANNED PARENTHOOD OF THE HEARTLAND1171 7TH STREET DES MOINES,IA 50314	NONE	509 (A)(1)	PROJECT SUPPORT	1,503,894
PLANNED PARENTHOOD OF THE HEARTLAND1171 7TH STREET DES MOINES,IA 50314	NONE	509 (A)(1)	PROJECT SUPPORT	2,005,056
PLANNED PARENTHOOD OF THE HEARTLAND1171 17TH STREET DES MOINES,IA 50314	NONE	509 (A)(1)	PROJECT SUPPORT	402,973
PLANNED PARENTHOOD OF THE NORTH COUNTRY NEWYORK88 BRINKERHOFF ST PLATTSBURGH,NY 12901	NONE	509 (A)(1)	PROJECT SUPPORT	40,000
PLANNED PARENTHOOD SHASTA PACIFIC2185 PACHECO ST CONCORD,CA 94520	NONE	509 (A)(2)	PROJECT SUPPORT	163,845
PLANNED PARENTHOOD WOMEN'S HEALTH CENTER3302 67TH STREET LUBBOCK,TX 79413	NONE	509 (A)(1)	PROJECT SUPPORT	45,000
PLANNNED PARENTHOOD OF MONTANA2525 4TH AVENUE NORTH BILLINGS,MT 59101	NONE	509 (A)(1)	PROJECT SUPPORT	100,290
POPULATION COUNCILONE DAG HAMERSKOLD PLAZA NEWYORK,NY 10017	NONE	509 (A)(1)	PROJECT SUPPORT	1,487,291

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

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Name and address (home or business)				
<b>a</b> Paid during the year				
POPULATION COUNCILONE DAG HAMERSKOLD PLAZA NEW YORK,NY 10017	NONE	509 (A)(1)	PROJECT SUPPORT	529,370
POPULATION COUNCILONE DAG HAMERSKOLD PLAZA NEW YORK,NY 10017	NONE	509 (A)(1)	PROJECT SUPPORT	525,517
POPULATION REFERENCE BUREAU1875 CONNECTICUT AVE NW WASHINGTON,DC 20009	NONE	509 (A)(1)	PROJECT SUPPORT	-387,472
POPULATION SERVICES INTERNATIONAL1120 19TH ST NW WASHINGTON,DC 20036	NONE	509 (A)(2)	PROJECT SUPPORT	41,791,605
PRETERM CLEVELAND12000 SHAKER BLVD CLEVELAND,OH 44120	NONE	509 (A)(2)	PROJECT SUPPORT	30,000
POPULATION SERVICES INTERNATIONAL1120 19TH ST NW WASHINGTON,DC 20036	NONE	509 (A)(2)	PROJECT SUPPORT	228,781
POPULATION SERVICES INTERNATIONAL1120 19TH ST NW WASHINGTON,DC 20036	NONE	509 (A)(2)	PROJECT SUPPORT	593,822
POPULATION SERVICES INTERNATIONAL1120 19TH ST NW WASHINGTON,DC 20036	NONE	509 (A)(2)	PROJECT SUPPORT	3,486,746
REGENTS OF THE UNIVERSITY OF CALIFORNIABOX 951740 LOS ANGELES,CA 90095	NONE	509 (A)(1)	PROJECT SUPPORT	44,280
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 1001 POTRERO AVE SAN FRANCISCO,CA 04110	NONE	509 (A)(1)	PROJECT SUPPORT	76,000
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 1001 POTRERO AVE SAN FRANCISCO,CA 04110	NONE	509 (A)(1)	PROJECT SUPPORT	38,217
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 1001 POTRERO AVE SAN FRANCISCO,CA 04110	NONE	509 (A)(1)	PROJECT SUPPORT	37,530
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 1001 POTRERO AVE SAN FRANCISCO,CA 94110	NONE	509 (A)(1)	PROJECT SUPPORT	27,825
REGENTS OF THE UNIVERSITY OF CALIFORNIA IRVINE4860 Y STREET SACRAMENTO,CA 95817	NONE	509 (A)(1)	PROJECT SUPPORT	48,260
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 2233 POST STREET SAN FRANCISCO,CA 94115	NONE	509 (A)(1)	PROJECT SUPPORT	304,231
REGENTS OF THE UNIVERSITY OF COLORADO13001 E 17TH PLACE AURORA,CO 80045	NONE	509 (A)(1)	PROJECT SUPPORT	246,063
REGENTS OF THE UNIVERSITY OF COLORADO12631 E 17TH AVE AURORA,CO 80045	NONE	509 (A)(1)	PROJECT SUPPORT	354,142
REGENTS OF THE UNIVERSITY OF COLORADO12631 EAST 17TH AVE AURORA,CA 80045	NONE	509 (A)(1)	PROJECT SUPPORT	41,875
REGENTS OF THE UNIVERSITY OF COLORADO12631 EAST 17TH AVE AURORA,CO 80045	NONE	509 (A)(1)	PROJECT SUPPORT	35,500
REGENTS OF THE UNIVERSITY OF MICHIGAN3003 S STATE STREET ANN ARBOR,MI 48109	NONE	509 (A)(1)	PROJECT SUPPORT	309,121
REGENTS OF THE UNIVERSITY OF MICHIGAN1500 E MEDICAL CENTER DRIVE ANN ARBOR,MI 48106	NONE	509 (A)(1)	PROJECT SUPPORT	496,394
REGENTS OF THE UNIVERSITY OF NEBRASKA KEARNEY17 CANFIELD ADMINISTRATION BLDG LINCOLN,NE 68588	NONE	509 (A)(1)	SCHOLARSHIPS	814,719
REGENTS OF THE UNIVERSITY OF NEBRASKA KEARNEY2504 9TH AVE KEARNEY,NE 68849	NONE	509 (A)(1)	SCHOLARSHIPS	961,784
REGENTS OF THE UNIVERSITY OF NEBRASKA LINCOLN17 CANFIELD ADMINISTRATION BLDG LINCOLN,NE 68588	NONE	509 (A)(1)	SCHOLARSHIPS	2,847,630
REGENTS OF THE UNIVERSITY OF NEBRASKA LINCOLN17 CANFIELD ADMINISTRATION BLDG LINCOLN,NE 68588	NONE	509 (A)(1)	SCHOLARSHIPS	3,409,810
REGENTS OF THE UNIVERSITY OF NEBRASKA OMAHA6001 DODGE STREET OMAHA,NE 68182	NONE	509 (A)(1)	SCHOLARSHIPS	3,836,793
REGENTS OF THE UNIVERSITY OF NEBRASKA OMAHA6001 DODGE STREET OMAHA,NE 68182	NONE	509 (A)(1)	SCHOLARSHIPS	2,412,941
REGENTS UNIVERSITY OF CALIFORNIA LOS ANGELES11000 KINROSS BLDG LOS ANGELES,CA 90095	NONE	509 (A)(1)	PROJECT SUPPORT	325,672
REPRODUCTIVE HEALTH MATTERS444 HIGHGATE STUDIOS 53-79 HIGHGATE ROAD LONDON UK	NONE	N/A	PROJECT SUPPORT	35,910
SALEM BAPTIST CHURCH3131 LAKE ST OMAHA,NE 68111	NONE	509 (A)(1)	PROJECT SUPPORT	5,000

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<b>a</b> Paid during the year				
SAVE THE CHILDREN54 WILTON ROAD WESTPORT,CT 06880	NONE	509 (A)(1)	PROJECT SUPPORT	2,658,294
SOCIETY OF FAMILY PLANNING 225 S 17TH STREET PHILADELPHIA,PA 19103	NONE	509 (A)(1)	PROJECT SUPPORT	1,873,580
SOCIETY OF FAMILY PLANNING 255 S 17TH STREET PHILADELPHIA,PA 19103	NONE	509 (A)(1)	PROJECT SUPPORT	1,198,401
SOCIETY OF FAMILY PLANNING RESEARCH FUND255 SOUTH 17TH STREET PHILADELPHIA,PA 19103	NONE	509 (A)(1)	PROJECT SUPPORT	2,313,742
SONOMA COUNTY ACADEMIC FOUNDATION FOR EXCELLENCE IN MEDICINE3569 ROUND BARN CIRCLE SANTA ROSA,CA 95403	NONE	509 (A)(1)	PROJECT SUPPORT	69,080
SOUTHEAST COMMUNITY COLLEGE8800 O STREET LINCOLN,NE 68528	NONE	509 (A)(1)	SCHOLARSHIPS	134,633
SOUTHEAST COMMUNITY COLLEGE8800 O STREET LINCOLN,NE 68528	NONE	509 (A)(1)	SCHOLARSHIPS	56,858
SOUTHERN IOWA FAMILY PLANNING228 E SECOND ST OTTUMWA,IA 52501	NONE	509 (A)(1)	PROJECT SUPPORT	89,997
SOUTHWEST OPEN SCHOOLPO BOX DD CORTEZ,CO 81321	NONE	509 (A)(1)	PROJECT SUPPORT	15,600
ST LUKE'S HEALTH CARE FOUNDATION4251 RIVER CENTER COURT NE CEDAR RAPIDS,IA 52402	NONE	509 (A)(1)	PROJECT SUPPORT	91,333
STANFORD UNIVERSITY300 PASTEUR DR STANFORD,CA 94305	NONE	509 (A)(1)	PROJECT SUPPORT	107,642
STANFORD UNIVERSITY300 PASTEUR DR STANFORD,CA 94305	NONE	509 (A)(1)	PROJECT SUPPORT	368,027
SUGAR PALM FOUNDATIONPO BOX 711 PHNOM PHEN CB	NONE	N/A	PROJECT SUPPORT	1,219,844
TEAMMATES6801 O STREET LINCOLN,NE 68510	NONE	509 (A)(1)	PROJECT SUPPORT	10,000
THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS820 SOUTH WOOD ST CHICAGO,IL 60612	NONE	509 (A)(1)	PROJECT SUPPORT	47,033
THE FOUNDATION FOR EXXCELLENCE IN WOMEN'S HEALTH CARE2915 VINE STREET DALLAS,TX 75204	NONE	509 (A)(1)	PROJECT SUPPORT	252,215
THE NATIONAL CAMPAIGN TO PREVENT TEEN AND UNPLANNED PREGNANCY1776 MASSACHUSETTS AVE NW WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	550,000
THE NATIONAL CAMPAIGN TO PREVENT TEEN AND UNPLANNED PREGNANCY1776 MASSACHUSETTS AVE NW WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	5,000,927
THE ONE CAMPAIGN1400 EYE STREET NW WASHINGTON,DC 20005	NONE	509 (A)(2)	PROJECT SUPPORT	1,003,311
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO3333 CALIFORNIA STREET SAN FRANCISCO,CA 94143	NONE	509 (A)(1)	PROJECT SUPPORT	350,200
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO995 POTRERO AVE/ SAN FRANCISCO,CA 94143	NONE	509 (A)(1)	PROJECT SUPPORT	88,029
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO3333 CALIFORNIA STREET SAN FRANCISCO,CA 94143	NONE	509 (A)(1)	PROJECT SUPPORT	78,681
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCOBOX 0744 SAN FRANCISCO,CA 94143	NONE	509 (A)(1)	PROJECT SUPPORT	5,856,736
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO3333 CALIFORNIA STREET SAN FRANCISCO,CA 94143	NONE	509 (A)(1)	PROJECT SUPPORT	2,516,161
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO1001 POTRERO AVE SAN FRANCISCO,CA 94110	NONE	509 (A)(1)	PROJECT SUPPORT	32,962
THE TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET PHILADELPHIA,PA 19104	NONE	509 (A)(1)	PROJECT SUPPORT	69,822
TRUSTEES OF COLUMBIA UNIVERSITY622 W 168TH ST NEW YORK,NY 10032	NONE	509 (A)(1)	PROJECT SUPPORT	402,068
TRUSTEES OF COLUMBIA UNIVERSITY630 EAST 168TH STREET NEW YORK,NY 10032	NONE	509 (A)(1)	PROJECT SUPPORT	503,597
TRUSTEES OF COLUMBIA UNIVERSITY IN THE CITY OF NEW YORK630 WEST 168TH STREET NEW YORK,NY 10032	NONE	509 (A)(1)	PROJECT SUPPORT	1,137,726
TRUSTEES OF COLUMBIA UNIVERSITY IN THE CITY OF NEW YORK622 WEST 168TH ST NEW YORK,NY 10032	NONE	509 (A)(1)	PROJECT SUPPORT	69,895


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TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA3451 WALNUT STREET PHILADELPHIA,PA 19104	NONE	509 (A)(1)	PROJECT SUPPORT	323,520
TUFTS MEDICAL CENTER PARENT INC800 WASHINGTON STREET BOSTON,MA 02111	NONE	509 (A)(1)	PROJECT SUPPORT	348,401
UNITED NATIONS FOUNDATION1800 MASSACHUSETTS AVE WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	100,000
UNITY HEALTHCARE1609 CEDAR ST MUSCATINE,IA 52761	NONE	509 (A)(1)	PROJECT SUPPORT	50,677
UNIVERSITY HOSPITALS HEALTH SYSTEMS INC11100 EUCLID AVE CLEVELAND,OH 44106	NONE	509 (A)(1)	PROJECT SUPPORT	317,859
UNIVERSITY OF CHICAGO5841 S MARYLAND AVE CHICAGO,IL 60637	NONE	509 (A)(1)	PROJECT SUPPORT	361,892
UNIVERSITY OF CHICAGO5841 S MARYLAND AVE CHICAGO,IL 60637	NONE	509 (A)(1)	PROJECT SUPPORT	69,910
UNIVERSITY OF IOWA200 HAWKINS DRIVE IOWA CITY,IA 52242	NONE	509 (A)(1)	PROJECT SUPPORT	123,178
UNIVERSITY OF LOUISVILLE FOUNDATION2323 S BROOK STREET LOUISVILLE,KY 40292	NONE	509 (A)(1)	PROJECT SUPPORT	355,595
UNIVERSITY OF MARYLAND BALTIMORE FOUNDATION620 W LEXINGTON STREET BALTIMORE,MD 21201	NONE	509 (A)(1)	PROJECT SUPPORT	178,550
UNIVERSITY OF MARYLAND BALTIMORE FOUNDATION620 W LEXINGTON ST 4TH FLOOR BALTIMORE,MD 21201	NONE	509 (A)(1)	PROJECT SUPPORT	220,286
UNIVERSITY OF NEBRASKA FOUNDATION1010 LINCOLN MALL LINCOLN,NE 68508	NONE	509 (A)(1)	SCHOLARSHIPS	2,275,906
UNIVERSITY OF NEBRASKA MEDICAL CENTER984245 NEBRASKA MEDICAL CENTER OMAHA,NE 68198	NONE	509 (A)(1)	SCHOLARSHIPS	95,888
UNIVERSITY OF NEBRASKA MEDICAL CENTER984245 NEBRASKA MEDICAL CENTER OMAHA,NE 68198	NONE	509 (A)(1)	SCHOLARSHIPS	139,400
UNIVERSITY OF NEBRASKA MEDICAL CENTER984245 NEBRASKA MEDICAL CENTER OMAHA,NE 68198	NONE	509 (A)(1)	SCHOLARSHIPS	11,278
UNIVERSITY OF NEW MEXICO1 UNIVERSITY OF NEW MEXICO ALBUQUERQUE,NM 87131	NONE	509 (A)(1)	PROJECT SUPPORT	15,602
UNIVERSITY OF NEW MEXICO1 UNIVERSITY OF NEW MEXICO ALBUQUERQUE,NM 87131	NONE	509 (A)(1)	PROJECT SUPPORT	17,144
UNIVERSITY OF NEW MEXICO1 UNIVERSITY OF NEW MEXICO ALBUQUERQUE,NM 87131	NONE	509 (A)(1)	PROJECT SUPPORT	591
UNIVERSITY OF NEW MEXICO FOUNDATION2211 LOMAS NE ALBUQUERQUE,NM 87106	NONE	509 (A)(1)	PROJECT SUPPORT	200,571
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL104 AIRPORT DRIVE CHAPEL HILL,NC 27599	NONE	509 (A)(1)	PROJECT SUPPORT	247,013
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL104 AIRPORT DRIVE CHAPEL HILL,NC 27599	NONE	509 (A)(1)	PROJECT SUPPORT	70,000
UNIVERSITY OF NORTHERN IOWA213 E BARTLETT HALL CEDAR FALLS,IA 50614	NONE	509 (A)(1)	PROJECT SUPPORT	1,920,261
UNIVERSITY OF SOUTHERN CALIFORNIA2020 ZONAL AVENUE LOS ANGELES,CA 90033	NONE	509 (A)(2)	PROJECT SUPPORT	371,966
UNIVERSITY OF SOUTHERN CALIFORNIA1200 N STATE ST LOS ANGELES,CA 900330129	NONE	509 (A)(2)	PROJECT SUPPORT	48,240
UNIVERSITY OF SOUTHERN CALIFORNIA1200 NORTH STATE STREET LOS ANGELES,CA 90033	NONE	509 (A)(2)	PROJECT SUPPORT	28,140
UNIVERSITY OF UTAH75 SOUTH 2000 EAST SALT LAKE CITY,UT 99501	NONE	509 (A)(1)	PROJECT SUPPORT	305,670
VALLEY-WIDE HEALTH SYSTEMS INC128 MARKET STREET ALAMOSA,CO 81101	NONE	509 (A)(1)	PROJECT SUPPORT	272,721
VENTURE STRATEGIES INNOVATIONS2140 SHATTUCK AVE BERKLEY,CA 94704	NONE	PRIVATE OPERATING FO	PROJECT SUPPORT	7,120,310
VISITING NURSE SERVICES OF IOWA1111 9TH STREET DES MOINES,IA 50314	NONE	509 (A)(1)	PROJECT SUPPORT	292,851
WASHINGTON HOSPITAL CENTER106 IRVING ST WASHINGTON,DC 20010	NONE	509 (A)(1)	PROJECT SUPPORT	4,000

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WASHINGTON HOSPITAL CENTER 106 IRVING ST WASHINGTON,DC 20010	NONE	509 (A)(1)	PROJECT SUPPORT	270,850
WASHINGTON UNIVERSITY4533 CLAYTON AVE ST LOUIS,MO 63110	NONE	509 (A)(1)	PROJECT SUPPORT	273,738
WASHINGTON UNIVERSITY4533 CLAYTON AVE ST LOUIS,MO 63110	NONE	509 (A)(1)	PROJECT SUPPORT	4,423,080
WAYNE STATE COLLEGE FOUNDATION1111 MAIN ST WAYNE,NE 68787	NONE	509 (A)(1)	SCHOLARSHIPS	412,502
WAYNE STATE COLLEGE FOUNDATION1111 MAIN ST WAYNE,NE 68787	NONE	509 (A)(1)	SCHOLARSHIPS	456,594
WAYNE STATE COLLEGE FOUNDATION1111 MAIN ST WAYNE,NE 68787	NONE	509 (A)(1)	SCHOLARSHIPS	254
WESTERN NEBRASKA COMMUNITY COLLEGE1601 E 27TH STREET SCOTTSBLUFF,NE 69361	NONE	509 (A)(1)	PROJECT SUPPORT	18,049
WILLOWS FOUNDATION6867 ELM STREET MCLEAN,VA 22101	NONE	PRIVATE OPERATING FO	PROJECT SUPPORT	2,734,068
WILLOWS FOUNDATION6867 ELM STREET MCLEAN,VA 22101	NONE	PRIVATE OPERATING FO	PROJECT SUPPORT	1,036,464
WOMANCARE GLOBAL INTERNATIONAL90 WATERLOO ROAD LONDON UK	NONE	N/A	PROJECT SUPPORT	4,002,433
WOMEN'S HEALTH PROJECT227 N DUBUQUE ST IOWA CITY,IA 52240	NONE	509 (A)(1)	PROJECT SUPPORT	220,110
WOMEN'S HEALTH SERVICES2635 LINCOLN WAY CLINTON,IA 52732	NONE	509 (A)(1)	PROJECT SUPPORT	57,932
WORLD HEALTH ORGANIZATION 20 AVENUE APPIA GENEVA SZ	NONE	N/A	PROJECT SUPPORT	248,100
WORLD HEALTH ORGANIZATION 20 AVENUE APPIA GENEVA SZ	NONE	N/A	PROJECT SUPPORT	324,875
WORLD HEALTH PARTNERSBB-11 GREATER KAILASH NEW DELHI IN	NONE	509 (A)(1)	PROJECT SUPPORT	75,000
WORLD HEALTH PARTNERSBB-11 GREATER KAILASH NEW DELHI IN	NONE	509 (A)(1)	PROJECT SUPPORT	2,043,144
YESHIVA UNIVERSITY ALBERT EINSTEIN COLLEGE OF MEDICINE 1300 MORRIS PARK AVE BRONX,NY 10461	NONE	509 (A)(1)	PROJECT SUPPORT	351,786
EQUIDAD DE GENEROABASOLO 201 COL DEL CARMEN COYOACAN  MX	NONE	N/A	PROJECT SUPPORT	1,653,753
BARBARA BRIMMERMAN6901 BURT STREET OMAHA,NE 68132	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
MARY ANYY CAPUTO12200 BURKE BLVD OMAHA,NE 68154	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
BENJAMIN DARLING310 NORTH 51ST STREET OMAHA,NE 68132	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
HOWARD FABER3520 MAPLEWOOD BLVD OMAHA,NE 68134	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
SHERRI FRISBIE3215 CUMING STREET OMAHA,NE 68131	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
SHANA FRODYMA1616 S 120TH ST OMAHA,NE 68144	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
JAN HAUN14506 OHIO STREET OMAHA,NE 68116	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
DARREN HOLLEY4410 NORTH 36TH STREET OMAHA,NE 68111	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
LISA JORGENSEN4904 NORTH 42ND STREET OMAHA,NE 68111	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
ROBIN KNUDTSON1616 S 120TH ST OMAHA,NE 68144	NONE		ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
WILLIAM LOVGREN8204 CROWN POINT AVENUE OMAHA,NE 68134	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
ANGELA MEYER124 N 20TH STREET OMAHA,NE 68102	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000

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GREGORY SAND124 N 20TH STREET OMAHA,NE 68102	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
ANTON SCHMIDT6901 BURT STREET OMAHA,NE 68132	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
MARIA WALINSKI-PETERSON4519 S 24TH STREET OMAHA,NE 68107	NONE	N/A	ALICE BUFFETT OUTSTANDING TEACHER AWARDS	10,000
<b>Total</b> . . . . .  <b>3a</b>				347,175,164



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<b>b</b> <i>Approved for future payment</i>				
ADVOCATES FOR YOUTH2000 M STREET NW WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	996,706
ALLEN MEMORIAL HOSPITAL233 VOLD DRIVE WATERLOO,IA 50703	NONE	509 (A)(1)	PROJECT SUPPORT	91
ALLIANCE FOR JUSTICE11 DUPONT CIR WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	500,243
AMERICAN COLLEGE OF NURSE MIDWIVES8403 COLESVILLE RD SILVER SPRING,MD 20910	NONE	501 (C )(6)	PROJECT SUPPORT	2,311,743
AMERICAN COLLEGE OF OBSTETRICS AND GYNECOLOGY 409 12TH STREET SW WASHINGTON,DC 20024	NONE	509 (A)(1)	PROJECT SUPPORT	1,067,878
BOARD OF REGENTS OF THE UNIVERSITY OF TEXAS SYSTEMPO BOX 7726 AUSTIN,TX 787137726	NONE	509 (A)(1)	PROJECT SUPPORT	1,184,218
BOULDER VALLEY WOMEN'S HEALTH CENTER2855 VALMONT ROAD BOULDER,CO 80301	NONE	509 (A)(1)	PROJECT SUPPORT	150
CARE151 ELLIS STREET ATLANTA,GA 30303	NONE	509 (A)(1)	PROJECT SUPPORT	2,943,953
CATHOLICS FOR THE RIGHT TO DECIDE-MEXICOLONDRES NUM 234 COL DEL CARMEN COYOACAN MX	NONE	N/A	PROJECT SUPPORT	1,973,400
CENTRAL IOWA FAMILY PLANNING 704 MAY STREET MARSHALLTOWN,IA 50158	NONE	509 (A)(1)	PROJECT SUPPORT	1,095
COLORADO DEPARTMENT OF PUBLIC HEALTH AND ENVIRONMENT4300 CHERRY CREEK DR S DENVER,CO 802461530	NONE	509 (A)(1)	PROJECT SUPPORT	1,340,000
COLORADO DEPARTMENT OF PUBLIC HEALTH AND ENVIRONMENT4300 CHERRY CREEK DR S DENVER,CO 802461530	NONE	509 (A)(1)	PROJECT SUPPORT	781,183
COLORADO YOUTH MATTER1650 FRANKLIN ST DENVER,CO 80015	NONE	509 (A)(2)	PROJECT SUPPORT	242
DKT INTERNATIONAL1701 K STREET SUITE 900 WASHINGTON,DC 20006	NONE	509 (A)(2)	PROJECT SUPPORT	14,582,708
DKT INTERNATIONAL1701 K STREET SUITE 900 WASHINGTON,DC 20006	NONE	509 (A)(2)	PROJECT SUPPORT	3,898,804
DKT INTERNATIONAL1701 K STREET SUITE 900 WASHINGTON,DC 20006	NONE	509 (A)(2)	PROJECT SUPPORT	2,001,192
EMORY UNIVERSITY1639 PIERCE DR ATLANTA,GA 30322	NONE	509 (A)(1)	PROJECT SUPPORT	337,979
ENGENDER HEALTH440 NINTH AVENUE NEW YORK,NY 10001	NONE	509 (A)(1)	PROJECT SUPPORT	6,742,862
ENGENDER HEALTH440 NINTH AVE NEW YORK,NY 10001	NONE	509 (A)(1)	PROJECT SUPPORT	488,425
EQUIDAD DE GENEROABASOLO 201 COL DEL CARMEN COYOACAN MX	NONE	N/A	PROJECT SUPPORT	3,747,000
ESARCARRERA 18 NO 33 A-19 BOGOTA CO	NONE	N/A	PROJECT SUPPORT	6,927,698
FAMILY MEDICINE RESIDENCY OF IDAHO777 NORTH RAYMOND ST BOISE,ID 83704	NONE	509 (A)(1)	PROJECT SUPPORT	76,154
FIGO CHARITABLE FOUNDATION FIGO HOUSE 3 WATERLOO COURT LONDON UK	NONE	509 (A)(1)	PROJECT SUPPORT	1,304,999
FOCUS POINTS FAMILY RESOURCE CENTER3532 FRANKLIN STREET DENVER,CO 80205	NONE	509 (A)(1)	PROJECT SUPPORT	108,817
FUND FOR PUBLIC HEALTH IN NEW YORK INC291 BROADWAY NEW YORK,NY 10007	NONE	509 (A)(1)	PROJECT SUPPORT	4,935
GOOD WORKS GROUP1430 FRONT STREET LOUISVILLE,CO 80027	NONE	N/A	PROJECT SUPPORT	290,346
GRUPO DE INFORMACION EN REPRODUCCIONAPARTADO POSTAL 21-547 ADMON 21 COYOACAN MX	NONE	N/A	PROJECT SUPPORT	2,216,482
GRUPO DE INFORMACION EN REPRODUCCIONAPARTADO POSTAL 21-547 ADMON 21 COYOACAN MX	NONE	N/A	PROJECT SUPPORT	150,000
GUTTMACHER INSTITUTE INC125 MAIDEN LANE 7TH FLOOR NEW YORK,NY 10038	NONE	509 (A)(1)	PROJECT SUPPORT	2,959,570
GUTTMACHER INSTITUTE INC125 MAIDEN LANE 7TH FLOOR NEW YORK,NY 10038	NONE	509 (A)(1)	PROJECT SUPPORT	997,946


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>b</b> <i>Approved for future payment</i>				
GUTTMACHER INSTITUTE INC125 MAIDEN LANE 7TH FLOOR NEWYORK,NY 10038	NONE	509 (A)(1)	PROJECT SUPPORT	648,672
GUTTMACHER INSTITUTE INC125 MAIDEN LANE 7TH FLOOR NEWYORK,NY 10038	NONE	509 (A)(1)	PROJECT SUPPORT	161,813
GYNUITY15 EAST 26TH STREET NEWYORK,NY 10010	NONE	N/A	PROJECT SUPPORT	3,418,995
GYNUITY15 EAST 26TH STREET NEWYORK,NY 10010	NONE	N/A	PROJECT SUPPORT	267,546
INTERNATIONAL PLANNED PARENTHOOD FEDERATIONWESTERN HEMISPHERE REGION120 WALL STREET NEWYORK,NY 10005	NONE	509 (A)(1)	PROJECT SUPPORT	3,686,537
INTERNATIONAL PLANNED PARENTHOOD-WORLDWIDE4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	2,453,901
INTERNATIONAL PLANNED PARENTHOOD-WORLDWIDE4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	1,286,203
INTERNATIONAL PLANNED PARENTHOOD-WORLDWIDE4 NEWHAMS ROW LONDON UK	NONE	509 (A)(3) TYPE I	PROJECT SUPPORT	1,282,339
INTERNATIONAL RESCUE COMMITTEE122 EAST 42ND ST NEWYORK,NY 10168	NONE	509 (A)(1)	PROJECT SUPPORT	4,280,302
IOWA INITIATIVE TO REDUCE UNINTENDED PREGNANCY300 E LOCUST DES MOINES,IA 50309	NONE	N/A	PROJECT SUPPORT	309,400
IPAS300 MARKET STREET CHAPEL HILL,NC 27516	NONE	509 (A)(1)	PROJECT SUPPORT	29,954,571
IPAS300 MARKET STREET CHAPEL HILL,NC 27516	NONE	509 (A)(1)	PROJECT SUPPORT	7,497,194
IPAS300 MARKET STREET CHAPEL HILL,NC 27516	NONE	509 (A)(1)	PROJECT SUPPORT	3,284,141
IPAS300 MARKET STREET CHAPEL HILL,NC 27516	NONE	509 (A)(1)	PROJECT SUPPORT	1,602,488
IPAS300 MARKET STREET CHAPEL HILL,NC 27516	NONE	509 (A)(1)	PROJECT SUPPORT	38,870
JOHNS HOPKINS UNIVERSITY4940 EASTERN AVE BALTIMORE,MD 21224	NONE	509 (A)(1)	PROJECT SUPPORT	1,413
MSI-US1300 19TH STREET NW WASHINGTON,DC 20036	NONE	509 (A)(3)	PROJECT SUPPORT	7,972,038
MSI-US1300 19TH STREET NW WASHINGTON,DC 20036	NONE	509 (A)(3)	PROJECT SUPPORT	5,842,631
MSI-US1300 19TH STREET NW WASHINGTON,DC 20036	NONE	509 (A)(3)	PROJECT SUPPORT	4,765,400
MSI-US1300 19TH STREET NW WASHINGTON,DC 20036	NONE	509 (A)(3)	PROJECT SUPPORT	1,234,835
NAF HOTLINE FUND1660 L ST NW WASHINGTON,DC 20036	NONE	509 (A)(3)	PROJECT SUPPORT	2,075,000
NAF HOTLINE FUND1660 L STREET NW WASHINGTON,DC 20036	NONE	509 (A)(3)	PROJECT SUPPORT	28,163
NARAL PRO-CHOICE COLORADO FOUNDATION1905 SHERMAN STREET DENVER,CO 80203	NONE	509 (A)(2)	PROJECT SUPPORT	46
NATIONAL FAMILY PLANNING AND REPRODUCTIVE HEALTH ASSOCIATION1627 K STREET NW WASHINGTON,DC 20006	NONE	509 (A)(2)	PROJECT SUPPORT	992,762
NATIONAL FAMILY PLANNING AND REPRODUCTIVE HEALTH ASSOCIATION1627 K STREET NW WASHINGTON,DC 20006	NONE	509 (A)(2)	PROJECT SUPPORT	498,424
NATIONAL HEALTH LAW PROGRAM 2639 S LA CIENGA BLVD LOS ANGELES,CA 90034	NONE	509 (A)(1)	PROJECT SUPPORT	1,244,469
NATIONAL NETWORK OF ABORTION FUNDSPO BOX 170280 BOSTON,MA 02117	NONE	509 (A)(1)	PROJECT SUPPORT	750,000
NEW YORK UNIVERSITY550 FIRST AVENUE NEWYORK,NY 10016	NONE	509 (A)(1)	PROJECT SUPPORT	2,385
NORTHWESTERN UNIVERSITY333 E SUPERIOR STREET CHICAGO,IL 60611	NONE	509 (A)(1)	PROJECT SUPPORT	637
NUCLEAR THREAT INITIATIVE1747 PENNSYLVANIA AVENUE NW WASHINGTON,DC 20006	NONE	509 (A)(1)	PROJECT SUPPORT	14,000,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>b</b> <i>Approved for future payment</i>				
PHYSICIANS FOR REPRODUCTIVE CHOICE AND HEALTH55 WEST 39TH STREET NEW YORK,NY 10018	NONE	509 (A)(1)	PROJECT SUPPORT	1,495,108
PLANNED PARENTHOOD FEDERATION OF AMERICA434 W 33RD STREET NEW YORK,NY 10001	NONE	509 (A)(1)	PROJECT SUPPORT	79,534,388
PLANNED PARENTHOOD FEDERATION OF AMERICA434 W 33RD STREET NEW YORK,NY 10001	NONE	509 (A)(1)	PROJECT SUPPORT	20,737
POPULATION COUNCILONE DAG HAMERSKOLD PLAZA NEW YORK,NY 10017	NONE	509 (A)(1)	PROJECT SUPPORT	524,823
POPULATION SERVICES INTERNATIONAL1120 19TH ST NW WASHINGTON,DC 20036	NONE	509 (A)(2)	PROJECT SUPPORT	35,844,962
POPULATION SERVICES INTERNATIONAL1120 19TH ST NW WASHINGTON,DC 20036	NONE	509 (A)(2)	PROJECT SUPPORT	12,159,776
REGENTS OF THE UNIVERSITY OF CALIFORNIA IRVINE5171 CALIFORNIA AVE IRVINE,CA 92697	NONE	509 (A)(1)	PROJECT SUPPORT	42,246
REGENTS OF THE UNIVERSITY OF MICHIGAN1500 E MEDICAL CENTER DRIVE ANN ARBOR,MI 48106	NONE	509 (A)(1)	PROJECT SUPPORT	340,397
REGENTS OF THE UNIVERSITY OF MICHIGAN3003 S STATE STREET ANN ARBOR,MI 48109	NONE	509 (A)(1)	PROJECT SUPPORT	681
RELIGIOUS COALITION FOR REPRODUCTIVE CHOICE EDUCATIONAL FUND1413 K STREET NW WASHINGTON,DC 20005	NONE	509 (A)(1)	PROJECT SUPPORT	250,000
REPRODUCTIVE HEALTH MATTERS 444 HIGHGATE STUDIOS 53-79 HIGHGATE ROAD LONDON UK	NONE	N/A	PROJECT SUPPORT	1,096,810
RESEARCH FOUNDATION OF THE STATE UNIVERSITY OF NEW YORK 750 E ADAMS ST SYRACUSE,NY 13210	NONE	509 (A)(1)	PROJECT SUPPORT	332,366
RH REALITY CHECK1906 KERMIT ROAD SILVER SPRING,MD 20910	NONE	509 (A)(1)	PROJECT SUPPORT	100,000
SAVE THE CHILDREN54 WILTON ROAD WESTPORT,CT 06880	NONE	509 (A)(1)	PROJECT SUPPORT	4,612,740
SISTERSONG INC1237 RALPH DAVID ABERNATHY BLVD SW ATLANTA,GA 30310	NONE	509 (A)(1)	PROJECT SUPPORT	75,000
SOCIETY OF FAMILY PLANNING 255 S 17TH STREET PHILADELPHIA,PA 19103	NONE	509 (A)(1)	PROJECT SUPPORT	1,599
SOCIETY OF FAMILY PLANNING RESEARCH FUND255 SOUTH 17TH STREET PHILADELPHIA,PA 19103	NONE	509 (A)(1)	PROJECT SUPPORT	9,018
ST LUKE'S HEALTH CARE FOUNDATION4251 RIVER CENTER COURT NE CEDAR RAPIDS,IA 52402	NONE	509 (A)(1)	PROJECT SUPPORT	142
STANFORD UNIVERSITY300 PASTEUR DR STANFORD,CA 94305	NONE	509 (A)(1)	PROJECT SUPPORT	227
SUGAR PALM FOUNDATIONPO BOX 711 PHNOM PHEN CB	NONE	N/A	PROJECT SUPPORT	1,571,491
THE NATIONAL CAMPAIGN TO PREVENT TEEN AND UNPLANNED PREGNANCY1776 MASSACHUSETTS AVE NW WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	4,999,073
THE NATIONAL CAMPAIGN TO PREVENT TEEN AND UNPLANNED PREGNANCY1776 MASSACHUSETTS AVE NW WASHINGTON,DC 20036	NONE	509 (A)(1)	PROJECT SUPPORT	550,000
TRUSTEES OF COLUMBIA UNIVERSITY IN THE CITY OF NEW YORK630 WEST 168TH STREET NEW YORK,NY 10032	NONE	509 (A)(1)	PROJECT SUPPORT	970
TUFTS MEDICAL CENTER PARENT INC800 WASHINGTON STREET BOSTON,MA 02111	NONE	509 (A)(1)	PROJECT SUPPORT	1,335
UNIVERSITY HOSPITALS HEALTH SYSTEMS INC11100 EUCLID AVE CLEVELAND,OH 44106	NONE	509 (A)(1)	PROJECT SUPPORT	569
UNIVERSITY OF MARYLAND BALTIMORE FOUNDATION620 W LEXINGTON STREET BALTIMORE,MD 21201	NONE	509 (A)(1)	PROJECT SUPPORT	315
UNIVERSITY OF NEBRASKA MEDICAL CENTER984245 NEBRASKA MEDICAL CENTER OMAHA,NE 68198	NONE	509 (A)(1)	PROJECT SUPPORT	8,722
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL104 AIRPORT DRIVE CHAPEL HILL,NC 27599	NONE	509 (A)(1)	PROJECT SUPPORT	240,886
UNIVERSITY OF PUERTO RICOPO BOX 365067 SAN JUAN,PR 009365067	NONE	509 (A)(1)	PROJECT SUPPORT	353,128
UNIVERSITY OF SOUTHERN CALIFORNIA1540 ALCAZAR STREET LOS ANGELES,CA 90033	NONE	509 (A)(2)	PROJECT SUPPORT	268,579

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

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UNIVERSITY OF UTAH75 SOUH 2000 EAST SALT LAKE CITY,UT 84112	NONE	509 (A)(1)	PROJECT SUPPORT	69,999
VENTURE STRATEGIES INNOVATIONS2140 SHATTUCK AVE BERKLEY,CA 94704	NONE	PRIVATE OPERATING FO	PROJECT SUPPORT	5,310,592
WOMANCARE GLOBAL INTERNATIONAL90 WATERLOO ROAD LONDON UK	NONE	N/A	PROJECT SUPPORT	997,567
WORLD HEALTH ORGANIZATION20 AVENUE APPIA GENEVA SZ	NONE	N/A	PROJECT SUPPORT	324,875
WORLD HEALTH PARTNERSBB-11 GREATER KAILASH NEW DELHI IN	NONE	509 (A)(1)	PROJECT SUPPORT	397
YESHIVA UNIVERSITY ALBERT EINSTEIN COLLEGE OF MEDICINE 1300 MORRIS PARK AVE BRONX,NY 10461	NONE	509 (A)(1)	PROJECT SUPPORT	1,620
<b>Total . . . . .</b>  <b>3b</b>				310,659,132

**TY 2011 Compensation Explanation****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

Person Name	Explanation
MELISSA HOW	MELISSA HOW SERVES AS BOARD OF DIRECTORS' SECRETARY HER DUTIES FOR THIS POSITION TAKE AN AVERAGE OF ONE HOUR PER WEEK MS HOW IS ALSO A FULL-TIME EMPLOYEE OF THE FOUNDATION HER POSITION IS DIRECTOR OF GRANTS AND FINANCE HER COMPENSATION AND EMPLOYEE BENEFIT PLAN CONTRIBUTIONS REFLECTED IN PART VIII ARE PAID FOR HER SERVICES AND RESPONSIBILITIES AS A FOUNDATION EMPLOYEE, RATHER THAN FOR HER SERVICES AS BOARD SECRETARY

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: THE SUSAN THOMPSON BUFFETT FOUNDATION

EIN: 47-6032365

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER EQUIPMENT	2011-07-01	178,992	101,393	SL	5 000000000000	21,618	0		
LEASEHOLD IMPROVEMENTS	2011-07-01	2,149,348	1,733,836	SL	15 000000000000	107,405	0		
SOFTWARE	2011-07-01	48,258	40,612	SL	3 000000000000	3,629	0		
OFFICE FURNITURE & EQUIPMENT	2011-07-01	762,792	310,576	SL	7 000000000000	64,899	0		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Expenditure Responsibility Statement

Name: THE SUSAN THOMPSON BUFFETT FOUNDATION  
EIN: 47-6032365

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
GYNUITY HEALTH PROJECTS	15 EAST 26TH STREET NEW YORK, NY 20705	2008-01-11	6,819,945	GRANT #723 MEDICAL STUDY ORIGINAL GRANT WAS FOR \$856,198 GRANT WAS AMENDED TO \$6,819,945 IN 2010	2,663,047	NONE	11/30/10		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
OPTIONS FOR INTERNATIONAL HEALTH	1211 CONNECTICUT AVE NW WASHINGTON, DC 94704	2009-01-01	6,618,048	GRANT #878 REDUCING MATERNAL MORTALITY AND MORBIDITY IN CAMBODIA ORIGINAL GRANT WAS FOR \$6,464,198 GRANT WAS AMENDED TO \$6,618,048 IN 2010	6,618,048	NONE	02/21/11		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY HEALTH PROJECTS	15 EAST 26TH STREET NEW YORK, NY 80303	2008-04-02	812,925	GRANT #762 CONTRACEPTIVE RESEARCH AND DEVELOPMENT ORIGINAL GRANT WAS \$812,355 GRANT WAS AMENDED TO \$812,925 IN 2011	812,925	NONE	12/31/11		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY HEALTH PROJECTS	15 EAST 26TH STREET NEW YORK, NY 80303	2008-05-07	6,306,871	GRANT #779 EXPANDING AND IMPROVING ACCESS TO REPRODUCTIVE HEALTH ORIGINAL GRANT WAS FOR \$16,611,700 GRANT WAS AMENDED TO \$6,306,871 IN 2009	4,802,359	NONE	03/31/11		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
ESAR	CARRERA 18 NO 33 A-19 BOGOTA CO	2008-08-06	16,473,327	GRANT #820 EDUCATION AND ADVOCACY FOR REPRODUCTIVE HEALTH ORIGINAL GRANT WAS FOR \$55,491,639 GRANT WAS AMENDED TO \$16,471,063 IN 2009 AND TO \$16,473,327 IN 2010	16,473,327	NONE	02/13/11		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
VENTURE STRATEGIES INNOVATIONS	2140 SHATTUCK AVE BERKLEY, CA 94704	2008-08-22	10,689,230	GRANT #826 REPRODUCTIVE HEALTH TECHNOLOGY ORIGINAL GRANT WAS FOR \$10,635,848 GRANT WAS AMENDED TO \$10,689,230 IN 2009	9,618,211		REPORT DUE IN 2012-EXTENSION GRANTED		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
VENTURE STRATEGIES INNOVATIONS	2140 SHATTUCK AVE BERKLEY, CA 94704	2009-09-01	1,544,747	GRANT #826 01 REPRODUCTIVE HEALTH TECHNOLOGY ORIGINAL GRANT WAS FOR \$1,542,698 GRANT WAS AMENDED TO \$1,544,747 IN 2010	1,542,698	NONE	04/21/11		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
AMERICAN COLLEGE OF NURSEMIDWIVES	8403 COLESVILLE ROAD SILVER SPRING, MD 20910	2009-06-01	2,114,011	GRANT #898 STRENGTHENING MIDWIFERY EDUCATION IN CAMBODIA AND GHANA ORIGINAL GRANT WAS FOR \$2,111,636 GRANT WAS AMENDED TO \$2,114,011 IN 2010	2,007,402	NONE	12/31/11		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GOOD WORKS GROUP	3800 ARAPAHOE AVENUE SUITE 210 BOULDER, CO 20910	2010-10-01	228,219	GRANT #1039 REDUCING UNINTENDED PREGNANCY	85,725		GRANT EXTENDED THROUGH 2012		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
PLANNED PARENTHOOD WOMEN'S HEALTH CENTER	3302 67TH STREET LUBBOCK, TX 79413	2010-09-01	151,244	GRANT #1032 EXPANDING AND IMPROVING ACCESS TO REPRODUCTIVE HEALTH			GRANT EXTENDED THROUGH 2012		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
EQUIDAD DE GENERO	ABASOLO 201 DEL CARMEN COYOACAN MX	2010-01-01	3,228,753	GRANT #361 02 EDUCATION AND ADVOCACY FOR REPRODUCTIVE HEALTH	3,228,753	NONE	12/31/11		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS FOUNDATION	6867 ELM STREET MCLEAN, VA 22101	2010-01-01	2,459,522	GRANT #549 02 REDUCING MATERNAL MORTALITY AND MORBIDITY IN GHANA	1,724,886	NONE	10/07/11		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
AMERICAN COLLEGE OF NURSEMIDWIVES	8403 COLESVILLE ROAD SILVER SPRING, MD 20910	2011-06-01	2,998,385	GRANT #898 01 STRENGTHENING MIDWIFERY EDUCATION IN GHANA	409,336	NONE	12/31/11		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WORLD HEALTH PARTNERS	BB-11 GREATER KAILASH NEW DELHI IN	2008-11-01	3,573,853	GRANT #764 01 ESTABLISHING A MULTI-LEVEL HEALTH CARE DELIVERY SYSTEM AND REPRODUCTIVE HEALTH PROGRAM IN INDIA ORIGINAL GRANT WAS FOR \$3,566,502 GRANT WAS AMENDED TO \$3,573,853 IN 2010	3,573,853	NONE	02/01/11		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GOOD WORKS GROUP	3800 ARAPAHOE AVENUE SUITE 210 BOULDER, CO 80303	2008-03-17	306,942	GRANT #752 REDUCING UNINTENDED PREGNANCY ORIGINAL GRANT WAS FOR \$291,428 GRANT WAS AMENDED TO \$306,942 IN 2011	306,942	NONE	12/31/09		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
ESAR	CARRERA 18 NO 33 A-19 BOGOTA CO	2011-01-01	1,300,000	GRANT #820 01 IMPROVING REPRODUCTIVE HEALTH OF WOMEN IN LATIN AMERICA	1,300,000	NONE	07/18/11		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
ESAR	CARRERA 18 NO 33 A-19 BOGOTA CO	2011-06-01	10,700,000	GRANT #820 02 IMPROVING REPRODUCTIVE HEALTH OF WOMEN IN LATIN AMERICA	3,505,427	NONE	12/31/11		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GOOD WORKS GROUP	3800 ARAPAHOE AVENUE SUITE 210 BOULDER, CO 80303	2011-01-01	305,760	GRANT #752 03 MANAGEMENT AND SUPPORT FOR THE COLORADO INITIATIVE	305,491	NONE	12/31/11		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GOOD WORKS GROUP	3800 ARAPAHOE AVENUE SUITE 210 BOULDER, CO 80303	2011-11-01	1,162,953	GRANT #1039 01 COLORADO STATEWIDE OUTREACH EFFORTS	0		DUE IN 2012		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY HEALTH PROJECTS	15 EAST 26TH STREET NEW YORK, NY 10010	2011-07-01	806,654	GRANT #762 01 EXPLORING LOW SENSITIVITY PREGNANCY TESTS AND THEIR IMPACT	0		DUE IN 2012		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY HEALTH PROJECTS	15 EAST 26TH STREET NEW YORK, NY 10010	2011-03-01	6,458,553	GRANT #779 01 EXPANDING REPRODUCTIVE HEALTH ACCESS	0		DUE IN 2012		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
PLANNED PARENTHOOD WOMEN'S HEALTH CENTER	3302 67TH STREET LUBBOCK, TX 79413	2011-06-01	45,000	GRANT #3635 EXPANSION OF HEALTH CARE SERVICES	0		DUE IN 2012		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
SOCIETY OF FAMILY PLANNING RESEARCH FUND	255 S 17TH STREET PHILADELPHIA, PA 19103	2011-05-01	2,322,760	GRANT #3633 FELLOWSHIP RESEARCH FUND	0		DUE IN 2012		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
SOCIETY OF FAMILY PLANNING RESEARCH FUND	255 S 17TH STREET PHILADELPHIA, PA 19103	2011-12-01	1,205,301	GRANT #3688 REPRODUCTIVE HEALTH TECHNOLOGY	0		DUE IN 2012		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
SUGAR PLUM FOUNDATION	PO BOX 711 PHEMOM PEN CB	2011-04-01	2,791,335	GRANT #3638 KAMPOT PROJECT FOR WOMEN'S HEALTH	0		DUE IN 2012		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
VENTURE STRATEGIES INNOVATIONS	2140 SHATTUCK AVE BERKLEY, CA 94704	2011-01-01	12,430,902	GRANT #1787 IMPROVING REPRODUCTIVE HEALTH ACCESS	0		DUE IN 2012		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS FOUNDATION	6867 ELM STREET MCLEAN, VA 22101	2011-01-01	7,280,366	GRANT #278 06 SUPPORT OF REPRODUCTIVE HEALTH ACTIVITIES IN TURKEY	2,900,610	NONE	12/31/11		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED

TY 2011 Investments Corporate  
 Stock Schedule

Name: THE SUSAN THOMPSON BUFFETT FOUNDATION  
 EIN: 47-6032365

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACCO BRANDS CORP	913	913
AETNA INC. NEW	17,112	17,112
ALLEGHANY CP	43,790	43,790
ALLSTATE CP	5,060	5,060
ALTRIA GROUP INC	71,194	71,194
AMAZON.COM INC	17,431	17,431
AMER EXPRESS INC	29,036	29,036
AMER FIN GRP HLD	11,166	11,166
AMER INTL GROUP I	2,740	2,740
AMERIPRISE FINANC	6,116	6,116
AOL INC.	661	661
ARCHER DANIELS MD	11,882	11,882
ARGONAUT GROUP IN	551	551
ASSOCIATED EST RL	1,604	1,604
ATLANTIC AMER CP	0	0
BEAM INC. COMMON	20,416	20,416
BERKLEY W R CP	5,617	5,617
BERKSHIRE HATH HL	1,879,616,011	1,879,616,011
BERKSHIRE HATH HL	573,775	573,775
BERKSHIRE HATHAWA	13,534,628	13,534,628
BK OF AMERICA CP	2,656	2,656
BLACKROCK OPPTY	1,056	1,056
BOEING CO	14,786	14,786
BOMBARDIER INC CL	812	812
BP PLC	4,279	4,279
BRANDYWINE REALTY	1,334	1,334
C S X CP	6,327	6,327
CABELAS INC	2,555	2,555
CAE INC	1,964	1,964
CAMDEN PROPERTY	6,269	6,269



Name of Stock	End of Year Book Value	End of Year Fair Market Value
CAMPBELL SOUP CO	53,504	53,504
CANADIAN NATL RAI	7,808	7,808
CANADIAN PAC RAIL	6,709	6,709
CARMAX INC	7,660	7,660
CBS CORP CL A	1,119	1,119
CBS CORP CL B	1,102	1,102
CHAMPION ENTERPRI	0	0
CHEVRON CORP	10,735	10,735
CHUBB CP THE	83,640	83,640
CIRCUIT CITY STRS	0	0
CITADEL BROADCAST	0	0
CITIGROUP INC	7,281	7,281
COCA COLA BOT CON	11,662	11,662
COCA COLA CO THE	168,576	168,576
COCA COLA ENTRPR	7,779	7,779
COCA COLA FEMSA S	28,908	28,908
COLONIAL PROPERTY	2,614	2,614
COMMONWEALTH REIT	423	423
COMPANIA CERV UNI	6,305	6,305
CONOCOPHILLIPS	7,303	7,303
CONS TOMOKA LAND	2,737	2,737
CONSECO INC NEW	640	640
COSTCO WHOLESALE	228,435	228,435
COTT CP	1,274	1,274
COUSINS PROP INC	656	656
COVANTA HLD CP	1,383	1,383
CURTISS WRIGHT CP	859	859
DAILY JOURNAL CP	6,500	6,500
DEVELOPERS RLTY	1,394	1,394
DISCOVER FIN SVCS	25,728	25,728

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DOMINION RES NEW	10,700	10,700
DOVER CP	46,664	46,664
EDISON INTL	4,153	4,153
ENERGIZER HLDGS I	233	233
ENTERTAINMT PPTY	4,415	4,415
EXELON CORPORATIO	8,748	8,748
EXXON MOBIL CP	8,517	8,517
FANNIE MAE	0	0
FEDERAL NATL MTG	1,560	1,560
FEDEX CORP	16,822	16,822
FIRST IND RLTY IN	1,026	1,026
FIRSTENERGY CP	2,965	2,965
FIVE STAR QUAL CA	3	3
FLEETWOOD ENTERPR	0	0
FORTUNE BRANDS HO	6,748	6,748
FRANKLIN COVEY CO	839	839
FRIEDMAN INDS INC	1,055	1,055
FURNITURE BRNDS I	119	119
G A T X CP	17,872	17,872
GABELLI EQUITY TR	922	922
GABELLI GLOBAL	112	112
GABELLI H&W TR	64	64
GABELLI UTILITY T	138	138
GANNETT CO INC	2,700	2,700
GEN DYNAMICS CP	3,633,126	3,633,126
GEN ELECTRIC CO	21,662	21,662
GILDAN ACTIVEWEAR	7,496	7,496
GLIMCHER RAEITY T	919	919
H R BLOCK INC	6,616	6,616
HANESBRANDS INC.	264	264

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HAVERTY FURN COS	2,212	2,212
HIGHWOODS PRPTY I	3,003	3,003
HOLLINGER	0	0
HOMEFED CORP NEW	1,812	1,812
HORACE MANN EDUCA	2,799	2,799
HOSPITALITY PROP	2,337	2,337
INTERNET PATENTS CORP	130	130
INTL BUSINESS MAC	74,400	74,400
INTL FLAVORS FRAG	15,816	15,816
INTL PAPER	2,080	2,080
ISTAR FINL INC	619	619
JOHNSON AND JOHNS	6,585	6,585
JP MORGAN CHASE C	5,824	5,824
KANSAS CITY SOUTH	6,804	6,804
KEMPER	2,921	2,921
KOREA ELECTRIC PW	1,103	1,103
KRAFT FOODS INC	62,275	62,275
LEUCADIA NATL CP	81,288	81,288
LEVEL 3 COMM INC	1,687	1,687
LGL GROUP INC.	740	740
LIBERTY PROPERTIE	3,100	3,100
LIZ CLAIBORNE INC	1,680	1,680
LOEWS CP	156,283	156,283
LORILLARD, INC	390,774	390,774
LYNCH INTERACTIVE	4,260	4,260
M G I C INVEST CP	357	357
M&T BANK CORP	76,850	76,850
MACK-CALI REALTY	2,683	2,683
MANPOWER INC	3,571	3,571
MCCLATCHY CO HLD	12	12

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MCDONALDS CP	270,624	270,624
MCKESSON CORP	15,678	15,678
MEDIA GENERAL CL	410	410
MERCURY GENERAL C	18,388	18,388
MICROSOFT CP	5,214	5,214
MOHAWK INDS INC	6,051	6,051
MOODY'S CORP	6,776	6,776
MORGAN GROUP HLD	26	26
MORGAN STANLEY	32,403	32,403
MUELLER IND INC	3,905	3,905
N Y TIMES CL A	3,735	3,735
NATIONAL RETAIL P	2,693	2,693
NEWS CORP	14,592	14,592
NEWS CORP CL A	12,595	12,595
NEXTERA ENERGY, I	12,224	12,224
NORFOLK SO CP	7,316	7,316
NUCOR CP	15,910	15,910
ORCHARD SUPPLY HARDWARE	212	212
ORCHARD SUPPLY HARDWARE	212	212
OVERSTOCK.COM INC	763	763
PALM HARBOR HOMES	1	1
PARKWAY PROP INC.	1,000	1,000
PENN REAL ESTATE	370	370
PEP BOYS MAN MOE	1,105	1,105
PEPSICO INC	135,139	135,139
PERNOD RICARD ORD	546	546
PFIZER INC	72,039	72,039
PHILIP MORRIS INT	189,528	189,528
PINNACLE WEST CAP	4,869	4,869
PIPER JAFFRAY COS	60	60

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PMC COMMERCIAL SB	259	259
PRICESMART INC	1,739	1,739
PROCTER GAMBLE	52,182	52,182
PROGRESSIVE CP	34,363	34,363
PROLOGIS SBI	658	658
RAYTHEON CO (NEW)	4,885	4,885
REYNOLDS AMERICAN	2,662	2,662
ROBERDS INC	0	0
ROCKY MT CHOCOLAT	936	936
SARA LEE CP	1,902	1,902
SEALED AIR CP NEW	3,418	3,418
SEARS HLDGS CORP	3,242	3,242
SEARS HLDGS CORP	3,242	3,242
SIMON PPTY GRP IN	13,969	13,969
SKYLINE CP	425	425
STANDARD PACIFIC	644	644
SUN TIMES MEDIA G	1,119	1,119
SUNSHINE PCS CP A	0	0
SUNTRUST BANKS	3,528	3,528
SYMS CORP	1,100	1,100
TANGER FACTORY OU	11,904	11,904
TEXTRON INC	3,694	3,694
THE HERSHEY COMPA	148,776	148,776
THE NEW D&B CORP	3,728	3,728
THE TRAVELERS CO	62,206	62,206
THOMSON REUTERS C	4,452	4,452
TIFFANY AND CO	80,556	80,556
TIM HORTONS INC.	6,569	6,569
TIMBERLAND CO A	0	0
TIME WARNER CABLE	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TIME WARNER INC	17,949	17,949
TITANIUM METALS C	814	814
TORCHMARK CP	239,158	239,158
TRAVELCENTERS OF	41	41
UNION PACIFIC	21,178	21,178
UNION PACIFIC	21,178	21,178
UNITED DOMIN RLTY	2,741	2,741
UNITRIN INC	0	0
US AIRWAYS GROUP,	520	520
US BANCORP	10,277	10,277
VALHI INC	6,909	6,909
VIACOM INC CL A	2,147	2,147
VIACOM INC CL B N	2,147	2,147
VORNADO REALTY TR	15,893	15,893
WAL MART STORES	47,888	47,888
WALT DISNEY-DISNE	45,168	45,168
WASHINGTON POST CO	3,800	3,800
WASHINGTON FED	2,242	2,242
WELLS FARGO & CO	98,845	98,845
WENDYS INTL INC	2,270	2,270
WHITE MTN INS LTD	45,000	45,000
WILLIAMS COS	3,284	3,284
WPX ENERGY	600	600
YUM BRANDS INC	42,739	42,739
ZALE CP	742	742

# **TY 2011 Investments Government Obligations Schedule**

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

**US Government Securities - End of  
Year Book Value:**

380,218,837

**US Government Securities - End of  
Year Fair Market Value:**

380,218,837

**State & Local Government  
Securities - End of Year Book  
Value:**

0

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

0

**TY 2011 Land, Etc. Schedule**

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FIXED ASSETS	3,139,391	844,298	2,295,093	2,295,093



# TY 2011 Legal Fees Schedule

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	11,763	0		11,763

# TY 2011 Other Assets Schedule

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PROGRAM RELATED INVESTMENT	1,506,000	2,506,000	2,506,000

TY 2011 Other Decreases Schedule

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

Description	Amount
UNREALIZED LOSSES	96,292,709

**TY 2011 Other Expenses Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE SUPPLIES	28,348	0		28,348
DUES AND MEMBERSHIPS	28,756	0		28,756
BANK CHARGES	4,328	0		4,328
INSURANCE	21,469	0		21,489
TELEPHONE EXPENSE	33,734	0		33,734
POSTAGE	4,510	0		4,510
MINOR EQUIPMENT	28,299	0		36,572
EMPLOYEE RELOCATION EXPENSE	8,272	0		8,272

**TY 2011 Other Increases Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

Description	Amount
DIFFERENCE BETWEEN BOOK VALUE AND FMV OF INVESTMENTS	662,121,822
PY DISCOUNT ON GRANTS PAYABLE	1,397,051

**TY 2011 Other Professional Fees Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
RAND CORPORATION	286,205	0		286,205
CONCENTRIC GROUP	80,528	0		80,528
QUADIS TECHNOLOGIES	4,845	0		4,845
MATHEMATICA	165,840	0		165,840
BELDEN RUSSONELLO AND STEWART	78,000	0		78,000
RDG	2,130	0		2,130
IQBAL SHAH	68,811	0		68,811
ACCREDITED LANGUAGE SERVICES	2,992	0		2,992
PHILLBER RESEARCH ASSOCIATES	572,357	0		572,357
GORDON PERKIN	23,969	0		23,969
JEAN ANN BALLINGER	4,150	0		4,150
MICROEDGE	103,661	0		103,661
PHARMDEV	6,690	0		6,690
CONFERENCE TECHNOLOGIES	16,160	0		16,160
FRED ULLRICH	816	0		816

**TY 2011 Taxes Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	120,426	0		120,426
EXCISE TAXES	57,000	0		0