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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning

07/01, 2011, and ending

06/30, 2012

Name of foundation TOYOTA USA FOUNDATION C/O CORPORATE TAX DEPARTMENT G301		A Employer identification number 95-3255038
Number and street (or P O box number if mail is not delivered to street address) 19001 S. WESTERN AVENUE		B Telephone number (see instructions) (310) 468-4456
City or town, state, and ZIP code TORRANCE, CA 90501		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply.	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 103,052,108.		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 (attach schedule)				
2 Check <input checked="" type="checkbox"/> 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.		ATCH 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	5,365,090.			
b Gross sales price for all assets on line 6a 24,391,911.				
7 Capital gain net income (from Part IV, line 2)		5,159,660.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)		-127,992.		ATCH 2
12 Total. Add lines 1 through 11	5,365,090.	8,096,788.		
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest. ATTACHMENT 3		96,725.		
18 Taxes (attach schedule) (see instructions)	256,933.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 5	497,442.	492,531.		18,691.
24 Total operating and administrative expenses. Add lines 13 through 23	754,375.	589,256.		18,691.
25 Contributions, gifts, grants paid	1,907,018.			5,156,919.
26 Total expenses and disbursements Add lines 24 and 25	2,661,393.	589,256.		5,175,610.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	2,703,697.			
b Net investment income (if negative, enter -0-)		7,507,532.		
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

JSA **

ATCH 4

Form 990-PF (2011)

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Operating and Administrative Expenses

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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		6,688.	3,323.	3,323.
	2	Savings and temporary cash investments				
	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 schedule) ▶ Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges	65,442.	106,235.	106,235.	
	10 a	Investments - U.S. and state government obligations (attach schedule) .				
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment - basis Less: accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)	103,203,099.	102,942,550.	102,942,550.	
	14	Land, buildings, and equipment - basis Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	103,275,229.	103,052,108.	103,052,108.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable	4,336,259.	1,086,358.		
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons .				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)	250,682.	344,820.		
	23	Total liabilities (add lines 17 through 22)	4,586,941.	1,431,178.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted	98,688,288.	101,620,930.		
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds . .				
	30	Total net assets or fund balances (see instructions)	98,688,288.	101,620,930.		
	31	Total liabilities and net assets/fund balances (see instructions)	103,275,229.	103,052,108.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	98,688,288.
2	Enter amount from Part I, line 27a	2	2,703,697.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 7	3	228,945.
4	Add lines 1, 2, and 3	4	101,620,930.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	101,620,930.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
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			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	5,159,660.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	4,925,664.	100,138,043.	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 Total of line 1, column (d)			2 0.244455
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.048891
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 101,447,845.
5 Multiply line 4 by line 3			5 4,959,887.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 75,075.
7 Add lines 5 and 6			7 5,034,962.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 5,175,610.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	75,075.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	75,075.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	75,075.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	195,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	195,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> 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	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	119,879.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax 119,879. Refunded <input type="checkbox"/> 11	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		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		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address WWW.TOYOTA.COM				
14	The books are in care of TOYOTA MOTOR SALES USA, INC. Telephone no 310-468-4456 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 <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶				

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input 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.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

Form 990-PF (2011)

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)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

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? ☐ Yes ☒ No**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
ATTACHMENT 8		0	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 ☐

Form 990-PF (2011)

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	N/A	
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 NONE ----- -----	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	102,839,004.
b	Average of monthly cash balances	1b	153,732.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	102,992,736.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	102,992,736.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	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.

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

1	Minimum investment return from Part X, line 6	1	5,072,392.
2a	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)	2b	
c	Add lines 2a and 2b	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	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,997,317.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	5,175,610.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	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 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				4,997,317.
2 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				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007	423,239.			
c From 2008				
d From 2009	265,121.			
e From 2010	104,778.			
f Total of lines 3a through e	793,138.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 5,175,610.				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				4,997,317.
e Remaining amount distributed out of corpus	178,293.			
5 Excess distributions carryover applied to 2011. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	971,431.			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	971,431.			
10 Analysis of line 9				
a Excess from 2007	423,239.			
b Excess from 2008				
c Excess from 2009	265,121.			
d Excess from 2010	104,778.			
e Excess from 2011	178,293.			

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

NOT APPLICABLE

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

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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 factors

ATTACHMENT 11

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

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
a Paid during the year SEE ATTACHMENT A				5,156,919.
Total			3a	5,156,919.
b Approved for future payment SEE ATTACHMENT C				1,090,262.
Total			3b	1,090,262.

(e)
Related or exempt
function income
(See instructions)

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

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► **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 ☒ **X**
- 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 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.

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	TOYOTA USA FOUNDATION C/O CORPORATE TAX DEPARTMENT G301	<input checked="" type="checkbox"/> 95-3255038
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	19001 S. WESTERN AVENUE	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	TORRANCE, CA 90501	

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

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 (sec. 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 ► TOYOTA MOTOR SALES USA., INC.

Telephone No ► 310 468-4456

FAX No ► _____

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

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 02/15, 2013, 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 07/01, 2011, and ending 06/30, 2012

- 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.	3a \$	117,000
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	195,000
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	NONE

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.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2012)

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. TOYOTA USA FOUNDATION C/O CORPORATE TAX DEPARTMENT G301	Employer identification number (EIN) or <input checked="" type="checkbox"/> 95-3255038
	Number, street, and room or suite no. If a P O box, see instructions. 19001 S. WESTERN AVENUE	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. TORRANCE, CA 90501	

Enter the Return code for the return that this application is for (file a separate application for each return) **0 4**

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

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

• The books are in the care of **TOYOTA MOTOR SALES USA, INC.**

Telephone No **310 468-4456**

FAX No

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

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

- 4** I request an additional 3-month extension of time until 05/15, 20 13
- 5** For calendar year , or other tax year beginning 07/01, 20 11, and ending 06/30, 20 12
- 6** If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7** State in detail why you need the extension ADDITIONAL TIME IS REQUESTED TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a 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.	8a \$	0
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	0
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	0

Signature and Verification must be completed for Part II only.

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

Signature *Hi Wen Chang* Title CPA Date 2/12/13

Form **8868** (Rev 1-2012)

FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	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)	
2,216,908.		RUSSELL INSTITUTIONAL LARGE CAP US EQUIT PROPERTY TYPE: SECURITIES 1,867,464. 2,216,908. 1,867,464. 349,444.				P	VARIOUS 349,444.	VARIOUS
12715189.		RUSSELL INSTITUTIONAL QUANTITATIVE US EQ PROPERTY TYPE: SECURITIES 13066006. 12715189. 12715189.				P	VARIOUS -350,817.	VARIOUS
756,700.		RUSSELL INSTITUTIONAL SMALL CAP US EQUIT PROPERTY TYPE: SECURITIES 651,929. 756,700. 651,929. 104,771.				P	VARIOUS 104,771.	VARIOUS
616,351.		RUSSELL INSTITUTIONAL INTERNATIONAL EQUI PROPERTY TYPE: SECURITIES 652,843. 616,351. 652,843.				P	VARIOUS -36,492.	VARIOUS
8,086,763.		RUSSELL INSTITUTIONAL CORE BOND PROPERTY TYPE: SECURITIES 6,848,287. 8,086,763. 6,848,287. 1,238,476.				P	VARIOUS 1,238,476.	VARIOUS
		RUSSELL INSTITUTIONAL LARGE CAP US EQUIT PROPERTY TYPE: SECURITIES				P	VARIOUS 103,304.	VARIOUS
		RUSSELL INSTITUTIONAL QUANTITATIVE US EQ PROPERTY TYPE: SECURITIES				P	VARIOUS 214,412.	VARIOUS
		RUSSELL INSTITUTIONAL SMALL CAP US EQUIT PROPERTY TYPE: SECURITIES				P	VARIOUS 52,968.	VARIOUS
		RUSSELL INSTITUTIONAL INTERNATIONAL EQUI PROPERTY TYPE: SECURITIES				P	VARIOUS -102,600.	VARIOUS
		RUSSELL INSTITUTIONAL CORE BOND PROPERTY TYPE: SECURITIES				P	VARIOUS 1,076,105.	VARIOUS
		RUSSELL INSTITUTIONAL LARGE CAP US EQUIT PROPERTY TYPE: SECURITIES				P	VARIOUS 516,708.	VARIOUS
		RUSSELL INSTITUTIONAL QUANTITATIVE US EQ PROPERTY TYPE: SECURITIES				P	VARIOUS 961,232.	VARIOUS

FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	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 INSTITUTIONAL SMALL CAP US EQUIT PROPERTY TYPE: SECURITIES				P	VARIOUS 244,903.	VARIOUS
		RUSSELL INSTITUTIONAL INTERNATIONAL EQUI PROPERTY TYPE: SECURITIES				P	VARIOUS 47,181.	VARIOUS
		RUSSELL INSTITUTIONAL CORE BOND PROPERTY TYPE: SECURITIES				P	VARIOUS 740,065.	VARIOUS
TOTAL GAIN (LOSS)							<u>5,159,660.</u>	

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
RUSSELL CORE BOND FUND		2,454,423.
RUSSELL INTERNATIONAL EQUITY FUND		128,974.
RUSSELL LARGE CAP U.S. EQUITY		200,306.
RUSSELL QUANTATIVE U.S. EQUITY		242,128.
RUSSELL SMALL CAP U.S. EQUITY		39,289.
		<hr/>
TOTAL		3,065,120.

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME (LOSS) FROM K-1		-127,992.
TOTALS		-127,992.

ATTACHMENT 3

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST EXPENSES		96,725.
TOTALS		<u>96,725.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
CURRENT EXCISE TAX	162,795.
DEFERRED EXCISE TAX	94,138.
TOTALS	<u>256,933.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER FEES AND EXPENSES	497,442.	478,591.	18,691.
OTHER EXPENSES FROM P/S		13,940.	
TOTALS	<u>497,442.</u>	<u>492,531.</u>	<u>18,691.</u>

ATTACHMENT 6

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MUTUAL FUNDS-EQUITIES	31,524,331.	31,524,331.
MUTUAL FUNDS-BONDS	71,418,219.	71,418,219.
TOTALS	<u>102,942,550.</u>	<u>102,942,550.</u>

ATTACHMENT 7FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

UNREALIZED GAIN ON INVESTMENTS

228,945.

TOTAL

228,945.

TOYOTA USA FOUNDATION C/O CORPORATE

95-3255038

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

ATTACHMENT 8

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

TOYOTA USA FOUNDATION C/O CORPORATE

95-3255038

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

ATTACHMENT 8 (CONT'D)

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

0

0

0

DIRECTOR

ROBERT C. DALY
19001 S. WESTERN AVENUE
TORRANCE, CA 90501

2.50

0

0

0

DIRECTOR-CYPT

BARBRA COOPER
19001 S. WESTERN AVENUE
TORRANCE, CA 90501

2.50

0

0

0

DIRECTOR

JIM WISEMAN
25 ATLANTIC AVE
ERLANGER, KY 41018

2.50

0

0

0

DIRECTOR & TREASURER

HIROSHI NISHIDA
19001 S. WESTERN AVENUE
TORRANCE, CA 90501

2.50

0

0

0

DIRECTOR

SHIGEKI TERASHI
601 LEXINGTON AVE., 49TH FLOOR
NEW YORK, NY 10022

2.50

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

ATTACHMENT 10

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

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

ATTACHMENT 11

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

RECIPIENT	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT CONTRIBUTION	AMOUNT
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 222 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, bilingual, research-based computer game system	\$ 328,283
TOTAL PAID AND APPROVED DURING THE YEAR			<u>\$ 1,332,982</u>

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	AMOUNT
b APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR			
University of Southern California 837 West Downey Wy Room 837 Los Angeles, CA 90089	Public Charity	To increase science literacy in secondary south Los Angeles schools through direct instruction and researched based teacher professional development with a hybrid of an online and in person approach both the Middle School and High School Saturday Academy programs will be able to incorporate and add a science academic academic regimen for all 500+ NAI scholars so that these students will be competitive competitive for entry to science majors in college	\$ 285,340
Breakthrough Collaborative 545 Sansom St Sult 700 San Francisco, CA 94111	Public Charity	The Breakthrough STEM Initiative is composed of five elements 1) preparing underserved Students to enter and succeed in 8th grade Algebra ,2) Launching underserve students Into lab based science, 3) Tracking and supporting Breakt/rough students from middle school through college matriculation , 4) Strengthening teacher training , 5) Developing national	\$ 75,000
The College Board 45 Columbus Avenue New York, NY 10023	Public Charity	To support the educational success of high-need students by enabling districts and schools to supply Advanced placement STEM teachers trained to help a dverse population of students succeed in rigorous AP coursework	\$ 175,000
Groundwork, Inc 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) professionals to introduce young minds to the wonders of science , technology engineering and math subjects and careers	\$ 100,000
The Nature Conservancy 4245 North Fairfax Drive, Suite 100 Arlington, VA 22203	Public Charity	To expand the leaders in environmental Action for the Future(LEAF) Program LEAF will establish the first nationwide network for environmental high schools and provide students form these school with real world , paid summer internship in the conservation field	\$ 1,800,000
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
826 Michigan, Inc 115 E Liberty Ann Arbor, MI 48104	Public Charity	Support for staff expansion plan designed to especially support our wide ranging homework tutoring program which emphasizes math and Science and annually provides about 13 000 hours of free after school assistance to 200 students in need at two locations	\$ 20,000
California State Park Foundation (CSPF) 50 Francisco Street, Suite 110 San Francisco, CA 94133	Public Charity	Funding to support the PORTS(Parks Online Resource for Teachers and students) Program, which allowing state park Interpreters to make live presentations tp classrooms via videoconferencing	\$ 148,844
The New York Academy of Medicine 1216 Fifth Avenue New York, NY 10029	Public Charity	To provide African-American, Hispanic & nativ American girls in New York City public middle schools with academic support, health and life skills development, health career exploration, and mentoring experience	\$ 150,000
Rochester Institute of Technology WE@RIT Women in engineering Kate Gleason College of Engineering 76 Lomb Memorial Drive Rochester, NY 14623 5604	Public Charity	To enable the TPS Lab to partner with WE@RIT to provide K 12 programs focused on "production, distributionm and suppli cham concepts for the delivery of high-quality, cost effective products and servise" to over 745 gifts annually	\$ 125 000
Bronx Institute of Science APEX 239 250 Bed	Public Charity	For Latino students from low income families to strengthen their math and science skills through an academically rigorous out of school program developed and implemented by Lehman College professors and distinguish educator from public and private school	\$ 134,500
Black Rock Forest Consortium 129 Continental Road Cornwall, NY 12518	Public Charity	To develop The digital Forest a web based application that allows students to draw on data sets and mathematical models embedded in a "virtual" simulation of black Rock Forest to analyse environmental changes over time	\$ 150,000
Huron River Watershel Council 1100 N Main St Suite 210 Ann Arbor MI 48104	Public Charity	A 3year high school programs throughout the southeast Michigan watershed to teach students scientific study of local waterways	\$ 75,000
Western Kentucky University Foundation 109 Kinkad Hall Lexmington, KY 40506-0057	Public Charity	Outeach professors and teachers will partner in data supported analyses of school challenges, build teacher leadership capacity to design and implement school reform and strengthen teacher training at partner colleges and universities	\$ 100,000
University of Michigan Exhibit Museum of Natural History 1109 Geddes Ave	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 library resources, and stimulate life long learning behaviors	\$ 100,253
TOTAL APPROVED IN PRIOR YEAR AND PAID DURING THE YEAR			\$ 3 823 937
TOTAL PAID DURING THE YEAR			\$ 5 156,919

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	AMOUNT
Grants Appropriated in FY12			
Breakthrough Collaborative 545 Sansom St, Suit 700 San Francisco, CA 94111	Public Charity	The Breakthrough STEM Initiative is composed of five elements 1) preparing underserved Students to enter and succeed in 8th-grade Algebra ,2) Launching underserve students into lab-based science, 3) Tracking and supporting Breakthrough students from middle school through college matriculation , 4) Strengthening teacher training , 5) Developing national	\$ 75,000
Groundwork, Inc 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) professionals 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