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

**2011**

Department of the Treasury  
Internal Revenue Service

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

**For calendar year 2011, or tax year beginning** 7/01 , 2011, **and ending** 6/30 , 2012

Reader's Digest Foundation  
44 South Broadway  
White Plains, NY 10601

**A** Employer identification number  
13-6120380

**B** Telephone number (see the instructions)  
914-244-1000

**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

**G** Check all that apply:  Initial return  Initial Return of a former public charity  
 Final return  Amended return  
 Address change  Name change

**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, column (c), line 16)  
▶ \$ 4,829,883.

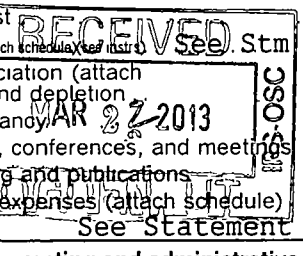
**J** Accounting method  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis)

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc. received (att sch)				
2	Chk <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments	315.	315.	315.	
4	Dividends and interest from securities	190,466.	190,466.	190,466.	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	478,382.			
b	Gross sales price for all assets on line 6a 5,416,398.				
7	Capital gain net income (from Part IV, line 2)		478,382.		
8	Net short-term capital gain			14,433.	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit/(loss) (att sch)				
11	Other income (attach schedule)				
12	<b>Total.</b> Add lines 1 through 11	669,163.	669,163.	205,214.	
13	Compensation of officers, directors, trustees, etc.	124,081.			124,081.
14	Other employee salaries and wages	43,183.			43,183.
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach sch) See St 1	27,000.	6,750.	6,750.	28,250.
c	Other prof fees (attach sch) See St 2	18,902.	9,353.	9,353.	9,549.
17	Interest				
18	Taxes (attach schedule) See Stm 3	13,182.			
19	Depreciation (attach sch) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	908.			908.
22	Printing and publications				
23	Other expenses (attach schedule) See Statement 4	54,215.			54,215.
24	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	281,471.	16,103.	16,103.	260,186.
25	Contributions, gifts, grants paid Part XV	253,678.			234,843.
26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	535,149.	16,103.	16,103.	495,029.
27	Subtract line 26 from line 12:				
a	<b>Excess of revenue over expenses and disbursements</b>	134,014.			
b	Net investment income (if negative, enter -0-)		653,060.		
c	<b>Adjusted net income</b> (if negative, enter -0-)			189,111.	

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ADMINISTRATIVE AND OPERATING EXPENSES



20

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end of year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	326,427.	127,648.	127,648.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U.S. and state government obligations (attach schedule)			
		b Investments – corporate stock (attach schedule) Statement 5	2,401,787.	2,395,260.	2,395,260.
		c Investments – corporate bonds (attach schedule) Statement 6	2,350,427.	2,306,975.	2,306,975.
	11	Investments – land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments – mortgage loans				
13	Investments – other (attach schedule)	3,491.			
14	Land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	<b>Total assets</b> (to be completed by all filers – see the instructions. Also, see page 1, item I)	5,082,132.	4,829,883.	4,829,883.	
LIABILITIES	17	Accounts payable and accrued expenses	45,856.	29,459.	
	18	Grants payable	20,288.	17,232.	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	<b>Total liabilities</b> (add lines 17 through 22)	66,144.	46,691.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>				
	24	Unrestricted	5,015,988.	4,783,192.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	<b>Total net assets or fund balances</b> (see instructions)	5,015,988.	4,783,192.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	5,082,132.	4,829,883.		

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)	5,015,988.
2	Enter amount from Part I, line 27a	134,014.
3	Other increases not included in line 2 (itemize) <u>See Statement 7</u>	29,825.
4	Add lines 1, 2, and 3	5,179,827.
5	Decreases not included in line 2 (itemize) <u>See Statement 8</u>	396,635.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	4,783,192.

**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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a See Statement 9			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss). <span style="float:right">[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]</span>	<b>2</b>	478,382.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). <span style="float:right">[ If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 ]</span>	<b>3</b>	14,433.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	534,866.	4,954,962.	0.107946
2009	1,047,166.	5,634,049.	0.185864
2008	1,919,190.	7,578,016.	0.253258
2007	1,851,394.	11,593,532.	0.159692
2006	1,452,397.	12,788,206.	0.113573
2 Total of line 1, column (d)			0.820333
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			0.164067
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4,881,669.
5 Multiply line 4 by line 3			800,921.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6,531.
7 Add lines 5 and 6			807,452.
8 Enter qualifying distributions from Part XII, line 4			474,741.

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

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

1	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 instrs)		
2	Domestic foundations that meet the section 4940(e) requirements in Part V, check here. <input type="checkbox"/> and enter 1% of Part I, line 27b	13,061.	
3	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
4	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	0.	
5	Add lines 1 and 2	13,061.	
6	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	0.	
7	<b>Tax based on investment income.</b> Subtract line 6 from line 5. If zero or less, enter -0-	13,061.	
8	Credits/Payments:		
9	a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a 18,573.	
10	b Exempt foreign organizations – tax withheld at source	6b	
11	c Tax paid with application for extension of time to file (Form 8868)	6c	
12	d Backup withholding erroneously withheld	6d	
13	7 Total credits and payments. Add lines 6a through 6d	18,573.	
14	8 Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		
15	9 Tax due. If the total of lines 7 and 8 is more than line 13, enter amount owed	0.	
16	10 Overpayment. If line 13 is more than the total of lines 7 and 8, enter the amount overpaid	5,512.	
17	11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 5,512. Refunded <input type="checkbox"/>	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file <b>Form 1120-POL</b> for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ 0. (2) On foundation managers ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <span style="float:right">▶ N/A</span>	X		
14	The books are in care of ▶ <u>Reader's Digest Foundation</u> Telephone no ▶ <u>914-244-1000</u> Located at ▶ <u>44 South Broadway White Plains NY</u> ZIP + 4 ▶ <u>10601</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year	N/A		<input type="checkbox"/>
		▶ 15		N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country ▶		Yes	No
		16		X

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

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

		Yes	No
1 a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? ( <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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
1 b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		X
1 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?		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years ▶ 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 all years listed, answer 'No' and attach statement – see instructions)		N/A
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__		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)		N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		X

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

5a During the year did the foundation pay or incur any amount to:

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

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

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?

N/A  Yes  No

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

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

Yes  No

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

6b X

If 'Yes' to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes  No

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 10		124,081.	0.	0.

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

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

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

0

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		0

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 See Statement 11	
	21,891.
2	
3	
4	

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

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

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

BAA

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	4,727,225.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	227,038.
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	1,746.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	4,956,009.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	4,956,009.
<b>4</b>	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	74,340.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	4,881,669.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	244,083.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	244,083.
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	13,061.
<b>b</b>	Income tax for 2011 (This does not include the tax from Part VI )	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	13,061.
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	231,022.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	231,022.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	<b>7</b>	231,022.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
<b>a</b>	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	<b>1a</b>	495,029.
<b>b</b>	Program-related investments – total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	495,029.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	495,029.

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

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				231,022.
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	836,634.			
b From 2007	1,286,755.			
c From 2008	1,545,705.			
d From 2009	766,644.			
e From 2010	293,193.			
f Total of lines 3a through e	4,728,931.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 495,029.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2011 distributable amount				231,022.
e Remaining amount distributed out of corpus	264,007.			
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	4,992,938.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount – see instructions.			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	836,634.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	4,156,304.			
10 Analysis of line 9:				
a Excess from 2007	1,286,755.			
b Excess from 2008	1,545,705.			
c Excess from 2009	766,644.			
d Excess from 2010	293,193.			
e Excess from 2011	264,007.			

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

**1** 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 ▶

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

	Prior 3 years				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> 'Assets' alternative test – enter:					
<b>(1)</b> Value of all assets . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
<b>c</b> 'Support' alternative test – enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

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

**1 Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

See Statement 12

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

See Statement for Line 2a

**c** Any submission deadlines

See Statement for Line 2a

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

See Statement for Line 2a

**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)				
<p><b>a</b> <i>Paid during the year</i> See Statement 13</p>				
<b>Total</b>			▶ <b>3a</b>	214,555.
<p><b>b</b> <i>Approved for future payment</i> See Statement 14</p>				
<b>Total</b>			▶ <b>3b</b>	17,232.





Client 2

Reader's Digest Foundation

13-6120380

2/02/13

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**Statement 1**  
**Form 990-PF, Part I, Line 16b**  
**Accounting Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting	\$ 16,000.	\$ 4,000.	\$ 4,000.	\$ 20,000.
Auditing	11,000.	2,750.	2,750.	8,250.
Total	<u>\$ 27,000.</u>	<u>\$ 6,750.</u>	<u>\$ 6,750.</u>	<u>\$ 28,250.</u>

**Statement 2**  
**Form 990-PF, Part I, Line 16c**  
**Other Professional Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment management	\$ 9,353.	\$ 9,353.	\$ 9,353.	
Matching gift administration	9,549.			\$ 9,549.
Total	<u>\$ 18,902.</u>	<u>\$ 9,353.</u>	<u>\$ 9,353.</u>	<u>\$ 9,549.</u>

**Statement 3**  
**Form 990-PF, Part I, Line 18**  
**Taxes**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal excise tax	\$ 13,182.			
Total	<u>\$ 13,182.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**Statement 4**  
**Form 990-PF, Part I, Line 23**  
**Other Expenses**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Computer fees	\$ 750.			\$ 750.
Miscellaneous	1,833.			1,833.
New York annual fee	250.			250.
Reimbursed fringe benefits	45,834.			45,834.
Total	<u>\$ 48,667.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 48,667.</u>

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Reader's Digest Foundation

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**Statement 5**  
**Form 990-PF, Part II, Line 10b**  
**Investments - Corporate Stocks**

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Ishares MSCI EAFE Index Fund	Mkt Val	\$ 0.	\$ 0.
Ishares Russell 2000 Index Fund	Mkt Val	0.	0.
SSGA S&P (R) 500 Index NL CTF	Mkt Val	0.	0.
Vanguard Emerging Markets ETF	Mkt Val	0.	0.
Vanguard Developed Markets Index Fund	Mkt Val	393,256.	393,256.
Vanguard Emerging Markets Index Fund	Mkt Val	97,856.	97,856.
Vanguard Small Cap Index Fund	Mkt Val	259,446.	259,446.
Vanguard 500 Index Fund	Mkt Val	1,644,702.	1,644,702.
	Total	\$ 2,395,260.	\$ 2,395,260.

**Statement 6**  
**Form 990-PF, Part II, Line 10c**  
**Investments - Corporate Bonds**

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
SSGA U.S. Aggregate Index Bond CTF	Mkt Val	\$ 0.	\$ 0.
Vanguard Total Bond Market Index Fund	Mkt Val	2,306,975.	2,306,975.
	Total	\$ 2,306,975.	\$ 2,306,975.

**Statement 7**  
**Form 990-PF, Part III, Line 3**  
**Other Increases**

Partnership distributions - FY 2012		\$ 29,825.
	Total	\$ 29,825.

**Statement 8**  
**Form 990-PF, Part III, Line 5**  
**Other Decreases**

Partnership capital gains - 2011		\$ 136,055.
Partnership investment income - 2011		93,161.
Unrealized depreciation		167,419.
	Total	\$ 396,635.

Client 2

Reader's Digest Foundation

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**Statement 9**  
**Form 990-PF, Part IV, Line 1**  
**Capital Gains and Losses for Tax on Investment Income**

<u>Item</u>	<u>(a) Description</u>	<u>(b) How Acquired</u>	<u>(c) Date Acquired</u>	<u>(d) Date Sold</u>
1	1,186 units SSGA U.S. Aggregate Bond Index Fund	Purchased	1/05/2010	7/31/2011
2	6,020 units SSGA U.S. Aggregate Bond Index Fund	Purchased	1/05/2010	8/31/2011
3	13.219 units SSGA U.S. Aggregate Bond Index Fund	Purchased	1/05/2010	9/30/2011
4	7,370 units Ishares MSCI EAFE Value Fund	Purchased	1/05/2010	10/20/2011
5	39,420 units Ishares Russell 2000 Fund	Purchased	1/05/2010	10/20/2011
6	189,910 units SSGA S&P 500(R) Index Fund	Purchased	1/05/2010	10/20/2011
7	201,825 units SSGA U.S. Aggregate Bond Index Fund	Purchased	1/05/2010	10/20/2011
8	2,395 units Vanguard MSCI Emerging Markets Fund	Purchased	1/05/2010	10/20/2011
9	3,307 units Vanguard Total Bond Market Index Fund	Purchased	12/05/2011	5/16/2012
10	1,567 units Vanguard 500 Index Fund	Purchased	12/05/2011	5/16/2012
11	6,758 units Vanguard Total Bond Market Index Fund	Purchased	12/05/2011	6/26/2012
12	279 units Vanguard 500 Index Fund	Purchased	12/05/2011	6/26/2012
13	Schedule K-1 SSGA U.S. Aggregate Bond Index Fund	Purchased	1/05/2010	12/31/2011
14	Schedule K-1 SSGA S&P 500(R) Index Fund	Purchased	1/05/2010	12/31/2011

<u>Item</u>	<u>(e) Gross Sales</u>	<u>(f) Deprec. Allowed</u>	<u>(g) Cost Basis</u>	<u>(h) Gain (Loss)</u>	<u>(i) FMV 12/31/69</u>	<u>(j) Adj. Bas. 12/31/69</u>	<u>(k) Excess (i) - (j)</u>	<u>(l) Gain (Loss)</u>
1	17,003.		14,456.	2,547.				\$ 2,547.
2	67,000.		64,130.	2,870.				2,870.
3	147,500.		140,795.	6,705.				6,705.
4	409,544.		402,887.	6,657.				6,657.
5	260,690.		221,270.	39,420.				39,420.
6	1750147.		1560242.	189,905.				189,905.
7	2224350.		2150609.	73,741.				73,741.
8	104,109.		98,060.	6,049.				6,049.
9	40,000.		39,675.	325.				325.
10	160,000.		148,053.	11,947.				11,947.
11	75,000.		74,323.	677.				677.
12	25,000.		23,516.	1,484.				1,484.
13	107,302.		0.	107,302.				107,302.
14	28,753.		0.	28,753.				28,753.
								Total \$ 478,382.

Client 2

Reader's Digest Foundation

13-6120380

3/08/13

07:04PM

**Statement 10**  
**Form 990-PF, Part VIII, Line 1**  
**List of Officers, Directors, Trustees, and Key Employees**

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP &amp; DC</u>	<u>Expense Account/ Other</u>
Robert Guth Reader's Digest Foundation White Plains, NY 10601	Chairman 1.00	\$ 0.	\$ 0.	\$ 0.
Susan W. Cumiskey Reader's Digest Foundation White Plains, NY 10601	Director 1.00	0.	0.	0.
William H. Magill Reader's Digest Foundation White Plains, NY 10601	Treasurer 1.00	0.	0.	0.
Susan Russ Reader's Digest Foundation White Plains, NY 10601	Exec. Director 4.00	45,437.	0.	0.
Elizabeth A. Longley Reader's Digest Foundation White Plains, NY 10601	Secretary 28.00	33,211.	0.	0.
Phyllis E. Gebhardt Reader's Digest Foundation White Plains, NY 10601	Director 1.00	0.	0.	0.
Paul L. Gillow Reader's Digest Foundation White Plains, NY 10601	Director 1.00	0.	0.	0.
Janis L. Braun Reader's Digest Foundation White Plains, NY 10601	Secretary 28.00	45,433.	0.	0.
Total		<u>\$ 124,081.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**Statement 11**  
**Form 990-PF, Part IX-A, Line 1**  
**Summary of Direct Charitable Activities**

<u>Direct Charitable Activities</u>	<u>Expenses</u>
Volunteer Program - The Foundation supported volunteer activity by employees of The Reader's Digest Association, Inc., for underprivileged children including a book drive, a back-to-school clothing drive, a Christmas party and educational programs.	\$ 21,891.

Client 2

Reader's Digest Foundation

13-6120380

2/02/13

07:28PM

**Statement 12**  
**Form 990-PF, Part XV, Line 2a-d**  
**Application Submission Information**

Name of Grant Program:  
 Name: Elizabeth A. Longley  
 Care Of: Reader's Digest Foundation  
 Street Address: 44 South Broadway  
 City, State, Zip Code: White Plains, NY 10601  
 Telephone: 914-244-1000  
 Form and Content: Letter  
 Submission Deadlines: None  
 Restrictions on Awards: None

**Statement 13**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Westhab, Inc. 85 Executive Boulevard Elmsford, NY 10523		Public	General support	\$ 20,000.
Jacob Burns Film Center 39 Manville Road Pleasantville, NY 10570		Public	General support	10,000.
New York Cares 214 West 29th Street New York, NY 10023		Public	General Support	5,000.
Volunteer Center of United Way 220 White Plains Road Tarrytown, NY 10591		Public	General support	10,000.
Boys & Girls Clubs of America 1230 Peachtree Street, N.W. Atlanta, GA 30309		Public	General support	10,000.

Client 2

Reader's Digest Foundation

13-6120380

2/03/13

12:10AM

Statement 13 (continued)  
Form 990-PF, Part XV, Line 3a  
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
JK Group Trustee for Reader's Digest Fdn P.O. Box 7174 Princeton, NJ 08543		Public	Matching Gifts Program - Gifts to publicly supported charities matching the contributions of employees of The Reader's Digest Association, Inc. See Schedule attached.	\$ 120,843.
JK Group Trustee for Reader's Digest Fdn P.O. Box 7174 Princeton, NJ 08543		Public	Volunteer Incentive Program - Grants to charitable organizations in which employees of The Reader's Digest Association, Inc., participate as volunteers. See Schedule attached.	14,000.
Volunteer Match 550 Montgomery Street San Francisco, CA 94111		Public	General support	5,000.
Hunger Task Force 201 South Hawley Court Milwaukee, WI 53214		Public	General support	5,000.
Madison Square Boys & Girls Club 317 Madison Avenue New York, NY 10017		Public	General support	10,000.
Children's Aid Society 105 East 22nd Street New York, NY 10010		Public	General support	20,000.
Children's Aid Society/ Wagon Road Camp 431 Quaker Road Chappaqua, NY 10514		Public	General support	5,000.
Total \$				<u>234,843.</u>

Client 2

Reader's Digest Foundation

13-6120380

2/02/13

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**Statement 14**  
**Form 990-PF, Part XV, Line 3b**  
**Recipient Approved for Future Payment**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
JK Group Trustee for Reader's Digest Fdn P.O. Box 7174 Princeton, NJ 08543		Public	Matching Gifts Program - Gifts to publicly supported charities matching the contributions of employees of The Reader's Digest Association, Inc.	\$ 15,232.
JK Group Trustee for Reader's Digest Fdn P.O. Box 7174 Princeton, NJ 08543		Public	Volunteer Incentive Program - Grants to charitable organizations in which employees of The Reader's Digest Association, Inc., participate as volunteers.	2,000.
Total \$				<u>17,232.</u>

Client 2

Reader's Digest Foundation

13-6120380

2/06/13

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Form 990-PF, Part I, Lines 13 and 14  
Compensation of Officers and Other Employee Salaries and Wages

The officers and employees of the Foundation are employees of The Reader's Digest Association, Inc., (RDA). Each month RDA sends a bill to the Foundation for the salaries, payroll taxes and employee benefits of the RDA employees for the portion of the month on which they worked for the Foundation.

As a result, the Foundation is not required to file payroll tax returns or make tax payments to the Federal or New York State tax authorities.

## Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury  
Internal Revenue Service

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
  - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only   
*All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns*

**Enter filer's identifying number, see instructions**

<b>Type or print</b>  <small>File by the due date for filing your return. See instructions</small>	Name of exempt organization or other filer, see instructions  <b>Reader's Digest Foundation</b>	Employer identification number (EIN) or  <input checked="" type="checkbox"/> <b>13-6120380</b>
	Number, street, and room or suite number. If a P O box, see instructions  <b>44 South Broadway</b>	Social security number (SSN)  <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions  <b>White Plains, NY 10601</b>	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ Reader's Digest Foundation
- Telephone No ▶ 914-244-1000 FAX No. ▶ 914-244-7642
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 2/15, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ▶  calendar year 20 \_\_\_\_ or
- ▶  tax year beginning 7/01, 20 11, and ending 6/30, 20 12

2 If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	<b>3a</b>	\$ 13,204.
3b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	<b>3b</b>	\$ 18,573.
3c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	<b>3c</b>	\$ 0.

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

Reader's Digest Foundation  
EIN: 13-6120380  
Year Ended June 30, 2012

Form 990-PF, Part XV, Line 3a - Statement 13

Matching Gifts

Fourth Quarter Fiscal 2011 Distribution Paid Jly 26, 2011	\$ 16,288.00
First Quarter Fiscal 2012 Distribution Paid October 8, 2011	21,708 00
Second Quarter Fiscal 2012 Distribution Paid February 25,2012	32,456.00
Third Quarter Fiscal 2012 Distribution Paid May 22 2012	<u>50,391 00</u>
	<u>\$ 120,843.00</u>

Volunteer Incentive Program

Fourth Quarter Fiscal Distribution 2011 Paid August 16, 2012	\$ 4,000.00
First Quarter Fiscal 2012 Distribution Paid October 8, 2011	3,000 00
Second Quarter Fiscal 2012 Distrobution Paid February 25, 2012	5,500.00
Third Quarter Fiscal 2012 Distribution Paid May 22, 2012	<u>1,500 00</u>
	<u>\$ 14,000 00</u>

See Schedules Attached

Reader's Digest Foundation

EIN: 13-6120380

Year Ended June 30, 2012

Form 990-PF, Part XV, Line 3a - Statement 13

Volunteer Incentive Program

14857	Beekman Youth Soccer Club	\$	500 00	7/26/11
14858	Beekman Youth Soccer Club		500.00	7/26/11
14859	Girl Scouts Troop 1615		500.00	7/26/11
14860	Girl Scouts Troop 1615		500 00	7/26/11
14861	La Grange Soccer League Inc		500 00	7/26/11
14843	Something Good In the World Inc		500.00	7/26/11
14844	Something Good In the World Inc		500 00	7/26/11
14807	Croton Caring Committee Inc		500.00	7/26/11
14862	La Grange Soccer League Inc		500.00	10/8/11
14863	Diabetes Research Institute Foundation Inc		500.00	10/8/11
14864	Ronald Mcdonald House Charities of Western Washington & Alaska		500.00	10/8/11
14865	Diabetes Research Institute Foundation Inc		500 00	10/8/11
14866	Pegasus Therapeutic Riding Inc		500 00	10/8/11
14867	Ronald Mcdonald House Charities of Western Washington & Alaska		500 00	10/8/11
15072	Anjellicle Cats Rescue		500 00	2/25/12
15073	Greek Orthodox Metropolis of San Francisco-Camp Agape NW		500 00	2/25/12
15074	Puget Sound Blood Center and Program		500 00	2/25/12
15075	Putnam Community Cares Inc		500 00	2/25/12
15076	Ronald Mcdonald House Charities of Western Washington & Alaska		2,000.00	2/25/12
15077	Wilderness Inquiry Inc		500 00	2/25/12
15078	Putnam Community Cares Inc		500.00	2/25/12
15079	Wilderness Inquiry Inc		500 00	2/25/12
15084	Little League Baseball Inc - LaGrange Youth Baseball and Softball		500 00	5/18/12
15086	La Grange Soccer League Inc		500 00	5/18/12
15122	Grace Smith House Inc		500 00	5/18/12
			<u>500 00</u>	
			<u>\$ 14,000 00</u>	

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Matching Gifts

Fourth Quarter Fiscal 2011 Distribution Paid July 26, 2011

14791	American Cancer Society Inc	\$	25.00	7/26/11
14792	American Cancer Society Inc		200 00	7/26/11
14793	American Heart Association Inc		100.00	7/26/11
14794	American Heart Association Inc		50.00	7/26/11
14795	American Lung Association of the Northwest		425.00	7/26/11
14796	Americares Inc - Americares Foundation Inc.		50.00	7/26/11
14797	Animal Welfare League of Westchester County Inc		50 00	7/26/11
14798	Austin College		500.00	7/26/11
14799	Avon Products Foundation Incorporated		100 00	7/26/11
14800	Bedford Historical Society		100 00	7/26/11
14801	Brain Tumor Society Incorporated		100 00	7/26/11
14802	Calvary Hospital Inc		200 00	7/26/11
14803	Children Inc		904 00	7/26/11
14804	Children International		1,015.00	7/26/11
14805	Contemporary Quilt Association		100 00	7/26/11
14806	Cornish College of the Arts		100 00	7/26/11
14808	Direct Marketing Educational Foundation Inc		250 00	7/26/11
14809	Doctors Without Borders USA Inc		50 00	7/26/11
14810	Grameen Foundation USA		445 00	7/26/11
14811	Hospice Foundation Inc		100 00	7/26/11
14812	Humane Society of the United States		500 00	7/26/11
14813	Iowa State University Foundation		285.00	7/26/11
14814	Jennifer Fante Foundation		25.00	7/26/11
14815	KUOW-Puget Sound Public Radio		50.00	7/26/11
14816	Lenny Wilkens Foundation		40 00	7/26/11
14817	Leukemia & Lymphoma Society Inc		710 00	7/26/11
14818	Leukemia & Lymphoma Society Inc		100 00	7/26/11
14819	Loudoun Citizens for Social Justice Inc		180.00	7/26/11
14820	Lower East Side Explore Charter School		50 00	7/26/11
14821	March of Dimes Foundation		125 00	7/26/11
14822	Michael J Fox Foundation for Parkinsons Research		150 00	7/26/11
14823	Milk Can Theatre Company Inc		50 00	7/26/11
14824	Milwaukee Rescue Mission		30 00	7/26/11
14825	National Arbor Day Foundation		65.00	7/26/11
14826	National Multiple Sclerosis Society		100.00	7/26/11
14827	National Multiple Sclerosis Society		25.00	7/26/11
14828	National Multiple Sclerosis Society		100 00	7/26/11
14829	National Multiple Sclerosis Society		300.00	7/26/11
14830	National Multiple Sclerosis Society		150.00	7/26/11
14831	Nature Conservancy		200 00	7/26/11
14832	Newtown Fund Inc		25 00	7/26/11
14833	Ossining Volunteer Ambulance Corps Inc		50.00	7/26/11

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Matching Gifts  
Fourth Quarter Fiscal 2011 Distribution Paid July 26, 2011 (Continued)

14834	Paralyzed Veterans of America	50 00	7/26/11
14835	Pegasus Therapeutic Riding Inc	250.00	7/26/11
14836	Pike Market Senior Center	50.00	7/26/11
14837	Planned Parenthood Federation of America Inc	300 00	7/26/11
14838	Planned Parenthood of the Great Northwest	50.00	7/26/11
14839	Pop Warner Little Scholars Inc - New Rochelle Youth Tackle	250 00	7/26/11
14840	Progressive Animal Welfare Society Inc	164 00	7/26/11
14841	Save the Children Federation Inc	50.00	7/26/11
14842	Saw Mill River Audubon Society Inc	50.00	7/26/11
14845	St Baldricks Foundation Inc	125.00	7/26/11
14846	St Jude Childrens Research Hospital Inc	400 00	7/26/11
14847	State University College at Oneonta Foundation Corporation	5,000.00	7/26/11
14848	Tibetan Childrens Education Foundation	50 00	7/26/11
14849	United Service Organizations Inc	100.00	7/26/11
14850	University of Texas Foundation - The University of Texas at Austin	125 00	7/26/11
14851	US Catholic Conference- St. Matthew School	300.00	7/26/11
14852	US Catholic Conference- St. Matthew School	500 00	7/26/11
14853	US Catholic Conference-St. Labre Indian School	25.00	7/26/11
14854	Walter Hoving Home Inc	150 00	7/26/11
14855	Wisconsin Humane Society	75.00	7/26/11
14856	Wordsville Inc	50 00	7/26/11
		<u>50 00</u>	
		<u>\$ 16,288 00</u>	

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Matching Gifts  
First Quarter Fiscal 2012 Distribution Paid October 8, 2011

14868	1st Way Life Center	\$	100.00	10/8/11
14869	Alzheimers Disease and Related Disorders Association Inc		25.00	10/8/11
14870	American Cancer Society Inc		410.00	10/8/11
14871	American Heart Association Inc		50.00	10/8/11
14872	American Heart Association Inc		75.00	10/8/11
14873	American Heart Association Inc		390.00	10/8/11
14874	American Indian College Fund		50.00	10/8/11
14875	American Lung Association of the Northwest		954.00	10/8/11
14876	American National Red Cross		1,200.00	10/8/11
14877	American Society for the Prevention of Cruelty To Animals		100.00	10/8/11
14878	Barnard College		1,200.00	10/8/11
14879	Bike Across America Inc-Connecticut Challenge		100.00	10/8/11
14880	Boy Scouts of America		75.00	10/8/11
14881	Boy Scouts of America - Westchester-Putnam County Council		100.00	10/8/11
14882	Brookfield Volunteer Fire Company Inc		50.00	10/8/11
14883	Brooklyn Botanic Garden Corporation		50.00	10/8/11
14884	CASA Latina		25.00	10/8/11
14885	Children Inc		204.00	10/8/11
14886	Childrens Aid Society		50.00	10/8/11
14887	Classical 98 1		25.00	10/8/11
14888	Collegiate Chorale Inc		200.00	10/8/11
14889	Community Foundation of the Ozarks Inc		75.00	10/8/11
14890	Community Projects Committee Inc		25.00	10/8/11
14891	Connecticut College		200.00	10/8/11
14892	Connecticut Food Bank Inc		50.00	10/8/11
14893	Convent of the Sacred Heart		500.00	10/8/11
14894	Cooperative for Assistance and Relief Everywhere Inc - Care		25.00	10/8/11
14895	Cure Jm Foundation		25.00	10/8/11
14896	Cystic Fibrosis Foundation Headquarters		125.00	10/8/11
14897	Duke University		100.00	10/8/11
14898	Earthcorps		50.00	10/8/11
14899	Fairfield University-Fairfield College Preparatory School		125.00	10/8/11
14900	Farestart		25.00	10/8/11
14901	Feed the Children Inc		25.00	10/8/11
14902	Frick Collection		60.00	10/8/11
14903	Friends of Guatemala		300.00	10/8/11

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Matching Gifts

First Quarter Fiscal 2012 Distribution Paid October 8, 2011 (Continued)

14904	Friends of the Franklin Public Library Inc	50.00	10/8/11
14905	Gay Mens Health Crisis Inc	200.00	10/8/11
14906	Greenwich Catholic School	2,000.00	10/8/11
14907	Guiding Eyes for the Blind Inc	50.00	10/8/11
14908	Harvey School	527.00	10/8/11
14909	Helen Keller International Inc	100.00	10/8/11
14910	Humane Society of the United States	96.00	10/8/11
14911	Hunter College Foundation Inc	300.00	10/8/11
14912	Injured Marine Semper Fi Fund	200.00	10/8/11
14913	Japan Society Inc	130.00	10/8/11
14914	Juvenile Diabetes Research Foundation International	25.00	10/8/11
14915	KUOW-Puget Sound Public Radio	25.00	10/8/11
14916	L Arche Inc	500.00	10/8/11
14917	Laguardia High School Parents Association Inc	1,135.00	10/8/11
14918	Laurel Athletic Association	200.00	10/8/11
14919	Lenny Wilkens Celebrity Golf Tournament- Lenny Wilkens Foundation	1,319.00	10/8/11
14920	Leukemia & Lymphoma Society Inc	200.00	10/8/11
14921	Leukemia & Lymphoma Society Inc	100.00	10/8/11
14922	Leukemia & Lymphoma Society Inc	25.00	10/8/11
14923	March of Dimes Foundation	30.00	10/8/11
14924	Market Foundation	25.00	10/8/11
14925	Mary Hitchcock Memorial Hospital	250.00	10/8/11
14926	Mercer Island Schools Foundation	500.00	10/8/11
14927	Milwaukee Rescue Mission	50.00	10/8/11
14928	Milwaukee School of Engineering	30.00	10/8/11
14929	Milwaukee Symphony Orchestra Inc	100.00	10/8/11
14930	MPTV Friends, Inc.	100.00	10/8/11
14931	National Eating Disorders Association	50.00	10/8/11
14932	National Multiple Sclerosis Society	25.00	10/8/11
14933	New York Public Library Astor Lenox and Tilden Foundations	40.00	10/8/11
14934	New York University	1,500.00	10/8/11
14935	Noble and Greenough School	300.00	10/8/11
14936	NYSARC Inc - New York State Association for Retarded Children Inc.	1,000.00	10/8/11
14937	Orchestra Seattle - Seattle Chamber Singer	100.00	10/8/11
14938	Partners at Lowell School PTA	50.00	10/8/11
14939	Pennsylvania State University	30.00	10/8/11

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Matching Gifts

First Quarter Fiscal 2012 Distribution Paid October 8, 2011 (Continued)

14940	Planned Parenthood Federation of America Inc	50.00	10/8/11
14941	Planned Parenthood of the Great Northwest	25.00	10/8/11
14942	Poets House Inc	50.00	10/8/11
14943	Princeton Project 55 Inc	550.00	10/8/11
14944	Puget Sound Blood Center and Program	45.00	10/8/11
14945	Ray of Hope Foundation	100.00	10/8/11
14946	Salvation Army Services Inc	25.00	10/8/11
14947	San Francisco AIDS Foundation	75.00	10/8/11
14948	Seattle Academy of Arts and Sciences	250.00	10/8/11
14949	Seattle Repertory Theatre	25.00	10/8/11
14950	Smile Train Inc	75.00	10/8/11
14951	Somers Central School District	25.00	10/8/11
14952	Somers Education Foundation Inc	100.00	10/8/11
14953	Special Olympics New York Inc	300.00	10/8/11
14954	St Baldricks Foundation Inc	100.00	10/8/11
14955	St Jude Childrens Research Hospital Inc	100.00	10/8/11
14956	Susan G Komen Breast Cancer Foundation	120.00	10/8/11
14957	University of Wisconsin Oshkosh Foundation Inc	75.00	10/8/11
14958	Urban Impact	25.00	10/8/11
14959	Valley School of Seattle	100.00	10/8/11
14960	Vince Lombardi Charitable Funds Inc	40.00	10/8/11
14961	Walter Hoving Home Inc - The Walter Hoving Home, Inc.	100.00	10/8/11
14962	Wartburg College	100.00	10/8/11
14963	Winona State University Foundation	50.00	10/8/11
14964	Wisconsin Humane Society	75.00	10/8/11
14965	WNET Org	60.00	10/8/11
14966	WNYC Radio - WNYC Foundation	50.00	10/8/11
14967	Worcester Polytechnic Institute	100.00	10/8/11
14968	World Wildlife Fund Inc - World Wildlife Fund Inc. National Office	63.00	10/8/11
14969	Wound Warrior Project Inc - Wounded Warrior Project	50.00	10/8/11
14970	Young Peoples Chorus of New York City Inc	300.00	10/8/11
		<u>300.00</u>	
		<u>\$ 21,708.00</u>	

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Matching Gifts

Second Quarter Fiscal 2012 Distribution Paid February 25,2012

14974 AIDS Resource Center of Wisconsin Inc	\$	100.00	2/25/2012
14975 Alzheimers Disease and Related Disorders Association		25.00	2/25/2012
14976 Alzheimers Disease and Related Disorders Association		120.00	2/25/2012
14977 Alzheimers Disease and Related Disorders Association Inc		100.00	2/25/2012
14978 Alzheimers Disease and Related Disorders Association Inc Colorado		25.00	2/25/2012
14979 American Cancer Society Inc		425.00	2/25/2012
14980 American Diabetes Association Inc		50.00	2/25/2012
14981 American Institute for Cancer Research		25.00	2/25/2012
14982 American Lung Association of Theupper Midwest		25.00	2/25/2012
14983 Amyotrophic Lateral Schlerosis Association		40.00	2/25/2012
14984 Amyotrophic Lateral Sclerosis Association		250.00	2/25/2012
14985 Amyotrophic Lateral Sclerosis Association		250.00	2/25/2012
14986 Amyotrophic Lateral Sclerosis Association		50.00	2/25/2012
14987 Birmingham-Southern College		400.00	2/25/2012
14988 Central Westchester Humane Society Inc		200.00	2/25/2012
14989 Children Inc		134.00	2/25/2012
14990 Christian Appalachian Project Inc		35.00	2/25/2012
14991 Circle Pines Center		50.00	2/25/2012
14992 Colgate University Treasurers Office		50.00	2/25/2012
14993 Community Projects Committee Inc		25.00	2/25/2012
14994 Connecticut Food Bank Inc		50.00	2/25/2012
14995 Cooperative for Assistance and Relief Everywhere Inc - Care		50.00	2/25/2012
14996 Cornish College of the Arts		100.00	2/25/2012
14997 Croton Caring Committee Inc		100.00	2/25/2012
14998 Cystic Fibrosis Foundation Headquarters		75.00	2/25/2012
14999 Direct Marketing Educational Foundation Inc		1,125.00	2/25/2012
15000 Double D Bar Ranch Inc		50.00	2/25/2012
15001 East End Hospice Inc		100.00	2/25/2012
15002 F H Coe PTA Seattle Council 6-15-70		300.00	2/25/2012
15003 Feed the Children Inc		75.00	2/25/2012
15004 Flagler College Inc		250.00	2/25/2012
15005 Fordham University		125.00	2/25/2012
15006 Friends of Deep Creek Lake		30.00	2/25/2012
15007 Friends of John Jay Homestead		70.00	2/25/2012
15008 Garrett County Memorial Hospital -oundation		50.00	2/25/2012
15009 Girl Scouts of Wisconsin Southeast Inc.		25.00	2/25/2012

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Matching Gifts

Second Quarter Fiscal 2012 Distribution Paid February 25,2012 (Continued)

15010 Global Access Foundation Incorporated	2,000.00	2/25/2012
15011 Greater Washington Educational Telecommunications Ass'n	35.00	2/25/2012
15012 Immaculate High School	100.00	2/25/2012
15013 Iona College	25.00	2/25/2012
15014 Iowa State University Foundation	75.00	2/25/2012
15015 Ithaca College	100.00	2/25/2012
15016 Journeys of Solutions Inc	100.00	2/25/2012
15017 Laguardia High School Parents Association Inc	1,500.00	2/25/2012
15018 Leukemia & Lymphoma Society Inc	50.00	2/25/2012
15019 Leukemia & Lymphoma Society Inc	100.00	2/25/2012
15020 Leukemia & Lymphoma Society Inc	100.00	2/25/2012
15021 Leukemia & Lymphoma Society Inc	150.00	2/25/2012
15022 Leukemia & Lymphoma Society Inc	500.00	2/25/2012
15023 Leukemia & Lymphoma Society Inc	25.00	2/25/2012
15024 Long Island Cares Inc	25.00	2/25/2012
15025 Lupus Alliance of America Inc Long Island-Queens Affiliate	100.00	2/25/2012
15026 Make-A-Wish Foundation of the Mid-Atlantic Inc	100.00	2/25/2012
15027 March of Dimes Birth Defects National Foundation	25.00	2/25/2012
15028 Marine Toys for Tots Foundation	250.00	2/25/2012
15029 Marquette University	1,200.00	2/25/2012
15030 Massachusetts Institute of Technology	250.00	2/25/2012
15031 Milwaukee Rescue Mission	40.00	2/25/2012
15032 National Multiple Sclerosis Society	25.00	2/25/2012
15033 National Multiple Sclerosis Society	175.00	2/25/2012
15034 New York Public Library Astor Lenox and Tilden Foundations	200.00	2/25/2012
15035 Newark Public Radio Inc	75.00	2/25/2012
15036 Northern Westchester Hospital Center	9,000.00	2/25/2012
15037 Northwest Harvest E M M	3,000.00	2/25/2012
15038 Ocean Conservancy Inc - Center for Marine Conservation	50.00	2/25/2012
15039 Ossining Food Pantry	100.00	2/25/2012
15040 Pat Tillman Foundation	680.00	2/25/2012
15041 Peacetrees Vietnam	75.00	2/25/2012
15042 Pegasus Therapeutic Riding Inc	1,725.00	2/25/2012
15043 Pennsylvania State University	50.00	2/25/2012
15044 Pewaukee School District Parent- Teacher Organization Inc	60.00	2/25/2012
15045 Pkd Foundation	50.00	2/25/2012

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Matching Gifts

Second Quarter Fiscal 2012 Distribution Paid February 25,2012 (Continued)

15046 Pleasantville Volunteer Fire Department	25.00	2/25/2012
15047 Progressive Animal Welfare Society Inc	50.00	2/25/2012
15048 Putnam Community Cares Inc	35.00	2/25/2012
15049 Ray of Hope Foundation	100.00	2/25/2012
15050 Reel Grrls Inc	50.00	2/25/2012
15051 Rett Syndrome Research Trust Inc	1,250.00	2/25/2012
15052 Soundview Preparatory School	25.00	2/25/2012
15053 Southern Poverty Law Center Inc	50.00	2/25/2012
15054 Spastic Paraplegia Foundation Inc	50.00	2/25/2012
15055 Special Olympics Wisconsin Inc	100.00	2/25/2012
15056 St Andrews School of Delaware Inc	2,500.00	2/25/2012
15057 St Jude Childrens Research Hospital Inc	250.00	2/25/2012
15058 State University College at Oneonta Foundation Corporation	50.00	2/25/2012
15059 Street Yoga	25.00	2/25/2012
15060 Support Connection Inc	25.00	2/25/2012
15061 Susan G Komen Breast Cancer Foundation	100.00	2/25/2012
15062 Union of Concerned Scientists Inc	50.00	2/25/2012
15063 United Negro College Fund Inc	50.00	2/25/2012
15064 United States Fund for UNICEF	25.00	2/25/2012
15065 US Catholic Conference - Blanchet High School	50.00	2/25/2012
15066 Walter Hoving Home Inc	200.00	2/25/2012
15067 Washington State University Foundation	40.00	2/25/2012
15068 Waukesha Memorial Hospital Foundation Inc	25.00	2/25/2012
15069 Wikimedia Foundation Inc	100.00	2/25/2012
15070 Wisconsin Humane Society	25.00	2/25/2012
15071 WNYC Radio - WNYC Foundation	137.00	2/25/2012
	<u>\$ 32,456.00</u>	

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Matching Gifts

Third Quarter Fiscal 2012 Distribution Paid May 22 2012

15080	Convent of the Sacred Heart	\$ 7,500.00	5/22/12
15081	Mercer Island Schools Foundation	12,000.00	5/22/12
15082	Westhab Inc	905.00	5/22/12
15083	Westhab Inc	400.00	5/22/12
15085	Childrens Aid Society	435.00	5/22/12
15087	American Cancer Society Inc	25.00	5/22/12
15088	American Civil Liberties Union Foundation Inc	50.00	5/22/12
15089	American Society for the Prevention of Cruelty To Animals	25.00	5/22/12
15090	Americares Inc - Americares Foundation Inc.	100.00	5/22/12
15091	Amnesty International USA Inc	100.00	5/22/12
15092	Amyotrophic Lateral Sclerosis Association	250.00	5/22/12
15093	Animal Welfare League of Westchester County Inc	50.00	5/22/12
15094	Appalachian Mountain Club	75.00	5/22/12
15095	Avon Products Foundation Incorporated	50.00	5/22/12
15096	Barnard College	1,000.00	5/22/12
15097	Boys & Girls Club of Mount Kisco	100.00	5/22/12
15098	Breast Cancer Action	50.00	5/22/12
15099	Cardinal Hayes Home for Children	200.00	5/22/12
15100	CASA Latina	25.00	5/22/12
15101	Catholic Medical Mission Board Inc	150.00	5/22/12
15102	Chappaqua Volunteer Ambulance Corps Inc	250.00	5/22/12
15103	Children Inc	168.00	5/22/12
15104	Children International	50.00	5/22/12
15105	Childrens Cancer Fund	25.00	5/22/12
15106	Colleges of the Seneca Hobart & Wm Smith Colleges	50.00	5/22/12
15107	Contemporary Quilt Association	120.00	5/22/12
15108	Academy of American Poets Incorporated	50.00	5/22/12
15109	Cornell University	200.00	5/22/12
15110	Daily Poetry Association	50.00	5/22/12
15111	Direct Marketing Educational Foundation Inc	750.00	5/22/12
15112	Doctors Without Borders USA Inc	250.00	5/22/12
15113	Environmental Defense Fund Incorporated	60.00	5/22/12
15114	Epiphany School Foundation Inc	550.00	5/22/12
15115	Fairfield University	100.00	5/22/12
15116	Farestart	210.00	5/22/12
15117	Feed the Children Inc	75.00	5/22/12

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Third Quarter Fiscal 2012 Distribution Paid May 22 2012 Continued)

15118	Friends of the East Fishkill Community Library	150.00	5/22/12
15119	Gay Mens Health Crisis Inc	100.00	5/22/12
15120	Global Citizenship Travel	100.00	5/22/12
15121	Good Shepherd Hospice	100.00	5/22/12
15122	Grace Smith House Inc	500.00	5/22/12
15123	Grameen Foundation USA	120.00	5/22/12
15124	Greater Chehalis Food Bank	830.00	5/22/12
15125	Greenwich Catholic School	2,000.00	5/22/12
15126	Habitat for Humanity International Inc	50.00	5/22/12
15127	Harlem Childrens Zone Inc	500.00	5/22/12
15128	Heifer Project International	250.00	5/22/12
15129	Hospice Foundation Inc	250.00	5/22/12
15130	Hudson Stage Company Inc	50.00	5/22/12
15131	Humane Society of the United States	500.00	5/22/12
15132	Immaculate High School	100.00	5/22/12
15133	Inner-City Scholarship Fund Inc	100.00	5/22/12
15134	Interlochen Center for the Arts	100.00	5/22/12
15135	International Planned Parenthood Federation	50.00	5/22/12
15136	International Rescue Committee Inc	75.00	5/22/12
15137	Iowa State University Foundation	141.00	5/22/12
15138	Kenosha County Humane Society	50.00	5/22/12
15139	Kids of Kadiogne Inc	150.00	5/22/12
15140	Kids Wish Network Inc	35.00	5/22/12
15141	KUOW-Puget Sound Public Radio	100.00	5/22/12
15142	Lakeridge Elementary School PTSA	798.00	5/22/12
15143	Leukemia & Lymphoma Society Inc	250.00	5/22/12
15144	Leukemia & Lymphoma Society Inc	625.00	5/22/12
15145	March of Dimes Birth Defects National Foundation	25.00	5/22/12
15146	Meals on Wheels of Ridgefield	100.00	5/22/12
15147	Memorial Sloan-Kettering Cancer Center	175.00	5/22/12
15148	Diabetes Research Institute Foundation Inc	500.00	5/22/12
15149	Milwaukee Rescue Mission	125.00	5/22/12
15150	Mount Kisco Day Care Centers Inc	100.00	5/22/12
15151	Mt Baker Preschool	25.00	5/22/12
15152	National Disaster Search Dog Foundation Inc	50.00	5/22/12
15153	National Multiple Sclerosis Society	50.00	5/22/12

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Third Quarter Fiscal 2012 Distribution Paid May 22 2012 Continued)

15154	National Multiple Sclerosis Society	25.00	5/22/12
15155	National Wildlife Federation	50.00	5/22/12
15156	Nature Conservancy	275.00	5/22/12
15157	Neighbors Link Corp	175.00	5/22/12
15158	New York Public Library Astor Lenox and Tilden Foundations	164.00	5/22/12
15159	New York University	100.00	5/22/12
15160	New York-New Jersey Trail Conference Inc	75.00	5/22/12
15161	Northwest Catholic High School Foundation	100.00	5/22/12
15162	Norwich University	1,200.00	5/22/12
15163	Occidental College	50.00	5/22/12
15164	Open Arms	1,500.00	5/22/12
15165	Open Door Family Medical Center Inc	500.00	5/22/12
15166	Pacific Science Center Foundation	250.00	5/22/12
15167	Paralyzed Veterans of America	50.00	5/22/12
15168	Parents Association of Stuyvesant High School	250.00	5/22/12
15169	People for the American Way Foundation	50.00	5/22/12
15170	Pike Market Senior Center	1,535.00	5/22/12
15171	Pkd Foundation	50.00	5/22/12
15172	Planned Parenthood Federation of America Inc	275.00	5/22/12
15173	Pleasantville Community Television Inc	50.00	5/22/12
15174	Population Connection	50.00	5/22/12
15175	Potsdam College Foundation Inc	150.00	5/22/12
15176	President and Fellows of Harvard College	100.00	5/22/12
15177	Princeton In Asia Inc	500.00	5/22/12
15178	Princeton Project 55 Inc	950.00	5/22/12
15179	Putnam Community Cares Inc	150.00	5/22/12
15180	Putnam Symphony Orchestra Inc	100.00	5/22/12
15181	Racine Zoological Society	75.00	5/22/12
15182	Rainforest Alliance Inc	50.00	5/22/12
15183	Riverkeeper Inc - Hudson Riverkeeper Fund Inc.	40.00	5/22/12
15184	Saint Marys College	1,000.00	5/22/12
15185	Save the Children Federation Inc	25.00	5/22/12
15186	Scenic Hudson Inc	50.00	5/22/12
15187	Seva Foundation	500.00	5/22/12
15188	Smile Train Inc	50.00	5/22/12
15189	Special Olympics Washington	25.00	5/22/12

Reader's Digest Foundation  
EIN: 13-6120380  
Year Ended June 30, 2012

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Matching Gifts

Third Quarter Fiscal 2012 Distribution Paid May 22 2012 Continued)

15190	St Jude Childrens Research Hospital Inc	650.00	5/22/12
15191	Stanford University Board of Trustees of the Leland Stanford Ju	250.00	5/22/12
15192	Stony Brook Foundation Inc	250.00	5/22/12
15193	Teachers College Columbia University	150.00	5/22/12
15194	United States Fund for UNICEF	25.00	5/22/12
15195	University of Hartford	70.00	5/22/12
15196	US Catholic Conference - Bishop Kearney High School	400.00	5/22/12
15197	US Catholic Conference - John F. Kennedy High School	1,000.00	5/22/12
15198	US Catholic Conference - Sacred Heart Academy	100.00	5/22/12
15199	Walter Hoving Home Inc - The Walter Hoving Home, Inc.	100.00	5/22/12
15200	Wartburg College	120.00	5/22/12
15201	Wisconsin Humane Society	125.00	5/22/12
15202	WNET Org	300.00	5/22/12
15203	WNYC Radio - WNYC Foundation	400.00	5/22/12
15204	World Wildlife Fund Inc	150.00	5/22/12
15205	Worldwide Orphans Foundation	100.00	5/22/12
15206	Wound Warrior Project Inc	190.00	5/22/12
15207	Xavier University	200.00	5/22/12
15208	Yellowstone Park Foundation Inc	100.00	5/22/12
		<u>50,891.00</u>	
		<u>\$ 50,891.00</u>	