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$_{\text{\tiny Form}}\,990\text{-PF}$

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OMB No 1545-0052

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

For c	alendar year 2011 or tax year beginning	0	7/01 , 2011 , and e	ending		06/30, 20 12
	ne of foundation TOYOTA USA FOUNDATI	ON C/O CORPORAT	E		A Employer identi	fication number
TAX	C DEPARTMENT G301				95-325503	38
	ber and street (or P O box number if mail is not deliv	vered to street address)	Room	n/suite	B Telephone num	per (see instructions)
	•				(3	10) 468-4456
190	001 S. WESTERN AVENUE					
	or town, state, and ZIP code					
٥.,,	or totall, otale, and in observe				C If exemption applic	cation is
тот	RRANCE, CA 90501				pending, check her	لــا ٠٠٠٠٠٠٠
	eck all that apply. Initial return	Initial return	of a former public of	-harity	1	▶□
G CII	Final return	Amended re	•	ilailty	D 1 Foreign organiz 2 Foreign organiz	
	H 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1				85% test, check	here and attach
	Address change	Name chang		-	computation •	
_	· · · · · · · · · · · · · · · · · · ·	(c)(3) exempt private to				on status was terminated
	Section 4947(a)(1) nonexempt charitable trust	Other taxable pr			under section 507	b)(1)(A), check here .
	ا ا	ounting method: C	asn^ Accruai			s in a 60-month termination
	, , , , , , , , , , , , , , , , , , , ,	Other (specify)			under section 507(b)(1)(B), check here
		l, column (d) must be or	r cash basis)			1 10 5 1
Part	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d)	(a) Revenue and	(b) Net investment	: .	(c) Adjusted net	(d) Disbursements for charitable
	may not necessarily equal the amounts in	èxpenses per	income		income	purposes
	column (a) (see instructions))	books	ļ			(cash basis only)
1	Contributions, gifts, grants, etc , received (attach schedule)				•	
2	Check ► X if the foundation is not required to attach Sch B			_		
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities		3,065,120	0.		ATCH 1
) 5 a	Gross rents				·	
ו לַ	Net rental income or (loss)					
<u>.</u> 10 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6	Net gain or (loss) from sale of assets not on line 10	5,365,090.				
ا ای	Gross sales price for all assets on line 6a 24,391,911	•				
Sevenue 7	Capital gain net income (from Part IV, line 2).		5,159,660	٥.		
8	Net short-term capital gain					
9	Income modifications • • • • • • • • • • • • • • • • • • •					
	Gross sales less returns					
	Gross profit or (loss) (attach schedule)					
11	Other (Repme (Bittach Schedule))		-127,992			ATCH 2
12	Total. Addilines 1 through 11	5,365,090.	8,096,788	8.		
13	Compensation of officers-directors, trustees etc					
14	Other employed salares and wages					
S 15	Pension plans, employee benefits					
Sug 16:						
<u>X</u>	Accounting fees (attach schedule)					
Administrative Expenses	Other professional fees (attach schedule)					
i≩ 17	Interest . ATTACHMENT . 3		96,72	5.		
18 18	Taxes (attach schedule) (see instructions)	* 256,933.	· · · · · · · · · · · · · · · · · · ·			
19	Depreciation (attach schedule) and depletion.					
E 20				_	••	
₹ 20	Occupancy					
D 21	Travel, conferences, and meetings	1				
g 22	Printing and publications Other expenses (attach schedule) ATCH 5	497,442.	492,53	1.		18,691
Operating 52			132,33			1
E 24	Total operating and administrative expenses	751 275	589,250	6.		18,691
0	Add lines 13 through 23	1 007 010	337,23	 		5,156,919
25	Contributions, gifts, grants paid	2 661 202	589,25	6.		5,175,610
26	Total expenses and disbursements Add lines 24 and 25	2,001,393.	309,23	- 	 	3,173,010
27	Subtract line 26 from line 12	2 702 607				
1	Excess of revenue over expenses and disbursements	2,703,697.	7,507,532	2		<u> </u>
- 1	b Net investment income (if negative, enter -0-)		1,301,33			
I .	Adjusted net income (if negative enter -0-).	. 1	1	1		1

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Page 2

Β	art II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year	Beginning of year		End of	f year
_	العامد	Datative Sticets	amounts only (See instructions)	(a) Book Value	(b) Book Value	_	(c) Fair Market Value
	1	Cash - non-interest-bear	ng	6,688.	3,3	23.	3,323
	2		cash investments				
	3	Accounts receivable ▶					
		Less: allowance for dou	btful accounts ▶	!			
	4						
	j	Less: allowance for dou	btful accounts ▶				
	5						
						\rightarrow	
	6		officers, directors, trustees, and other				
	_	·	tach schedule) (see instructions)				
	7		receivable (attach schedule)	+			
			btful accounts ▶		 -		
ts	8		e				
ssets	9	Prepaid expenses and d	eferred charges	65,442.	106,2	<u>35.</u>	106,235
Ą	10 a	Investments - U S and stat	e government obligations (attach schedule)				
	b	Investments - corporate	stock (attach schedule)				
	С		bonds (attach schedule)	_			
	11	Investments - land, buildings and equipment basis Less accumulated deprecia (attach schedule)	s, •				
	12						
	13	Investments - other (atta Land, buildings, and	loans	103,203,099.	102,942,5	50.	102,942,550.
		equipment basis	ution	•		Ì	
		(attach schedule)	ition			\longrightarrow	
	15	Other assets (describe)			$-\!\!+$	
	16		completed by all filers - see the			_	
_			age 1, item I)	103,275,229.	103,052,1	08.	103,052,108.
	17	Accounts payable and a	ccrued expenses				
	18	Grants payable		4,336,259.	1,086,3	58.	
S	19	Deferred revenue					
Ě	20		rs, trustees, and other disqualified persons				
Liabilities	21	Mortgages and other no	ites payable (attach schedule)				
ב	22		, ▶) [250,682.	344,8	20.	
		,					
	23	Total liabilities (add line	es 17 through 22)	4,586,941.	1,431,1	78.	
-		Foundations that fol	low SFAS 117, check here X		······································		
S			L4 till dagn 20 and mics of and on	98,688,288.	101,620,9	30	
2	24	Unrestricted		90,000,200.	101,020,9	30.	
ā	25	Temporarily restricted .					
ĕ	26	Permanently restricted.				\dashv	
Ę		Foundations that do	not follow SFAS 117, plete lines 27 through 31.			ľ	
፲		check here and com	plete lines 27 through 31. ▶ 🔛				
ō	27	Capital stock, trust princ	cipal, or current funds				
ets	28 29 30 31	Paid-in or capital surplus, or	land, bldg , and equipment fund				
SS	29	Retained earnings, accumi	ulated income, endowment, or other funds 🔒 👢		****		
Ť	30	Total net assets or fund	I balances (see instructions)	98,688,288.	101,620,9	30.	
Š	31	Total liabilities and	net assets/fund balances (see				
		instructions)		103,275,229.	103,052,1	08.	
P	art		anges in Net Assets or Fund E	Balances			
			alances at beginning of year - Part		nust agree with		
			d on prior year's return)			1	98,688,288.
2	Ente	r amount from Part I	line 27a		• • • • • • • • • • •	2	2,703,697.
3	Otho	r increases not includ	line 27a ed in line 2 (itemize) ▶ATTACHN		• • • • • • • •	3	228,945.
J A	V44	i increases not includ	ed in time 2 (itemize) P_AITACHI	TENT /		4	101,620,930.
-+ 	Don-	account included in	lino 2 (itomizo) b		• • • • • • • • -		
		eases not included in		no 5\ Dort II column (b)		5	101,620,930.
<u>v</u>	ı ota	net assets or tund ba	alances at end of year (line 4 minus li	ne o) - mart II, column (b),	mie 30	6	101,020,930.

Par	IV Capital Gains	and Losses for Tax on Inv	estment Income			
		d describe the kind(s) of property sold ((b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHE	DULE				
<u>b</u> _						
<u> </u>						
<u>d</u> _				-		
<u>e</u>		·	(a) Cook or other born	<u> </u>		
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (lo (e) plus (f) min	
<u>a</u> _				ļ		
<u>_b_</u> _						
<u> </u>		<u> </u>				
<u>d</u> _						
<u>e</u>	Complete only for accets	showing gain in column (h) and owns	ed by the foundation on 12/21/69			
	Complete only for assets	showing gain in column (h) and owne (i) Adjusted basis	(k) Excess of col (i)		Gains (Col (h) g (k), but not less	
(i)	F M V as of 12/31/69	as of 12/31/69	over col. (j), if any	00.	Losses (from co	
				 		
_a _b_					-	
_ <u>U</u> _		· · · · · · · · · · · · · · · · · · ·			- -	
e	·					
	pital gain net income or		gain, also enter in Part I, line 7 (loss), enter -0- in Part I, line 7	2	<u> </u>	159,660.
3 No	t chart term canital gair	ו		-		139,000.
		t I, line 8, column (c) (see inst				
	_	· · · · · · · · · · · · · · · · · · ·	· · · · · · · · · · · · · · · · · · ·	3		0
Part	V Qualification I	Inder Section 4940(e) for Rec	duced Tax on Net Investment li			<u>~</u> _
Was		the section 4942 tax on the distrib	outable amount of any year in the ba	ase period	d?	Yes X No
		not qualify under section 4940(e).	 	n any ontr		
<u>1 E</u>	nter the appropriate ame		; see the instructions before making	any entri	es (d)	
Colon	Base peпod years	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets		Distribution ra	
Caler	dar year (or tax year beginning in)	4,925,664.	100,138,043.	·	(col_(b) divided by	0.049189
	2009	4,700,040.	89,336,168.	 		0.052611
	2008	2,400,000.	84,743,337.			0.028321
	2007	5,525,304.	100,859,670.			0.054782
	2006	6,084,389.	102,168,749.			0.059552
						·
2 T	otal of line 1, column (d)	·		2		0.244455
3 A	verage distribution ratio	for the 5-year base period - divide	e the total on line 2 by 5, or by the			
nı	umber of years the found	dation has been in existence if less	s than 5 years	3		0.048891
4 E	nter the net value of nor	ncharitable-use assets for 2011 fro	m Part X, line 5	4	101,	447,845.
						050 007
5 M	ultiply line 4 by line 3			5	4,	959,887.
6 E	nter 1% of net investme	nt income (1% of Part I, line 27b)		6		75,075.
7 A	dd lines 5 and 6			7	5,	034,962.
If		ens from Part XII, line 4	n Part VI, line 1b, and complete t	8 hat part	5, using a 1% tax	175,610. c rate See the
	art VI instructions					000 DE (00 to

Par	t VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see i	nstru	ctions	5)
1 a	Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1			
	Date of ruling or determination letter (attach copy of letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check		75,0	75.
	here ► X and enter 1% of Part I, line 27b			
С	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 2			
3	Add lines 1 and 2		75,0	<u>75.</u>
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		75,0)75 <u>.</u>
6	Credits/Payments			
а	2011 estimated tax payments and 2010 overpayment credited to 2011 6a 195,000.			
b	Exempt foreign organizations - tax withheld at source			
С	Tax paid with application for extension of time to file (Form 8868) 6c			
d	Backup withholding erroneously withheld			
7	Total credits and payments Add lines 6a through 6d		95,0	
8	Enter any penalty for underpayment of estimated tax. Check here X if Form 2220 is attached 8			46.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	1	19,8	<u> 79.</u>
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax ▶ 119,879. Refunded ▶ 11			
_	t VII-A Statements Regarding Activities			—–
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate	<u> </u>	Yes	No
	or intervene in any political campaign?	1a		X
þ	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the			,
	instructions for definition)?	1 b		X
	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			v
	Did the foundation file Form 1120-POL for this year?	1c		Х
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation ▶\$ (2) On foundation managers ▶\$			
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed			
_	on foundation managers \$			Х
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		
,	If "Yes," attach a detailed description of the activities Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of			
3	incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		Х
4.5	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
4a	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?	5		Х
J	If "Yes," attach the statement required by General Instruction T			
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	Х	
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	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	CA, 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 General Instruction G? If "No," attach explanation	86	Х	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or			
	4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete			
	Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names			
	and addresses	10		X
		orm 99	O-PF	20111

Pa	rt 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		ĺ	
	meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		Х
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified			
	person had advisory privileges? If "Yes," attach statement (see instructions)	12		Х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	<u> </u>
	Website address ► WWW.TOYOTA.COM			
14	The books are in care of ► TOYOTA MOTOR SALES USA, INC. Telephone no ► 310-46	3 - 445	6	
	Located at ▶FIN'L RPTG DEPT 19001 S. WESTERN AVE TORRANC ZIP+4 ▶ 90501	-	- - -	
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			,
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority		Yes	No
	over a bank, securities, or other financial account in a foreign country?	16	L	X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of			
	the foreign country	<u> </u>		
Pa	rt 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	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? Yes X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a			
	disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the			
	foundation agreed to make a grant to or to employ the official for a period after			
	termination of government service, if terminating within 90 days)			
t	o 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)?	1b_		
	Organizations relying on a current notice regarding disaster assistance check here			
•	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that			v
_	were not corrected before the first day of the tax year beginning in 2011?	1c		X_
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private			
	operating foundation defined in section 4942(j)(3) or 4942(j)(5)).			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e. Part XIII) for tax year(s) beginning before 2011? Yes X No		İ	
	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			
	of "Yes," list the years ▶,,,,,,,,,,,,,,,, Departure of the foundation is not applying the provisions of section 4942(a)(2)			
	(relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to			
	all years listed, answer "No" and attach statement - see instructions)	2 b		
	of the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	20		
•				
3 :	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise		,	
•	at any time during the year?			
i	of "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.)	3ь	_	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			Х
	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its			
	charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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Par	VII-B Statements Regarding Activities for	or Which Form 4	720 May Be Requ	ired (continued)		
5 a	During the year did the foundation pay or incur any amou	int to.				
	(1) Carry on propaganda, or otherwise attempt to influe		4945(e))?	Yes X N	o	
	(2) Influence the outcome of any specific public ele					
	directly or indirectly, any voter registration drive?				o	1
	(3) Provide a grant to an individual for travel, study, or ot			1 1 11	,	
	(4) Provide a grant to an organization other than a					
	section 509(a)(1), (2), or (3), or section 4940(d)(2)? (,	
	(5) Provide for any purpose other than religious, ch			. — —		
				1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		
_	purposes, or for the prevention of cruelty to children of				- 1 1	
Ь	If any answer is "Yes" to 5a(1)-(5), did any of the				'' 5b	
	Regulations section 53 4945 or in a current notice regard				30	
	Organizations relying on a current notice regarding disas					
С	If the answer is "Yes" to question 5a(4), does the			1 1 1 1		
	because it maintained expenditure responsibility for the g	rant?		. L Yes No	∘	}
	If "Yes," attach the statement required by Regulations sec	• • •				
6 a	Did the foundation, during the year, receive any fundation	ds, directly or indire	ctly, to pay premium			
	on a personal benefit contract?				o	
b	Did the foundation, during the year, pay premiums, direct	ctly or indirectly, on a	personal benefit contra	ct [?]	6b	X
	If "Yes" to 6b, file Form 8870					
7 a	At any time during the tax year, was the foundation a pa	rty to a prohibited tax	shelter transaction?	Yes X N	o	
ь	If "Yes," did the foundation receive any proceeds or have					
Par	t VIII Information About Officers, Directors	, Trustees, Foun	dation Managers,	Highly Paid Empl	oyees,	
1	and Contractors List all officers, directors, trustees, foundation i	managers and thei	r compensation (see	instructions).		
<u> </u>	····	(b) Title, and average	(c) Compensation (If not paid, enter	(d) Contributions to	(e) Expens	e account,
	(a) Name and address	hours per week devoted to position	(If not paid, enter	employee benefit plans and deferred compensation	other all	owances
AT'	CACHMENT 8		C	0		0
			*			
	~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~					
2	Compensation of five highest-paid employees	(other than thos	se included on lin	e 1 - see instructi	ions). If no	ne. enter
-	"NONE."	(0			_	
		(b) Title, and average		(d) Contributions to employee benefit	(e) Expens	e account.
(a	Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	plans and deferred	other all	
		devoted to position		compensation		
	NONE					
	NONE	<del> </del>	<del></del>			
				}		
				ŀ		
<del>_</del>						
		<u></u>				
		1				
				<u> </u>		
Tota	I number of other employees paid over \$50,000 .					<b>▶</b>

Form 990-PF (2011)

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Pa	Minimum Investment Return (All domestic foundations must complete this part. Forei see instructions.)	gn founda	itions,
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc.,		
	purposes:	, ,	
а	Average monthly fair market value of securities	1a	102,839,004.
b	Average of monthly cash balances	1b	153,732.
С	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1 d	102,992,736.
е	Total (add lines 1a, b, and c)  Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	102,992,736.
4	Subtract line 2 from line 1d  Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see		
		4	1,544,891.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	101,447,845.
6	Minimum investment return. Enter 5% of line 5	6	5,072,392.
Pa	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 XI	part)	
1	Minimum investment return from Part X, line 6	1	5,072,392.
	Tax on investment income for 2011 from Part VI, line 5 2a 75,075.		
b	Income tax for 2011. (This does not include the tax from Part VI)	1	
-		2c	75,075.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,997,317.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	4,997,317.
6		6	
7	Deduction from distributable amount (see instructions)  Distributable amount as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII,		<del></del>
	line 1	7	4,997,317.
		<u> </u>	
Pa	Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	5,175,610.
b	Program-related investments - total from Part IX-B  Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc.,	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc.,	ļ l	
	purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the.		
а	Suitability test (prior IRS approval required)	3a	
þ		3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,175,610.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income.		
	Enter 1% of Part I, line 27b (see instructions)	5	75,075.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,100,535.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when cal qualifies for the section 4940(e) reduction of tax in those years.	lculating w	hether the foundation

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Page 9 Part XIII Undistributed Income (see instructions) (b) (d) (a) (c) Years prior to 2010 2010 2011 Corpus Distributable amount for 2011 from Part XI. 4,997,317. Undistributed income, if any, as of the end of 2011 a Enter amount for 2010 only ..... b Total for prior years: 20 09 ,20 08 ,20 07 Excess distributions carryover, if any, to 2011 From 2006 . . . . . . 423,239. **b** From 2007 . . . . . c From 2008 ..... 265,121. d From 2009 . . . . . . 104,778. From 2010 . . . . . . 793,138. Qualifying distributions for 2011 from Part XII, 5,175,610. line 4: ▶ \$ a Applied to 2010, but not more than line 2a Applied to undistributed income of prior years (Election required - see instructions)..... c Treated as distributions out of corpus (Election 4,997,317. d Applied to 2011 distributable amount ..... 178,293. e Remaining amount distributed out of corpus ... Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a)) Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5 971,431. Prior years' undistributed income. Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . . . . . . . . . . d Subtract line 6c from line 6b Taxable amount - see instructions
Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see f Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . . Excess distributions carryover to 2012. 971,431. Subtract lines 7 and 8 from line 6a . . . . . . . Analysis of line 9 a Excess from 2007 . . . 423,239. b Excess from 2008 c Excess from 2009 . . . 265,121. 104,778. d Excess from 2010 . . . e Excess from 2011 . . . 178,293.

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	Pa	rt XIV Private Oper	ating Foundations (	see instructions and	Part VII-A, question	n 9)	NOT APPLICABLE
foundation, and the ruling is effective for 2011, enter the date of the ruling.  Check box to indicate whether the foundation is a private operating foundation described in section  4942()(3) or							
b Check box to indicate whether the foundation is a provide operating foundation described in section 2 and	-						
2 a feet the lease of the sey of the set of the sect o	b						)(3) or 4942(j)(5)
28 Eate the lesses of the as to the thronoun movement return movement return movement return movement return movement return from Part X for each year Island  b 85% of fine 2a  countying statisticate from Part X for each year Island  b 85% of fine 2a  Countying statisticate from Part X for each year Island  d Amounts included in less 2c and of statistic	-					·····	
ico the minemum investment return from Park 1 for each year listed  Couldying detributions from Park 1, the store for year listed  Amount of the park 1 for each year listed  Couldying detributions made directly in a formation of the park 1 for each year listed  Couldying detributions made directly in a formation of the park 1 for each year listed  Couldying detributions made directly in a formation in a	2 a			(b) 2010	T	(d) 2008	(e) Total
year listed Caustying estabulants from Pax XII, time 46 receive presented .  demands included in the 2 or or used directly for scheme conduct of samply activates				(0) 2010	(0)2000	(0) 2000	
b 85% of line 2a							
Considering distinctions from Park  If there for sea sharp existed:  A monorable state that the state conduct of a semple activities 2 or the  Considering distinctions made of a semple activities  Complete 3a, b, or o for the  3 "Assert distinctions are considered by the conduction of the conduc		year listed				<del></del>	<del>                                     </del>
Mit, the life serb paralisated of Amounts models intered 2 and 1 and 1 deed decidy for active contributed in the 2 for active contributions.  Qualifying distributions make the service of the 2 decided of the 2	þ	85% of line 2a					
d Amounts reclanded in less 2 not less developed by the relation of less with a second patricties	С	Qualifying distributions from Part					
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directly for active conduct of exempt actives Subtract line 2 for mine 2 for	đ	used directly for active conduct					
exempt activities 3 subtract line 2 at term line 2 c	е						
3 Complete 3a, b, or c for the attenative trained upon a vaster statemative test ended upon a vaster statemative test ended upon the statemative test ended u		exempt activities. Subtract line					
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(2) Value of seater cautalying under seaton 4942((1)(8)(1)).  ***Seaton*** ***Seaton**	а	"Assets" alternative test - enter					
winder section  4942(0)(8)(8)(1)  b Endowmain* alternative test- ment 23 of minimum erread- ment return shown in Part X; time 6 to each year listed  c "Support alternative test- grass intreatment income grass intreatment income grass intreatment income grass intreatment income psyments on securities loans (section 51/2)(8)(8)  (2) Support from general seeming organizations as provided in section 4942 (0)(8)(9)(9)(1)  (3) Largest amount of sup- organizations as provided in section 4942 (0)(8)(9)(9)(1)  (3) Largest amount of sup- organizations as provided in section 4942 (0)(8)(9)(9)(1)  (3) Largest amount of sup- organizations as provided in section 4942 (0)(8)(9)(9)(1)  (3) Largest amount of sup- organizations as provided in section 4942 (0)(8)(9)(9)(1)  (3) Largest amount of sup- organizations as provided in section 4942 (0)(8)(9)(9)(1)  (3) Largest amount of sup- organization (see provided in section 4942 (0)(8)(9)(9)(9)(1)  (4) Gress investment income  Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in asset at any time during the year - see instructions.)  1 Information Regarding Foundation Managers:  List any managers of the foundation who ave 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 I if the foundation only makes contributions to preselected charitable organizations and does not acce unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations und 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.  ATTACHMENT 10  c Any submi		, ,				·-·-	<del></del>
b Endowment alternative bather enter 23 of minimum mivest-ment return shown in Part X lines for excits your listed .  c Support alternative law acuriese loans (second 512(8)8).  d) Total support other than gross investment income (interest, payments on securiese loans (second 512(8)8).  d) Total support other than gross investment income (interest, payments on securiese loans (second 512(8)8).  d) Total support other than gross investment income (interest, payments on securiese loans) (second 512(8)8).  d) Total support other than gross in section 4942 (interest) (							-
enter 273 of minimum investing ment return shown in Part X line 6 for each year listed .  C "Support Bandine test - enter (1) Total support other than (Inferest, disclands, rents, payments on securities loans (section \$12(a)(0)). (2) Support from general public and 5 or more provided in section 4942 ((PO(9)(9))	h						<del> </del>
time 8 for each year Isaded , c "Support" alternative test - enter (1) Total support other than (1) Total support of the support of support of the support of suppo	U						
e "Support" alternative test - enter (1) Total support of there than generally defined, meths payments on socurities payments pay		ment return shown in Part X,					
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(interest, dividends, rents, payments on securities) payments on securities payments of payments payments on securities payments on securities payments payments on securities payments paym	С						
payments on securities blans (section \$12(6)(5)), or royalties), or royalties payment of semple provided in section 4942 (ROSE) (RO		• •					
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provided in section 4942 (6)(8 6 m)							
(8) largest amount of support from an exempt organization							
Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assistant any time during the year - see instructions.)  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  Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:  Check here ▶ if the foundation only makes contributions to preselected charitable organizations and does not acce unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations und 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.  ATTACHMENT 9  b The form in which applications should be submitted and information and materials they should include:  ATTACHMENT 10  c Any submission deadlines.  NONE  d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other conditions, complete items 2a, by the foundation and materials fields, kinds of institutions, or other conditions, complete items 2a, by the foundation and areas, charitable fields, kinds of institutions, or other conditions.							
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c Any submission deadlines.  NONE  d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or oth	b	The form in which app	lications should be sul	bmitted and information	on and materials they	should include:	
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d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or oth	С						
		NONE					
Tactors	d		mitations on awards,	such as by geogra	aphical areas, charita	ble fields, kinds of	institutions, or other
ATTACHMENT 11			יוורי 1.1				

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Page 10

art XV Supplementary Information	(continued)			<del></del>
Grants and Contributions Paid Dur Recipient Name and address (home or business)	ing the Year or Appr	oved for Ful	ture Payment	
Recipient	show any relationship to	status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		
a Paid during the year		1	}	5 156 01
EE ATTACHMENT A				5,156,91
		] ]	j	
		}		
			j	
		1	1	
		! !		
Total	<u> </u>		▶ 3a	5,156,91
Approved for future payment		<u> </u>		
EE ATTACHMENT C				1,090,26
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	amounts unless otherwise indicated.	Uniter	ated business income	Excluded by	y section 512, 513, or 514	(e) Related or exempt
_		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	function income
•	service revenue:		711100111	Exclusion code	7	(See instructions)
	<del></del>	<del>_</del>		-		
			· · · · · · · · · · · · · · · · · · ·	<del></del>		<del></del>
d			<del></del> -			
				<del> </del>		
f			<del></del>			
	and contracts from government agencies			<del> </del>		
	ship dues and assessments					
	n savings and temporary cash investments	· · · · · · · · · · · · · · · · · · ·				
	ls and interest from securities					
	al income or (loss) from real estate					
	-financed property			<del> </del>		
Not o	lebt-financed property					
Net renta	I income or (loss) from personal property			<u> </u>		
Other in	vestment income					
Gain or (1	oss) from sales of assets other than inventory			18	5,365,090.	<u> </u>
Net inco	me or (loss) from special events					
Gross pr	rofit or (loss) from sales of inventory					
	venue. a					
e						
Subtotal	Add columns (b), (d), and (e)				5,365,090.	
	dd line 12, columns (b), (d), and (e)				13	5,365,09
e worksh	neet in line 13 instructions to verify calcumate Relationship of Activities		complishment of Ex	empt Purp	oses	
		to the Ac	n income is reported i	n column (e	e) of Part XVI-A contribu	•
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rt XVI- le No.	B Relationship of Activities  Explain below how each activity	to the Ac	n income is reported i	n column (e	e) of Part XVI-A contribu	•

Part	XVII	Information R Exempt Organ		nsfers To and Tran	sactions an	d Relations	ships With Non	chari	itable	<u>30 . (</u>
1	Did the			engage in any of the fol	lowing with an	y other organ	nization described		Yes	No
		-	•	section 501(c)(3) organi	_					
		zations?	•	, , , , ,	•					
	_		g foundation to	a noncharitable exempt	organization of					
		•	-					1a(1)		X
								1a(2)		Х
		ransactions:								l
(	(1) Sal	es of assets to a no	ncharitable exer	npt organization				1b(1)		Х
(	( <b>2</b> ) Pur	chases of assets fro	om a noncharita	ble exempt organization.				1b(2)		Х
				assets				1b(3)		X
								1b(4)		Х
(	( <b>5)</b> Loa	ans or loan guarantee	es					1b(5)	<u> </u>	Х
(	( <b>6</b> ) Per	formance of service	s or membersh	ip or fundraising solicitation	ons			1b(6)		Х
				s, other assets, or paid e				1 c		X
				s," complete the followi						
				ces given by the reporting						
				ement, show in column	· · ·					
(a) Lin	e no	(b) Amount involved	· · · · · · · · · · · · · · · · · · ·	oncharitable exempt organizatio	n (d) Des	cription of transfe	ers, transactions, and share	ing arra	ngemer	nts
		<del></del>	N/A	·						
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2- 1	la tha	foundation disortly	ar indirectly off	iliated with, or related to		a tay ayamat	organizations			
		•	•	her than section 501(c)(		•	organizations	$\neg$ $\checkmark$	es X	] No
		," complete the follow	•	ner man section so r(c)(	o)) or in section	1527			53 <u>r.</u>	] 140
	163	(a) Name of organization		(b) Type of organiza	tion	(0	Description of relations	hip		
N/F		(-,		(4) 1)			<u></u>			
								<del></del>		
				- was						
							<del></del>			
	<del></del> -	<del></del>								
	Under	penalties of perjury, I decla	re that I have examin	ed this return, including accompan	nying schedules and	statements, and to	the best of my knowledg	e and b	elief, it	ış true
Sign	correc	t, and complete Declaration of	preparer (other than ta	xpayer) is based on all information of	wnich preparer has a	iny knowledge				<del></del>
Here		W. Chr	shul	Mar. 12. 201	3 > T)	reasurer	May the IRS			return below
		nature of officer or trustee		Date	Title		(see instruction		Yes	No
	$\perp$									لـــــــــــــــــــــــــــــــــــــ
Paid	-	Print/Type preparer's	name	Preparer's signature	hall-and by D. 7	Date	Check If F	PTIN		
	0 r c =	JOSEPH S. DE 1	TRANE	المراجع المراجع Dignal Date :	ly signed by De Trane Joe 2013 02 18 12 52 51-08'00		self-employed			6
Prep		Fırm's name ► GR	ANT THORNTO	N LLP			Firm's EIN ► 36-60	5555	8	
Use (	Univ	Firm's address NON	E CALIFORNI	A STREET SHITE	2300					

94111

Phone no. 415-986-3900 Form **990-PF** (2011)

SAN FRANCISCO,

(Rev January 2012)

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

OMB No 1545-1709

Department of the Treasury


Internal Revenu	ie Service File a	separate a	pplication for each return.				
	e filing for an Automatic 3-Month Extension,				<b>&gt;</b> X		
-	e filing for an <b>Additional (Not Automatic) 3-M</b> plete Part II unless you have already been gra				969		
•				•			
	i <b>ling <i>(e-file)</i>.</b> You can electronically file Form on required to file Form 990-T), or an addition						
	quest an extension of time to file any of the						
	Transfers Associated With Certain Persona						
	) For more details on the electronic filing of the						
	itomatic 3-Month Extension of Time. Or	·•	<del></del>	<del></del>			
	on required to file Form 990-T and requesting				. —		
Part I only	40000	DEMI		700445	<b>&gt;</b>		
	rporations (including 1120-C filers), partnersh ne tax returns.	iips, REMIC	s, and trusts must use r	-orm 7004 to request an extension  Enter filer's Identifying number,			
to the incon	Name of exempt organization or other filer, see in	structions		Employer identification number			
Type or	TOYOTA USA FOUNDATION C/O COR			Employer resimination name	0. (2) 0.		
print	TAX DEPARTMENT G301	Coruita		X 95-3255038			
File by the	Number, street, and room or suite no. If a P.O. bo	x, see instru	ctions	Social security number (SSN)			
due date for filing your	19001 S. WESTERN AVENUE			, , , , , , , , , , , , , , , , , , , ,			
return See Instructions	City, town or post office, state, and ZIP code. For	a foreign ad	dress, see instructions				
	TORRANCE, CA 90501						
Enter the R	eturn code for the return that this application	is for (file a	separate application fo	or each return)	0 4		
A 1: 4:		D - 4	I Amadiana		D.4		
Application Is For		Return Code	Application Is For		Return Code		
Form 990		01	Form 990-T (corporati	ion)	07		
Form 990-B	1	02	Form 1041-A		08		
Form 990-E		01	Form 4720		09		
Form 990-P		04	Form 5227		10		
Form 990-T	(sec. 401(a) or 408(a) trust)	05	Form 6069		11		
Form <u>99</u> 0-T	(trust other than above)	06	Form 8870		12		
<ul><li>The book</li></ul>	ss are in the care of ► TOYOTA MOTOR S.	ALES USA	A., INC.				
Tolophor	ne No ▶ 310 468-4456	ī	FAX No ▶				
-	anization does not have an office or place of		<del></del>	ck this box	▶□		
	or a Group Return, enter the organization's fo				this is		
	· —	-	irt of the group, check t		attach		
	e names and EINs of all members the extens	=					
1 I reque	est an automatic 3-month (6 months for a cor	poration re	quired to file Form 990	-T) extension of time			
until_	02/15 , 20 13 , to file the	exempt org	ganization return for the	organization named above. The	e extension is		
for the	organization's return for.						
<b>▶</b>	calendar year 20 or			06/20 10			
► <u>[X</u> ]	tax year beginning 07/0	<u>)1</u> , 20 <u>11</u>	, and ending	<u>06/30</u> , 20 <u>12</u>			
2 If the t	ax year entered in line 1 is for less than 12 m	onthe char	ck reason:  Initial re	eturn Final return			
	cax year entered in line 1 is for less than 12 m Change in accounting period	ionuis, che	K reason miliar re	etum Final retum			
	oriange in accounting period						
3a If this	application is for Form 990-BL, 990-PF, 99	90-T, 4720	, or 6069, enter the	tentative tax, less any			
nonref	fundable credits See instructions			3a \$	117,000		
b If this	application is for Form 990-PF, 990-T,	4720, or	6069, enter any re	fundable credits and			
	ited tax payments made. Include any prior yea				195,000		
	ce due. Subtract line 3b from line 3a. Include	•	ent with this form, if red	· · · · · · · · · · · · · · · · · · ·			
	ronic Federal Tax Payment System). See instru		with this Farm 0000	3c \$	NONE		
Caution, If	you are going to make an electronic fund v	vitnarawal	WILD THIS FORM 8868.	see Form 8453-EU and Form	OU/9-EU TOR		

## TOYOTA USA FOUNDATION C/O CORPORATE

FORM 990-PF - PART IV

Kınd of F	roperty		Desc	cription		0.0	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		RUSSELL INS	TITUTIONAL	LARGE CAP U	S EQUIT	Р	VARIOUS	VARIOUS
2,216,908.		PROPERTY TY 1,867,464.2			349,444.		349,444.	
		RUSSELL INS		QUANTITATIV	E US EQ	P	VARIOUS	VARIOUS
12715189.			12715189.				-350,817.	
		RUSSELL INS		SMALL CAP U	S EQUIT	Р	VARIOUS	VARIOUS
756,700.				651,929.	104,771.		104,771.	
		RUSSELL INS		INTERNATION	AL EQUI	Р	VARIOUS	VARIOUS
616,351.			616,351.				-36,492.	
		RUSSELL INS				P	VARIOUS	VARIOUS
8,086,763.		6,848,287. 8			,238,476.		1,238,476.	
		RUSSELL INS		LARGE CAP U	S EQUIT	P	VARIOUS	VARIOUS
		PROPERTY TY	PE: SECURIT	152			103,304.	
		RUSSELL INS		QUANTITATIV	E US EQ	P	VARIOUS	VARIOUS
		PROPERTY	PE: SECORII	153			214,412.	
		RUSSELL INS		SMALL CAP U	S EQUIT	Ρ	VARIOUS	VARIOUS
1		PROPERTY	PE: SECURIT	162			52,968.	
			TITUTIONAL PE: SECURIT	INTERNATION	AL EQUI	Р	VARIOUS	VARIOUS
		PROPERTY TY	PE: SECURIT	TES			-102,600.	
		RUSSELL INS				Р	VARIOUS	VARIOUS
		PROPERTY II	PE: SECURIT	163			1,076,105.	
		1		LARGE CAP U	S EQUIT	P	VARIOUS	VARIOUS
		PROPERTY TY	PE: SECURIT	TES			516,708.	
				QUANTITATIV	E US EQ	Р	VARIOUS	VARIOUS
		PROPERTY TY	PE: SECURIT	TES			961,232.	

## TOYOTA USA FOUNDATION C/O CORPORATE

FORM 990-PF - PART IV

Kind of F	•			ription		5 0 0	acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Ĺ	Gain or (loss)	
		RUSSELL INS	TITUTIONAL S	SMALL CAP US	S EQUIT	Р	VARIOUS	VARIOUS
		PROPERTY TY	PE: SECURIT	IES			244,903.	
		RUSSELL INS			AL EQUI	P	VARIOUS	VARIOUS
		PROPERTY TY	PE: SECURIT	IES			47,181.	
		RUSSELL INS				P	VARIOUS	VARIOUS
		PROPERTY TY	PE: SECURIT	IES			740,065.	
TAL GAIN(L	oss)						5,159,660.	
		!						
ļ								

# - DIVIDENDS AND INTEREST FROM SECURITIES FORM 990PF, PART I

REVENCE. AND	EXPENSES	PER BOOKS	UND AL EQUITY FUND .S. EQUITY U.S. EQUITY .S EQUITY
		DESCRIPTION	RUSSELL CORE BOND FUND RUSSELL INTERNATIONAL EQUITY FUND RUSSELL LARGE CAP U.S. EQUITY RUSSELL QUANTATIVE U.S. EQUITY RUSSELL SMALL CAP U.S EQUITY

2,454,423. 128,974. 200,306. 242,128. 39,289.

NET INVESTMENT INCOME

TOTAL

3,065,120.

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

EXPENSES PER BOOKS REVENUE AND

NET INVESTMENT INCOME -127,992.

-127,992.

DESCRIPTION OTHER INCOME (LOSS) FROM K-1

TOTALS

ATTACHMENT 2

.:

FORM 990PF, PART I - INTEREST EXPENSE

REVENUE AND EXPENSES PER BOOKS

NI VI

NET INVESTMENT INCOME 96,725.

96,725.

INTEREST EXPENSES

DESCRIPTION

( ) ( (

TOTALS

ATTACHMENT 3

## FORM 990PF, PART I - TAXES

REVENUE AND EXPENSES

DESCRIPTION

PER BOOKS

CURRENT EXCISE TAX DEFERRED EXCISE TAX 162,795. 94,138.

TOTALS

256,933.

2

ATTACHMENT

- OTHER EXPENSES FORM 990PF, PART I

DESCRIPTION_OTHER FEES AND EXPENSES OTHER EXPENSES FROM P/S

EXPENSES
PER BOOKS
497,442. REVENUE AND

INCOME 478, 591. INVESTMENT

18,691. PURPOSES

CHARITABLE

18,691.

TOTALS

497,442.

492,531.

ATTACHMENT 5

95-3255038

- OTHER INVESTMENTS PART II FORM 990PE,

DESCRIPTION

MUTUAL FUNDS-EQUITIES MUTUAL FUNDS-BONDS

BOOK VALUE ENDING

ENDING FMV

31,524,331. 71,418,219.

31,524,331. 71,418,219.

TOTALS

102,942,550.

102,942,550.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION

AMOUNT

UNREALIZED GAIN ON INVESTMENTS

228,945.

TOTAL

228,945.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

E HOURS PER POSITION	0 0	0 0	0 0	0 0	T SECRETARY 0 0 0	0 0 X
TITLE AND AVERAGE HOURS PER	DIRECTOR & PRESIDENT	DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR & ASSISTANT	DIRECTOR & SECRETARY
WEEK DEVOTED TO POSITION	2.50	2.50	2.50	2.50	2.50	2.50
NAME AND ADDRESS	YOSHIMI INABA	JIM LENTZ	CHUCK BROWN	STEVE ST. ANGELO	PAT PINEDA	DIAN OGILVIE
	19001 S. WESTERN AVENUE	19001 S. WESTERN AVE.	25 ATLANTIC AVE	25 ATLANTIC AVE	601 LEXINGTON AVE., 49TH FLOOR	601 LEXINGTON AVE., 49TH FLOOR
	TORRANCE, CA 90501	TORRANCE, CA 90501	ERLANGER, KY 41018	ERLANGER, KY 41018	NEW YORK, NY 10022	NEW YORK, NY 10022

ATTACHMENT 8 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION			
ROBERT C. DALY 19001 S. WESTERN AVENUE TORRANCE, CA 90501	DIRECTOR 2.50	0	0	0
BARBRA COOPER 19001 S. WESTERN AVENUE TORRANCE, CA 90501	DIRECTOR-CYPT 2.50	0	0	0
JIM WISEMAN 25 ATLANTIC AVE ERLANGER, KY 41018	DIRECTOR 2.50	0	0	0
HIROSHI NISHIDA 19001 S. WESTERN AVENUE TORRANCE, CA 90501	DIRECTOR & TREASURER 2.50	0	0	0
SHIGEKI TERASHI 601 LEXINGTON AVE., 49TH FLOOR NEW YORK, NY 10022	DIRECTOR 2.50	0	0	0

GRAND TOTALS

## FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

THE FOUNDATION ADMINISTRATOR 601 LEXINGTON AVE 49TH FLOOR NEW YORK, NY 10022 212-715-7486

## 990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

PROPOSAL WITH DOLLAR AMOUNT REQUESTED, EXPLANATION OF PROJECT, USE OF FUNDS

## 990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

NO INDIVIDUALS, UNIONS, MILITARY ORGANIZATIONS, RELIGIOUS GROUPS, POLITICAL ORGANIZATIONS OR CANDIDATES

TOYOTA USA FOUNDATION
PART XV
GRANT AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT
FYE 6-30-2012

95-3255038

	FOUNDATION STATUS OF			
RECIPIENT	RECIPIENT	PURPOSE OF GRANT CONTRIBUTION	AMO	UNI
a PAID AND APPROVED DURING THE YEAR				
American Indian Science and Engineering Society 2305 Renard SE Suite 200 Albuquerque, NM 87106	Public Charity	To support "Food for Thought-Feeding Young Minds with STEM Enrichment" and to provide students with additional resources to ensure quality science fair projects as well as honor their accomplishments and hard work	\$	100,000
American University 4400 Massachusetts Avenue Washington, DC 20016	Public Charity	Science teacher preparation program. This project will increase both the quantity and quality of science teachers in an urban, racially and socio-economically diverse school district.	\$	240,799
California State University Bakersfield Foundation 9001 Stockdale Highway Bakersfield, CA 93311	Public Charity	To supports high school students to become more involved with STEM studies and their success in STEM fields upon their enrollment in college	\$	184,600
Mills College 5000 MacArthur Boulevard Oakland, CA 94605	Public Charity	To support the Lesson Study Program. This program will improve student learning of mathematics in the classrooms of participating teachers and develop instructional materials that will be used in the education of prospective teachers.	\$	150,000
Mobile Area Education Foundation, EYE 605 Bel Air Boulevard Suite 400 Mobile, AL 36606	Public Charity	To support EYE on STEM Leadership Academy which will develop a cadre of STEM leaders	\$	150,300
Fremont Education Foundation 39120 Argonaut Way, #381 Fremont, CA 94538	Public Charity	Enhances educational opportunities for all our students in Fremont Unified School District's to address the needs of the district, especially during tough budget times	\$	129,000
O'Neil Sea Odyssey 2222 East Cliff Drive Suite 227 Santa Cruz, CA 95062	Public Charity	To support Community Oceanography program which will serve 750 youth and 25 teachers with ocean field trip, hands-on restoration projects and in-class curriculum	\$	50,000
Colorado Seminary 2190 East Asbury Avenue Denver CO 80208	Public Charity	To support Kids Play Math program which expands development, implementation, and teacher training for kids play math, billingual, research-based computer game system	\$	328,283
TOTAL PAID AND APPROVED DURING THE YEAR			\$	1,332,982

95-3255038

December of deciment definitions   Public Clustry   The properties of the provided works to deciment of the provided states and replaced between the public of the provided of the provided states and replaced between the public of the provided of the public of the provided of the public of the provided of the public of th	RECIPIENT		DATION STATUS OF RECIPIENT PURPOSE OF GRANT CONTRIBUTION	AMOUN
23 Devel Down yor you not 32 or required. A 2003 and required. A 2003 an	<b>b approved in prior year and paid during the ye</b>	EAR .		
20 Years County by Second 27 or Angelon County or Agent 27 o	Injury by of Southern California	Public Charity	To increase science literacy in secondary south Los Angeles schools, through	\$ 285
a hydroid or a more and in press person hours for Market's School and Egis School Scho		r done chanky		
Services Audient programs will be affect to occupation and add a storce audientic section or expendent in a decident section or expendent sect				
authentic regime for all 20-MAX clears to the three substitutes will be competitive competition for original score consists in clearly at the competitive of the control of	Los Angeles, CA 90003			
Applications of the control of co				
Brackbrough Celeborative 35 Spanes S 164 700 15 Spanes S 164 700 1				
Suddents to cetter and secretary in the paths (Aprile 20) Liveleng southerns students southerns students southerns s				
The College Board  St College	Breakthrough Collaborative	Public Charity	The Breakthough STEM initiative is composed of five elements 1) preparing underserved	\$ 75
The College Band School Public Charry To Support Information (1) Service Infor	545 Sansom St. Suit 700		Students to enter and succeed in 8th grade Algebra , 2) Lauching underserve students	
The College Board S Colombia Annual So Colombia So Colom	San Francisco, CA 94111			
Schools became in Street in cough A Americal Street in cough A Country in Street in Country i			through college matriculation , 4) Strengthening teacher training , 5) Developing national	
Schools became in Street in cough A Americal Street in cough A Country in Street in Country i	The Sellens Based	Public Charity	To support the educational success of high-need students by enabling districts and	S 175
Depulsion of subdests screen in regional AF counterwish. The Counterwish is a possible of the subdests to become more another or committee and empowered in their own exhibits. Committee and their own exhibits. Committee and empowered in their own exhibits. Committee and part with the opportunities and their own exhibits to other subdests and exhibits. Committee and part of their own exhibits.		r done charty		
Graundwork, Inc.  29 Suter Annue  Public Charity  To provide modeling ground program which provides a publiway for distinction of the designation				
Size Students to Determe more mobiles, committee and empowered in their own exhabitions, mr 1107 exhapted to these should be the	·			
Red Claude India School  Red Claude India Scho	Groundwork, Inc	Public Charity		\$ 12:
Red Cloud Indian School 100 Mission Dive				
to 18 stocker depulment, connection and reciding to the great and on particle and p	B100kY11, 141 11207		Control of the Contro	
## the engine South Dates \$7770  with the opportunities available to other students protest the country  **To provide AVMI drogsem which the protest related to the students and students a	Red Cloud Indian School	Public Charity		\$ 140
AB. Enternational, Inc 400 Commensation Thre 500 Commensation Commensation The Nature Conservancy 242 North Factor Owner, Suite 100 The Nature Conservancy 242 North Factor Owner, Suite 100 Three Nature Conservancy 242 North Factor Owner, Suite 100 Three Nature College 333 Three Suite College 333 Three Suite College 333 Three Suite College 333 Three Suite College 333 Three Nature College 333 Three Suite College 334 Three Suite College 335 Three Suite College 335 Three Suite College 335 Three Suite College 335 Three Suite College 336 Three Suite College 337 Three Suite College 337 Three Suite College 337 Three Suite College 338 Three Suite College 338 Three Suite College 339 Three Suite College 330 Three Suite College 331 Three Suite College 331 Three Suite College 331 Three Suite College 332 Three Suite College 333 Three Suite College 334 Three Suite College 335 Three Suite Co	100 Mission Drive			
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Western Kentucky University Foundation Public Charity Outeach professors and teachers will partner in data supported analyses of school challenges, build teacher leadership capacity to design and implement school challenges, build teacher leadership capacity to design and implement school reform and strengthen teacher training at partner colleges and universities  University of Michigan Public Charity The Purpose of the program is to increase science literacy, foster parental Shibit Museum of Natural History Involvement in children's science learning, expand access to museum and library resources, and stimulate life long learning behaviors  **TOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED			Metermien to react process scientific production or set Meter Mets	
109 Kinkeath Hall Lexington, KY 40506-0057  School reform and strengthen teacher readership capacity to design and implement school reform and strengthen teacher training at partner colleges and universities  University of Mitchigan Public Charity The Purpose of the program is to increase science literacy, foster parental Involvement in children's science learning expand access to museum and ibrary resources, and stimulate life long fearning behaviors  TOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR  5 3 82	Ann Aroof Mi 48104			
109 Xinkead Hall school (hallenges, build teacher leadership capacity to design and implement school reform and strengthen teacher training at partner colleges and universities  University of Mitchigan Public Charity The Purpose of the program is to increase science literacy, foster parental Shibit Museum of Natural History Involvement in children's science learning expand access to museum and library resources, and stimulate life long learning behaviors  **TOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  5 3 82	Western Kentucky University Foundation	Public Charity	Outeach professors and teachers will partner in data supported analyses of	\$ 10
Lexington, KY 40506-0057 school reform and strengthen teacher training at partner colleges and universities  University of Michigan Public Charity The Purpose of the program is to increase science literacy, foster parental including a literacy science literacy, foster parental including a science learning expand access to museum and inhard resources, and stimulate life long learning behaviors  **TOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **TOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  **STOTAL APPROVED IN PRIOR YEAR				
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Exhibit Museum of Natural History Involvement in children's science learning expand access to museum and library resources, and stimulate life long fearning behaviors  **TOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR**  5 3 822	University of Michigan	Public Charity	The Purpose of the program is to increase science literacy, foster parental	\$ 10
TOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR 5 3.82			Involvement in children's science learning, expand access to museum and	
	•		library resources, and stimulate life long learning behaviors	
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TOYOTA USA FOUNDATION
PART XV
GRANT AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT
FYE 6-30-2012

95-3255038

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT CONTRIBUTION	AMOU	NT
Grants Appropropriated in FY12				
Breakthrough Collaborative 545 Sansom St, Suit 700 San Francisco, CA 94111	Public Charity	The Breakthough STEM initiative is composed of five elements 1) preparing underserved Students to enter and succeed in 8th-grade Algebra ,2) Lauching underserve students into lab-based science, 3) Tracking and supporting Breaktprough students from middle school through college matriculation , 4) Strengthening teacher training , 5) Developing national	\$	75,000
<b>Groundwork, Inc</b> 595 Sutter Avenue Brooklyn, NY 11207	Public Charity	To provide middle ground program which provides a pathway for elementary school age students to become more involved, committed and empowered in their own educational and developmental success	\$	125,000
Red Cloud Indian School 100 Mission Drive Plane Ridge, South Dakota 57770	Public Charity	Fundraising efforts to fully fund Red Cloud High School's Recent Summay enhancements to its science equipment, curriculum, and facilities to bring effort up to date and on par with the opportunities available to other students across the country	\$	140,000
SAE International, Inc 400 Commonwealth Drive Warrendale, PA 15096	Public Charity	To provide AWIM program which bring together teachers, students, and science, technology engineering, and mathematics (STEM) professonals to introduce young minds to the wonders of science technology engineering and math subjects and careers	\$	100,000
Thomas More College 333 Thomas More Parkway Ann Arbor, MI 48109-1079	Public Charity	Seeking to improve student outcomes in the STEM disciplines at the high school level, and recruit more students into STEM majors in college	\$	120,000
American University 837 West Downey Wy Room 837 Los Angeles, CA 90089	Public Charity	Science teacher preparation program. This project will increase both the quantity and quality of science teachers in an urban, racially and socio-economically diverse school district.	\$	259,000
Mills College 45 Columbus Avenue New York, NY 10023	Public Charity	To support the Lesson Study Program This program will improve student learning of mathematics in the classrooms of participating teachers and develop instructional materials that will be used in the education of prospective teachers	\$	100,000
Colorado Seminary (University of Denver) 2190 East Asbury Avenue Denver, CO 80208	Public Charity	To support Kids Play Math program which expands development, implementation, and teacher training for kids play math, bilingual, research based computer game system	\$	171,262
TOTAL APPROVED FOR FUTURE PAYMENT			\$	1,090,262