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

2012Department of the Treasury
Internal Revenue Service

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

For calendar year 2012, or tax year beginning

, 2012, and ending

Name of foundation

Ben & Jerry's Foundation, Inc.

Number and street (or P.O. box number if mail is not delivered to street address)

30 Community Drive

City or town

South Burlington

State ZIP code

VT 05403

G Check all that apply

☐ Initial return☐ Final return☐ Address change☐ Initial Return of a former public charity☐ Amended return☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, column (c), line 16)

\$ 5,184,496.

J Accounting method

☒ Cash☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

A Employer identification number

03-0300865

B Telephone number (see the instructions)

(802) 846-1500

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE	1 Contributions, gifts, grants, etc., received (att sch)	2,272,896.			
	2 Ck ☐ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	34,738.	34,738.		
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	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/(loss) (att sch)					
11 Other income (attach schedule)					
See Line 11 Stmt	2,018.	0.			
12 Total. Add lines 1 through 11	2,309,652.	34,738.			
DISBURSEMENTS	13 Compensation of officers, directors, trustees, etc	5,850.	0.		5,850.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) L-16b Stmt	6,130.	6,130.		0.
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule) (see instrs) Federal Excise Tax	2,000.	0.		0.
	19 Depreciation (attach sch) and depletion	7,429.	0.		
	20 Occupancy				
	21 Travel, conferences, and meetings	32,111.	3,211.		28,900.
	22 Printing and publications				
23 Other expenses (attach schedule)					
See Line 23 Stmt	181,603.	16,279.		165,324.	
24 Total operating and administrative expenses. Add lines 13 through 23	235,123.	25,620.		200,074.	
25 Contributions, gifts, grants paid	2,016,922.			2,016,922.	
26 Total expenses and disbursements. Add lines 24 and 25	2,252,045.	25,620.		2,216,996.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	57,607.				
b Net investment income (if negative, enter -0-)		9,118.			
c Adjusted net income (if negative, enter -0-)					

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	33,465.	144,706.	144,706.	
	2 Savings and temporary cash investments	4,672,090.	4,625,885.	4,625,885.	
	3 Accounts receivable				
	Less: allowance for doubtful accounts				
	4 Pledges receivable				
	Less: allowance for doubtful accounts				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach sch)	300,000.	L-7 Stmt		
	Less: allowance for doubtful accounts	0.	300,000.	300,000.	300,000.
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments — U.S. and state government obligations (attach schedule)				
	b Investments — corporate stock (attach schedule)				
	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)					
14 Land, buildings, and equipment: basis	28,490.				
Less: accumulated depreciation (attach schedule)	L-14 Stmt 23,007.	12,912.	5,483.	5,483.	
15 Other assets (describe L-15 Stmt)		108,389.	108,422.	108,422.	
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)		5,126,856.	5,184,496.	5,184,496.	
LIABILITIES	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, & other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe L-22 Stmt)	108,389.	108,422.		
	23 Total liabilities (add lines 17 through 22)	108,389.	108,422.		
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	☒			
	24 Unrestricted		5,018,467.	5,076,074.	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	☐			
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, building, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)		5,018,467.	5,076,074.	
	31 Total liabilities and net assets/fund balances (see instructions)		5,126,856.	5,184,496.	

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	5,018,467.
2 Enter amount from Part I, line 27a	2	57,607.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	5,076,074.
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	5,076,074.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)

(b) How acquired
P — Purchase
D — Donation(c) Date acquired
(month, day, year)(d) Date sold
(month, day, year)

1 a			
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) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
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

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

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	2,262,464.	5,945,953.	0.380505
2010	2,313,760.	5,797,719.	0.399081
2009	2,003,336.	5,599,111.	0.357795
2008	1,832,673.	5,368,987.	0.341344
2007	1,944,033.	5,218,359.	0.372537

2 Total of line 1, column (d)

2

1.851262

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

0.370252

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

4

5,965,884.

5 Multiply line 4 by line 3

5

2,208,880.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

91.

7 Add lines 5 and 6

7

2,208,971.

8 Enter qualifying distributions from Part XII, line 4

8

2,216,996.

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

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

1 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	91.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	91.
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	91.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	240.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	0.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	240.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	149.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax 100. Refunded	11	49.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file 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 \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) VT - Vermont		
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? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Form 990-PF (2012)

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? Website address <u>www.benandjerrysfoundation.org</u>	13	X	
14	The books are in care of <u>Lisa Pendolino</u> Telephone no. <u>(802) 846-1500</u> Located at <u>30 Community Drive So. Burlington VT</u> ZIP + 4 <u>05403</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> N/A			
16	At any time during calendar year 2012, 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		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				

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

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

	Yes	No
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (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)	☐ Yes ☒ 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)? Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	X
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 2012?	1 c	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>	☐ Yes ☒ No	
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.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__ , 20__ , 20__ , 20__</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If 'Yes,' did it have excess business holdings in 2012 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 2012)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2012?	4 b	X

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Form 990-PF (2012)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?

5 b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6 a 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?

6 b X

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

7 a 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?

7 b N/A

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
Jerry Greenfield 30 Community Drive So. Burlington VT 05403	President 1.00	0.	0.	0.
Jeff Furman 30 Community Drive So. Burlington VT 05403	Treasurer 1.00	0.	0.	0.
Elizabeth Bankowski 30 Community Drive So. Burlington VT 05403	Secr./Consultant 4.00	5,850.	0.	0.
Anuradha Mittal 30 Community Drive So. Burlington VT 05403	Trustee 1.00	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

None

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		None

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 Not Applicable - Non-Operating Private Foundation	
2	
3	
4	

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

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

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Form 990-PF (2012)

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	1 a	308,389.
b Average of monthly cash balances	1 b	5,748,346.
c Fair market value of all other assets (see instructions)	1 c	0.
d Total (add lines 1a, b, and c)	1 d	6,056,735.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	6,056,735.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	90,851.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,965,884.
6 Minimum investment return. Enter 5% of line 5	6	298,294.

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	298,294.
2a Tax on investment income for 2012 from Part VI, line 5	2 a	91.	
b Income tax for 2012 (This does not include the tax from Part VI)	2 b		
c Add lines 2a and 2b	2 c		91.
3 Distributable amount before adjustments Subtract line 2c from line 1	3		298,203.
4 Recoveries of amounts treated as qualifying distributions	4		0.
5 Add lines 3 and 4	5		298,203.
6 Deduction from distributable amount (see instructions)	6		0.
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7		298,203.

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	1 a	2,216,996.
b Program-related investments — total from Part IX-B	1 b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3 a	0.
b Cash distribution test (attach the required schedule)	3 b	0.
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,216,996.
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	91.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,216,905.

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2012				298,203.
a Enter amount for 2011 only			0.	
b Total for prior years: 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2012				
a From 2007	1,945,872.			
b From 2008	1,567,278.			
c From 2009	1,725,494.			
d From 2010	2,024,844.			
e From 2011	1,965,630.			
f Total of lines 3a through e	9,229,118.			
4 Qualifying distributions for 2012 from Part XII, line 4: \$ 2,216,996.				
a Applied to 2011, 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 2012 distributable amount				
e Remaining amount distributed out of corpus	1,918,793.			298,203.
5 Excess distributions carryover applied to 2012 (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	11,147,911.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a Taxable amount - see instructions			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	1,945,872.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	9,202,039.			
10 Analysis of line 9:				
a Excess from 2008	1,567,278.			
b Excess from 2009	1,725,494.			
c Excess from 2010	2,024,844.			
d Excess from 2011	1,965,630.			
e Excess from 2012	1,918,793.			

BAA

Form 990-PF (2012)

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

N/A

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 2012, 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) 2012	(b) 2011	(c) 2010	(d) 2009	
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 or e-mail of the person to whom applications should be addressed

Lisa Pendolino
30 Community Drive
So. Burlington VT 05403 (802) 846-1500

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

Applications, where required, are submitted online. Go to www.benandjerrysfoundation.org.

c Any submission deadlines

Applications are typically accepted and reviewed on a monthly basis.

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

U.S. recipients only.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
See Attached	N/A	IRC Sec. 509(a) Public Charities	See Attached	2,016,922.
Total			3 a	2,016,922.
<i>b Approved for future payment</i>				
Vermont Community Garden Network 12 North Street Apt 5 Burlington VT 05401	N/A	509(a) Public Charity	Capacity Building	50,000.
Vermont Journalism Trust 64 N. Main Street Room 27 Montpelier VT 05602	N/A	509(a) Public Charity	Capacity Building	25,000.
Total			3 b	75,000.

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF

OMB No 1545-0047

2012

Name of the organization

Ben & Jerry's Foundation, Inc.

Employer identification number

03-0300865

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ► \$

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

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

Ben & Jerry's Foundation, Inc.

03-0300865

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Ben & Jerry's Homemade, Inc. 30 Community Drive South Burlington VT 05403	\$ 2,231,804.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	Bennett Cohen 191 Bank Street Burlington VT 05401	\$ 38,466.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

**Form 990-PF Part II,
Lines 6 and 7**

Receivables

2012

Name Ben & Jerry's Foundation, Inc.	Employer Identification Number 03-0300865
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Lender Information

Loan Receivable Type 4

Borrower's Name Vermont Community Loan Fund Borrower's Title Community Loan Fund

Check Box, if Borrower is a Business ☒ Relationship of Borrower (other loans only) None

Repayment Terms Various Borrower's Security None

Purpose of Loan Community Development Description of Consideration N/A

Original Amount 200,000. Beginning Year Balance 200,000. Year End Balance 200,000.

FMV of at Year End 200,000. FMV of Consideration 200,000.

Allowance for Doubtful Accounts (other loans only) 0.

Date of Note Various Maturity Date Various Interest Rate 2.00

Loan Receivable Type 3

Borrower's Name Louisiana Disaster Recovery Fund Borrower's Title Disaster Recovery Fund

Check Box, if Borrower is a Business ☒ Relationship of Borrower (other loans only) None

Repayment Terms Principal and Interest due November 2014 Borrower's Security Certificate of Deposit

Purpose of Loan Disaster Recovery Assistance Description of Consideration N/A

Original Amount 100,000. Beginning Year Balance 100,000. Year End Balance 100,000.

FMV of at Year End 100,000. FMV of Consideration 100,000.

Allowance for Doubtful Accounts (other loans only) 0.

Date of Note 09/01/12 Maturity Date 11/30/14 Interest Rate 1.25

Loan Receivable Type _____

Borrower's Name _____ Borrower's Title _____

Check Box, if Borrower is a Business ☐ Relationship of Borrower (other loans only) _____

Repayment Terms _____ Borrower's Security _____

Purpose of Loan _____ Description of Consideration _____

Original Amount _____ Beginning Year Balance _____ Year End Balance _____

FMV of at Year End _____ FMV of Consideration _____

Allowance for Doubtful Accounts (other loans only) _____

Date of Note _____ Maturity Date _____ Interest Rate _____

Loan Receivable Type _____

Borrower's Name _____ Borrower's Title _____

Check Box, if Borrower is a Business ☐ Relationship of Borrower (other loans only) _____

Repayment Terms _____ Borrower's Security _____

Purpose of Loan _____ Description of Consideration _____

Original Amount _____ Beginning Year Balance _____ Year End Balance _____

FMV of at Year End _____ FMV of Consideration _____

Allowance for Doubtful Accounts (other loans only) _____

Date of Note _____ Maturity Date _____ Interest Rate _____

Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
Miscellaneous Income	0.	0.	
Excise Tax Refunds	2,018.	0.	
Total	2,018.	0.	

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Reimbursed Payroll Costs (Ben & Jerry's Co. Employees)	157,359.	15,736.		141,623.
Dues & Subscriptions	8,650.	0.		8,650.
Insurance	1,656.	166.		1,490.
Miscellaneous	844.	84.		760.
Promotion	8,363.	0.		8,363.
Supplies	1,723.	172.		1,551.
Website & Technology	1,799.	0.		1,799.
Grant Making Expenses	1,209.	121.		1,088.
Total	181,603.	16,279.		165,324.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Wallace W Tapia, P.	Audit and Tax Services	5,970.	5,970.		0.
Wallace W Tapia, P	Accounting Consultatio	160.	160.		0.
Total		6,130.	6,130.		0.

Form 990-PF, Page 2, Part II, Line 14

L-14 Stmt

Line 14b - Description of Land, Buildings, and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
Grant Management Software	14,000.	8,517.	5,483.
Website	14,490.	14,490.	0.
Total	28,490.	23,007.	5,483.

Form 990-PF, Page 2, Part II, Line 15

Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year	
		Book Value	Fair Market Value
Investments - Agency Fund	108,389.	108,422.	108,422.
Total	<u>108,389.</u>	<u>108,422.</u>	<u>108,422.</u>

Form 990-PF, Page 2, Part II, Line 22

Other Liab Stmt

Line 22 - Other Liabilities:	Beginning Year Book Value	Ending Year Book Value
Agency Liability	108,389.	108,422.
Total	<u>108,389.</u>	<u>108,422.</u>

Ben & Jerry's Foundation
#03-0300865
Attachment to 2012 Form 990-PF

Donee	Purpose	Amount
Waterbury "CATS" Grants		
Windsor Hospital Corp - Volunteers in Action	Volunteers in Action Waterbury CAT grant	1,000 00
Hope Grows Community Farm Program	Helping Hands Work Program	1,000 00
Lens Meals on Wheels	General Support - Waterbury CAT grant	1,000 00
Central Vermont Adult Basic Education	General Support	1,000 00
Faith In Action Northern Communities Part	2012 Food/Share Farm Garden	1,000 00
Thatcher Brook Primary School	Mileage Club Field Trips	500 00
Stowe High School	Diversity Awareness Day	500 00
Rozalia Project	Waterbury CAT	1,000 00
New England Youth Theater, Inc	Sign Language Support for Inclusive Youth Theatre	500 00
Turning Point Recovery Center of Springfield	Facilities Enhancement - Waterbury CAT grant	1,000 00
Lamoille Area Cancer Network	12th Annual Sweetheart's Dance - Waterbury CAT grant	1,000 00
Ascutney Mountain Audubon Society	Herrick's Cove Wildlife Festival - Waterbury CAT grant	500 00
Barre Area Senior Center	Computer Lab & Resource Center - Waterbury CAT grant	500 00
Good Beginnings of Central Vermont	Family Home Visiting and Support - Waterbury CAT grant	500 00
Waterbury LEAP	6th Annual LEAP Energy Fair - Waterbury CAT grant	1,000 00
Good Neighbor Health Clinic, Inc	20th Anniversary Community Celebration - Waterbury CAT grant	200 00
Hazen Union School	Track and Field and Cross Country - Waterbury CAT grant	250 00
Planting Hope	Vermont Reuse Project - Waterbury CAT grant	500 00
Hazen Union School - Music Department	Trip to Boston - Waterbury CAT grant	1,000 00
Rural Community Transportation, Inc	Pool to School - Waterbury CAT grant	500 00
Thetford Academy	Robotics - Waterbury CAT grant	500 00
Windsor County Partners	General Support - Waterbury CAT Grant	250 00
Monteverdi Music School, Inc	46 Marre Street - Center for Arts and Education - Wtbry CAT	1,000 00
Vermont Assoc for Mental Health	Camp Daybreak - Waterbury CAT grant	1,000 00
Central Vermont Community Land Trust		500 00
Chandler Center for the Arts	Peter Pan - Waterbury CAT grant	500 00
Child Care Resource	Child Care Food Network	767 00
Vermont Children's Theater	General Support - Waterbury CAT grant	1,000 00
Lost Nation Theater	2012 Season Support - Waterbury CAT grant	1,000 00
Green Mtn Community Medical & Social Services	A Chocolate Fest - Neighborhood Connections - Wtbry CAT grant	1,000 00
North Branch Nature Center	Nature Adventure Program - Wtbry CAT grant	500 00
Community Emergency Relief Volunteers	Northfield Area Children's Summer Lunch Project	500 00
Puffer Child Care Center	Playground Improvement Project	750 00
Bethel School District	Missoula Children's Theater Summer Program	500 00
Early Education Resource Center of Waterbury	Waterbury Kids Fest - Waterbury CAT grant	750 00
Meals & Wheels of Greater Springfield	General Support - Waterbury CAT grant	1,000 00
Millstone Trails Association, Inc	RockFire - Barre Town Forest Celebration	1,000 00
Friends of North Branch Nature Center	Youth Birding Program	500 00
Dream on Curbs Riding Center, Inc	Therapeutic Horseback Riding	1,000 00
Green Mountain Performing Arts, Inc	Arts Studio - Waterbury CAT Grant	500 00
Hannah's House, Inc	Educational Outreach - Parenting Workshops	750 00
KMRIA, Inc	Global Scale Communication to Enhance Ed in Rural Cultures	750 00
Listen Lebanon In Service to Each Neighbor	River Point Plaza Community Kitchen	1,000 00
LPCTV	New Facility Building Your Media Future	750 00
New England Lung Cancer Project	E-Race the Stigma - Mtn Bike poker run	1,000 00

Ben & Jerry's Foundation
#03-0300865
Attachment to 2012 Form 990-PF

Donee	Purpose	Amount
Orchard Valley Waldorf School	Endangered Plant Trail Repair & Maintenance	500 00
Ottawaquechee Health Foundation	Good Neighbor Grant Program	500 00
Putney Family Services	Get Wet/Get Buggy	500 00
River Arts of Morrisville	2012 Summer Youth Arts Programs	1,000 00
Waterbury Activities and Cultural Center	2012 Waterbury Youth Mural Project	950 00
Thatcher Brook Primary School	River of Light Community Lantern Parade 2012	500 00
Under the Wings Respite House	BAck to School Backpack Event	500 00
Vermont Youth Conservation Corps	Waterbury CAT grant	500 00
Windham Child Care Association	Fall into Art	750 00
Vermont River Conservancy	Enosburg Falls Missisquoi River Park	1,000 00
Vermont Fiddle Orchestra	Sap Run Fiddlers	500 00
Lamoille County Habitat for Humanity	General Support	1,000 00
North Central Vermont Recovery Center	Fundraiser - Waterbury CAT grant	750 00
People's Health & Wellness Clinic	Health Care for the Uninsured and Underinsured	1,500 00
Pettee Memorial Library	Public Library Youth Programs	1,000 00
Vermont State Parks	Little River State Park - Waterbury City Project	2,000 00
Christian Alliance Church	Connecting Hope - Waterbury CAT grant	750 00
Heartbeet Lifesharing	Fourth Lifesharing Home Waterbury CAT grant	500 00
Stepping Stones Preschool	The Arts in our Preschool Program	500 00
Revitalizing Waterbury	Community Image Building/Retail Market Study	1,000 00
Kellogg Hubbard Library	Evening at the Library	750 00
Lamoille County Habitat for Humanity	General Support	1,000 00
Lamoille County VFW Post 9653	Calcutta for Lifeline 2012 fundraiser	1,000 00
Springfield School District	Walk Across America - Waterbury CAT grant	450 00
Chandler Center for the Arts	"8 the Play" ticket subsidies for students	500 00
Hyde Park Elementary School	Sports for Life 2013 - Waterbury CAT grant	500 00
Laraway Youth and Family Services	Laraway Playground Project - Waterbury CAT grant	500 00
West Brookfield Village Trust	Maintenance and Repair of W Brookfield Church - Waterbury CAT grant	1,000 00
Elmhill, Inc	Maplehill School and Community Farm Elder Project	1,520 00
River Arts of Morrisville	Murphy's Barn	1,613 00
Summit School of Traditional Music	Winter Folk Festival	1,000 00
The Barre Opera House	Summer on the Stage	750 00
Thatcher Brook Primary School - PTO	Sports for Life - Waterbury CAT grant	500 00
Central Support "CATS" Grants		
Common Roots	Farm to Go	1,500 00
Common Roots	Farm to Go Support	1,500 00
Women Helping Battered Women	Parenting Support for Non-Abusing Parents	2,500 00
Addison County Humane Society	Medical Service and Feeding Program	2,500 00
Burlington Supportive Housing Initiatives	Homelessness Prevention Initiative	1,000 00
Vermont Association for Mental Health, Inc	ME2/orchestra, Inc Spring Concert	500 00
Rozalia Project	Central CAT	1,500 00
Local Motion	Bike Recycle Vermont - Central CAT grant	1,000 00
Edmunds Middle School	Vegetable Lab - Central CAT grant	1,500 00
Linking Learning to Life, Inc	Roots of Success - Central CAT grant	1,000 00
Partners In Adventure	General Support - Central CAT grant	1,000 00

Ben & Jerry's Foundation
#03-0300865
Attachment to 2012 Form 990-PF

Donee	Purpose	Amount
Vermont Achievement Center	Sensory Program for Young Children with Autism - CS CAT grant	1,500 00
Catamount Trail Association	Catamount Trail Restoration and Improvements, Mad River Valley - CS CAT grant	750 00
Child Care Resource	Child Care Food Network - Central CAT grant	1,000 00
Mercy Connections	Nourishment Activities - Central CAT grant	2,500 00
Middlebury Community Care Coalition	General Support - Central CAT grant	3,000 00
Spring Hill Horse Rescue	Operation Back on our Hooves - CS CAT grant	2,000 00
The Mentor Connector	Reach the Stars - Central CAT grant	3,000 00
University of Vermont and State Agricultu	UVM Farmer Training Program	500 00
Visiting Nurse Assoc of Chittenden & Gra	Camp Knock Knock - Central CAT grant	1,000 00
Linking Learning to Life, Inc	Work Together to Stop Racism	890 00
Intervale Center, Inc	Sustaining the Intervale Burl Emeral Jewel	1,000 00
City of Winooski	Underground Teen Center - Central CAT grant	2,000 00
Shader Croft School, Inc	Summer Middle School Literacy Program - Central CAT grant	2,500 00
American Lung Association of New England	Champ Camp for Kids with Asthma	1,000 00
Champlain Valley Agency on Aging	Top Chef of the Champlain Valley - Central CAT grant	500 00
Community Health Services of Addison Coun	Volunteer Recruitment and Training	500 00
Lucy's House for the Prevention of Homele	Pet Food Bank - Central CAT Grant	500 00
Southwestern Vermont Council on Aging	Meals on Wheels of Rutland County	2,000 00
Camp Exclamation Point, Inc	General Support	1,000 00
Vermont Youth Conservation Corps	Central CAT grant	1,000 00
Camp ForMe	General Support	2,000 00
Lund Family Center	All Children All Families Seal	3,000 00
UVM - Upward Bound	UVM Upward Bound	1,000 00
Awakening Sanctuary	Living Well Volunteer Coordinator Project	1,500 00
Boys & Girls Club of Burlington	Winssoki Street Band Project	1,000 00
Edmunds Elementary School - Four Winds	Four Winds Nature Institute	500 00
Blue Star Mother's of Vermont	Veterans Financial Assistance Program	1,000 00
Vermont Division for EARly Childhood	PEASE Playground - Central CAT grant	2,000 00
Northern Vermont Resource Conservation &	Vermont Farmers Food Center	1,500 00
Addison County Humane Society	Medical Services and Feeding Program	500 00
Town of Cornwall	Partners in Planning Residents Document Cornwall's Natural Resources	500 00
Helping and Nurturing Diverse Seniors	8th Annual Holiday Dinner for Seniors - Central CAT grant	500 00
Shoreham Elementary School	New Floor for Community Gym - Central CAT grant	500 00
J J Flynn Elementary School	Very Merry Theatre Program	500 00
Vermont Foodbank	General Support	370 00
St. Albans "CATS" Grants		
Orleans County Natural Resource Conservat	Farm and Conservation Field Day	1,500 00
Franklin Grand Isle Emergency Food Shelf	4 Soups in a Bag - St Albans CAT grant	600 00
Franklin County Humane Society	In memory of Tim Bristol - St Albans CAT grant	5,000 00
Franklin Northwest Supervisory Union	FNWSU After School Programs	3,000 00
Rozalia Project	St Albans CAT	2,000 00
Gedakina, Inc	Cultural Survival - St Albans CAT	1,000 00
Missisiquoi River Basin Assoc , Inc	Bugworks - St Albans CAT	2,000 00
Animal Rescue of the Kingdom	General Support - St Albans CAT grant	2,500 00
Essex County Natural Resources Cons Dist	Conservation Field Day - St Albans CAT grant	500 00

Ben & Jerry's Foundation
#03-0300865
Attachment to 2012 Form 990-PF

Donee	Purpose	Amount
Franklin County Home Health Agency, Inc	4th Annual Blue Jean Ball for Home Health - St A CAT grant	2,000 00
Highgate Public Library	Highgate Explorers' ASK (After School Kids) Program	1,000 00
NWVFAFA	Holiday Project	2,000 00
Fairfield Community Center Association, I	The Vermont Soup Project	1,000 00
Franklin Northeast Supervisory Union	Camp Highgate - St Albans CAT grant	1,000 00
Town of Canaan Recreation Park Committee	HEALTHY "U" - St Albans CAT grant	2,000 00
Vermont Youth Conservation Corps	St Albans CAT grant	1,000 00
Samantan House	Transitional Housing Program	5,000 00
Vermont's Camp Ta-Kum-Ta	St Albans Site Project	1,000 00
Greater Burlington YMCA	Camp Abnaki - St Albans Site Project	1,000 00
YWCA of Vermont - Hochelaga	St Albans Site Project	1,000 00
Franklin-Grand Isle United Way	Festival of Trees - St Albans CAT grant	2,000 00
St Albans Recreation Department	Discretionary Grant given by Rick Holcomb for his service on the CAT	500 00
Friends of Bent Northrop Memorial Library	Fairfield Farmers Market Online - Increase Access to the truly local	600 00
Highgate Elementary School	Transportation to Starbase Program	1,400 00
NEKCA, Inc	St Albans CAT grant	5,000 00
Patroits Youth Football, Inc	St Albans CAT grant - General Support	1,000 00
Barton Public Library	St Albans CAT grant - Repair to Library	2,400 00
Missisquoi Valley Union High School	2013 Substance Free Graduation Celebration	500 00
Vermont's Camp Ta-Kum-Ta	2013 Year Round programs	6,500 00
Franklin County Senior Center, Inc	Update on Electric Service	4,000 00
Waterbury Plant Manager's Fund		
Waterbury Rotary Club	Not Quite Independence Day - Plant Mgrs Fund	2,500 00
Waterbury Fire Department	2013 Calendar	150 00
American Red Cross - Jersey Coast Chapter	Hurricane Sandy Relief	2,000 00
Waterbury Food Shelf	General Support - PMF	1,000 00
Salvation Army	General Support	250 00
St. Albans Plan Manager's Fund		
St Albans Town Educational Ctr	Odessey of the Mind	250 00
Franklin Grand Isle Community Action	Food Bank General Support - PMF	1,000 00
LLB Fund		
CCTV Center for Media & Democracy	Common Good Vermont - Benchmarks Conference Support	1,000 00
Social Ventures, Inc	Support for The Family Organization - Basketball program	1,500 00
Vermont ETV, Inc	Essay Project - Corporate Giving	625 00
Bright Blue, Inc	Vermont Energy Independence Day Film Project	1,500 00
Strolling of the Heifers	Slow Living Summit	1,000 00
National Farm to School Network/Tides Cen	2012 Conference - Burlington	2,500 00
The University of Vermont Foundation	The New Feminist Agenda	1,000 00
Truthout	General Support	1,000 00
St Michael's College	Vermont Campus Compact	5,000 00
Pasadena Arts Council, Inc	Skid Row Advocacy event	700 00
Earthworks	Stop the Frack Attack Day of Action	1,000 00
Just Food	NESAWG - 2012 Conference Sponsorship	1,000 00

Ben & Jerry's Foundation
#03-0300865
Attachment to 2012 Form 990-PF

Donee	Purpose	Amount
Vermont Workers' Center	Vermont Peoples' Convention	2,000 00
Vermont Community Loan Fund	25th Anniversary Event Sponsorship	1,000 00
Families First in Essex County	20th Anniversary Support	2,500 00
Center for Transformative Action	Videographer for Isreal trip	2,000 00
CCTV Center for Media & Democracy	Common Good Vermont General Support	1,000 00
Oregon Citizens for Safe Drinking Water	Clean Water Portland Project	2,000 00
National Domestic Workers Alliance	Leading with Love Anniversary Celebration Support	5,000 00
Vermont Assoc for Mental Health	"Going to Waterbury" project	1,000 00
Vermont Assoc for Middle Level Education	Stand Up, Speak Up conference	2,000 00
New England Farmers Union Education Found	Support for 2012 Annual Mtg	500 00
Vermont Works for Women	FRESH Program	10,000 00
Voices for Vermont's Children	General Support	5,000 00
Public Assets Institute	General Support	5,000 00
Migrant Justice	General Support	5,000 00
Salvation Farms	General Support	10,000 00
Vermont Rural Education Collaborative	General Support for YATST	10,000 00
NYFA	Dirt & Deeds in Mississippi	1,500 00
Employee Matching Gifts Program Grants		
Vermont Natural Resources Council	Greenfield, Jerry	2,000 00
CVOEO - WARMTH Program	Hamerslough, John	150 00
Vermont Special Olympics	Michalak, Rob	50 00
Vermont Special Olympics	Willenborg, Hanneke	150 00
Vermont Special Olympics	Fredette, Eric	50 00
Vermont Special Olympics	Earley, Jane	20 00
Vermont Special Olympics	Bowman, Jane	20 00
Vermont Special Olympics	Myers, Lori	20 00
Vermont Special Olympics	Greenwood, Sean	20 00
Vermont Special Olympics	Barker, Andy	25 00
Vermont Special Olympics	Greenfield, Jerry	50 00
Vermont Special Olympics	Pendolino, Lisa	20 00
Special Olympics Vermont	Michalak, Rob	32 58
Minnesota Public Radio	Kozachok, Ken	400 00
C O T S	Graning, Michael	25 00
Camp Exclamation Point, Inc	Thomas, Eric	335 00
350 org	Barker, Andy	50 00
Fletcher Allen Health Care	Graning, Michael	800 00
Castleton State College	Boyd, Stewart	100 00
St Marys - Tileston Outreach	Fleming, Pat	100 00
Friends of Burlington Community Gardens	Barker, Andy	50 00
Champlain Island Parent Child Center	Satink, Jeannie	185 00
The Cohos Trail Association	Scheidt, Daniel	250 00
The Chill Foundation	Schimoler, Kirsten	25 00
Vermont Youth Conservation Corps	Barker, Andy	25 00
American Red Cross Northern VT Chapter	Edwards, Brian	100 00
Truthout	Jeffery, Dana	30 00

Ben & Jerry's Foundation
#03-0300865
Attachment to 2012 Form 990-PF

Donee	Purpose	Amount
Special Olympics Minnesota, Inc	Kozachok, Ken	40 00
Flynn Center for the Performing Arts	Solheim, Jolstein	1,500 00
Vermont Historical Society	Wernhoff, Lisa	55 00
Vermont Public Television	Hammerslough, John	40 00
Vermont Public Television	Edwards, Brian	100 00
Vermont Public Television	Wernhoff, Lisa	75 00
Vermont Public Television	Michalak, Rob	60 00
Spectrum Youth & Family Service	Pendolino, Lisa	50 00
Planned Parenthood of Northern New England	Austin-Bradley, Blair	40 00
Loeys Dietz Syndrome Foundation	Hogan, Marla	650 00
Pennsylvania State University	Edwards, Brian	100 00
Vermont Public Radio	Edwards, Brian	100 00
Vermont Public Radio	Golden, Rebecca	50 00
Vermont Public Radio	Wernhoff, Lisa	100 00
Vermont Public Radio	Austin-Bradley, Blair	40 00
American Lung Association of New England	Gordon, Timothy	100 00
Cystic Fibrosis Foundation	Edwards, Brian	50 00
American Heart Association, Inc	Jeffery, Dana	25 00
Colgate University	Edwards, Brian	250 00
ASPCA	Wernhoff, Lisa	50 00
Greater Derry Humane Society, Inc	Tipper, Paulette	1,500 00
Green Mountain Club, Inc	Edwards, Brian	50 00
Angelman Syndrome Foundation	Meese, Beth	25 00
March of Dimes	Kennedy, Kathy	50 00
Shelburne Farms	Edwards, Brian	65 00
Shelburne Farms	Golden, Becca	65 00
North Country Animal League	Sayah, Charles	25 00
American Cancer Society	Bryan, Joy	250 00
American Cancer Society	Noel, Jackie	50 00
American Cancer Society	Ingalls, Keith	50 00
American Cancer Society	Johnson, Jeff	25 00
American Cancer Society	Carlson, Deb	50 00
American Cancer Society	Pelky, Corey	25 00
American Cancer Society	Bush, Kirk	25 00
American Cancer Society	Peky, Mane	25 00
American Cancer Society	Dean, Jennifer	25 00
American Cancer Society	Bush, Jacob	25 00
American Cancer Society	Wernhoff, Lisa	25 00
American Cancer Society	Fregean, Craig	25 00
American Cancer Society	Atwood, Jess	50 00
American Cancer Society	Richards, Kris	50 00
American Cancer Society	Partlow, Debra	25 00
American Cancer Society	Williams, Corey	100 00
American Cancer Society	Cummings, Patricia	100 00
American Cancer Society	Paquette, Stephen	100 00
American Cancer Society	Corliss, Jesse	50 00

Ben & Jerry's Foundation
#03-0300865
Attachment to 2012 Form 990-PF

Donee	Purpose	Amount
American Cancer Society	Sherwood, Althea	40 00
American Cancer Society	Haakey, Pam	100 00
American Cancer Society	Robertson, Joseph	50 00
American Cancer Society	Bockus, Jennie	50 00
American Cancer Society	Ouimette, Emily	100 00
American Cancer Society	Matching Gift Program	
American Cancer Society, Inc	Weller, Amy	100 00
American Cancer Society - NJ	Barker, Andy	25 00
Lake Champlain Community Sailing Center	Pendolino, Lisa	1,000 00
Ithaca Health Alliance	Furman, Jeff	400 00
Child Development Council of Central NY	Furman, Jeff	400 00
Catholic Charities of Tompkins/Tioga	Furman, Jeff	400 00
Dana Farber Cancer Institute	Edwards, Brian	52 40
Vermont's Camp Ta-Kum-Ta	Sweeney, Rose	300 00
Partners In Adventure	Shaffer, John	200 00
Mary Hitchcock Memorial Hospital	Kennedy, Kathy	50 00
Rainforest Action Network	Cohen, Ben	1,000 00
Vermont Foodbank	Jeffery, Dana	25 00
Flynn Center for the Performing Arts	Cohen, Ben	1,000 00
Vermont ETV, Inc	Scheidt, Daniel	60 00
Windham Foundation	Bankowski, Liz	250 00
Vermont's Camp Ta-Kum-Ta	Fitzgerald, Nichole	80 00
Bahamas Hope Foundation, Inc	Kozachok, Ken	40 00
Ronald McDonald House Charities of Burlin	Fitzgerald, Nichole	50 00
JDRF	Kozachok, Ken	100 00
Sjogrens Syndrome Foundation	Heintz, Debra	50 00
Vermont ETV, Inc	Bankowski, Liz	100 00
Vermont Foodbank	Golden, Becca	35 00
Dragonheart Vermont	Lane, Donald	150 00
American Cancer Society	Jette, Andre	100 00
American Cancer Society	Kennedy, Kathy	25 00
International Myeloma Foundation	Ellen Kresky directed	50 00
King Street Youth Center	Ellen Kresky Directed	200 00
Rozalia Project	Pendolino, Lisa	500 00
Franklin County Caring Communities	Silent Auction Fundraiser to support Youth Program	1,700 00
NEKCA, Inc	Silent Auction Fundraiser - Fuel Assistance Program	1,532 00
Vermont Foodbank	Hamerslough, John	100 00
Vermont Foodbank	Edwards, Brian	100 00
Vermont Foodbank	Bach, Greg	100 00
Vermont Foodbank	Double Match	300 00
Vermont Land Trust, Inc	Golden, Becca	50 00
Vermont Land Trust, Inc	Asch, Andrea	50 00
Vermont Land Trust, Inc	Hamerslough, John	100 00
DREAM	Barker, Andy	50 00
Special Olympics Vermont	Kozachok, Ken	40 00
Special Olympics Vermont	Boyd, Stewart	25 00

Ben & Jerry's Foundation
#03-0300865
Attachment to 2012 Form 990-PF

Donee	Purpose	Amount
Special Olympics Vermont	Trombley, Robert	150 00
Special Olympics Vermont	Audet, Kim	250 00
Vermont's Camp Ta-Kum-Ta	Jette, Andre	105 00
CVOEO - WARMTH Program	Hamerslough	200 00
CVOEO - WARMTH Program	Double Match	200 00
CVOEO - Chittenden Emergency Foodshelf	Hamerslough, John	300 00
CVOEO - Chittenden Emergency Foodshelf	Double Match	300 00
Community Action Service Team, Inc	Audet, Kim	50 00
Community Action Service Team, Inc	Double Match	50 00
Richmond Food Shelf and Thrft Store	Hamerslough, John	100 00
Richmond Food Shelf and Thrft Store	Double Match	100 00
Franklin County Humane Society	Asch, Andrea	25 00
Bethlehem Children's School	O'Brien, Katie	500 00
St Mary's Center	Mittal, Anuradha	100 00
Conscious Alliance	Curley, Jay	200 00
Northeast Wilderness Trust	Golden, Becca	25 00
Hunger Free Vermont, Inc	Greenfield, Jerry	1,000 00
Hunger Free Vermont, Inc	Asch, Andrea	33 00
NOFA	Golden, Becca	50 00
Church World Service	Southworth, Chris	25 00
Vermont Historical Society	Golden, Becca	55 00
Displaced Homemakers Center of Tompkins C	Furman, Jeff	400 00
Friendship Donations Network/Salvation Ar	Furman, Jeff	250 00
Preservation Trust of Vermont	Golden, Becca	25 00
Chewonki Foundation	Barker, Andy	100 00
Glades Youth Hockey	Parento, Robert	120 00
Richmond Rescue	Asch, Andrea	25 00
Richmond Rescue	Hamerslough, John	50 00
Food 4 Farmers	Greenwood, Sean	500 00
Local Motion	Barker, Andy	50 00
Local Motion	Hamerslough, John	25 00
St Marys - Tileston Outreach	Fleming, Pat	100 00
The Land Institute	Barker, Andy	100 00
Camp Arcadia Scholarship Foundation	Asch, Andrea	50 00
Friends of Burlington Community Gardens	Barker, Andy	50 00
United Way of Windham County	Bankowski, Liz	100 00
Grafton Historical Society, Inc	Bankowski, Liz	50 00
Vermont Symphony Orchestra	Barker, Andy	100 00
Home At Last Housing for Homeless Veteran	Bankowski, Liz	50 00
Southern Vermont Health Services Corp	Bankowski, Liz	100 00
Women Helping Battered Women	Asch, Andrea	25 00
Leukemia & Lymphoma Society	Weller, Amy	100 00
Frederick County Humane Society	Barker, Greta	250 00
Salvation Army Northern New England	Bach, Greg	75 00
St Jude Childrens Research Hospital	Bach, Greg	75 00
Vermont Natural Resources Council	Edwards, Brian	25 00

Ben & Jerry's Foundation
#03-0300865
Attachment to 2012 Form 990-PF

Donee	Purpose	Amount
Heifer Project International, Inc	Sayah, Charles	250 00
Migrant Justice	Baker, Andy	250 00
Trustees of Boston University	Edwards, Brian	100 00
State YMCA of Michigan	Granning, Michael	50 00
The Nature Conservancy	Barker, Andy	100 00
American Cancer Society	Longe, Joey	100 00
American Cancer Society	Fitzgerald, David	100 00
American Cancer Society	Rigano, Jason	100 00
American Cancer Society	Langevin, John	100 00
American Cancer Society	Penberthy, Kevin	100 00
American Cancer Society	Robtoy, Matthew	100 00
American Cancer Society	Trahan, Ellen	100 00
American Cancer Society	Heath, Audrey	100 00
American Cancer Society	Jochim, Kathleen	100 00
American Cancer Society	Corey, Renee	100 00
American Cancer Society	Richards, Kris	100 00
American Cancer Society	Roberston, Joseph	100 00
American Cancer Society	Ingalls, Keith	100 00
American Cancer Society	Trombley, Rbt	100 00
American Cancer Society	Rigano, Geraldine	82 00
American Cancer Society	Quimette, Emily	250 00
American Cancer Society	Magnus, Susan	225 00
American Cancer Society	Arrayo, Lesle	25 00
"U-Fund" Grants		
Community Partners	FNTG General Support	15,000 00
Movement Strategy Center	The 99% Spring Project	10,000 00
The Oakland Institute	General Support	50,000 00
Grassroots Global Justice Alliance	GGJ Transition Request - U-Fund Grant	5,000 00
Citizen Works	Fair Contract Project	20,000 00
Center for Transformative Action	Palestine Trip Sponsorship - U-Fund Grant	15,000 00
International Forum on Globalization	Movement Resource Group	100,000 00
International Forum on Globalization	U-Fund Grant	5,000 00
EDGE Funders Alliance	Support for Transition from FNTG to EDGE	5,000 00
Committee and Other Directed Grants		
Green Mountain Aquatics	Vasily Mikheyev service to the Foundation Committee	500 00
Martha's Kitchen	Nancy Brennan Discretionary Grant	250 00
Chittenden Emergency Food Shelf	Nancy Brennan Discretionary Grant	250 00
Grounds for Health, Inc	Ben's Donor Directed	1,000 00
Vermont Foodbank	Ben's Donor Directed	1,000 00
United for a Fair Economy	Ben's Donor Directed	1,000 00
Vermont Natural Resources Council	Ben's Donor Directed	5,000 00
ReSource	Ben's Donor Directed	1,000 00
Times Up	Ben's Donor Directed	1,000 00
FCNL Education Fund	Ben's Donor Directed	1,000 00

Ben & Jerry's Foundation
#03-0300865
Attachment to 2012 Form 990-PF

Donee	Purpose	Amount
Peace & Justice Center	Ben's Donor Directed	500 00
Community Futures Collective/Angola 3	Ben's Donor Directed	1,000 00
Sustainable Markets Foundation	Physicians, Scientists and Engineers for Healthy Energy	5,000 00
Alliance for Global Justice	Action Resource Fund	1,000 00
New England Grassroots Environmental Fund	Smart Growth for Bristol - Ben's Donor Directed	5,000 00
BALLE	General Support - Ben's Donor Directed	10,000 00
Carne's Touch	Ben's Donor Directed	2,500 00
Brattleboro Museum & Art Center	Art in the Neighborhood	1,000 00
The Family Place	Annual Event - Liz Bankowski Discretionary	1,000 00
ACLU Foundation of Vermont	Liz Bankowski Discretionary Grant	2,000 00
International Forum on Globalization	Anuradha Mittal - Discretionary Grant	5,000 00
Vermont Workers' Center	Jerry's Discretionary - General Support	10,000 00
Bonnyvale Environmental Center	Discretionary Grant from Liz Bankowski	1,000 00
Friends of the West River Trail	Discretionary Grant from Liz Bankowski	2,000 00
Greater Ithaca Activities Center	Jeff Furman Discretionary	1,500 00
Village at Ithaca	Jeff Furman Discretionary	1,500 00
Tompkins County Workers' Center	Jeff Furman Discretionary	1,500 00
Social Ventures, Inc	Jeff Furman Discretionary	7,000 00
Center for Transformative Action	Dorothy Cotton Institute	2,500 00
Alternatives Impact	Jeff Furman Discretionary	1,000 00
The Oakland Institute	Harvard University Student Research/Argentina Farmland	5,000 00
Montclair Elementary School	Anuradha Mittal Discretionary - SCA	5,000 00
Vermont Youth Conservation Corps	Jerry Greenfield Discretionary Grant	5,000 00
ACLU Foundation of Vermont	Discretionary Grant from Liz Bankowski	2,000 00
Migrant Justice	Discretionary Grant from Liz Bankowski	1,000 00
Vermont Partnership for Fairness & Divers	Discretionary Grant from Liz Bankowski	1,000 00
Vermont Independent Media, Inc	Discretionary Grant from Liz Bankowski	1,000 00
SEVCA	Discretionary Grant from Liz Bankowski	1,000 00
Vermont Land Trust, Inc	Discretionary Grant from Liz Bankowski	1,000 00
Conservation Law Foundation	Discretionary Grant from Liz Bankowski	1,000 00
5790 - Grants - Discretionary (staff)		
Folsom PTO	General Support - LCP Discretionary Grant	1,000 00
Revitalizing Waterbury	Dana Jerrery Discretionary Grant - Front Porch Forum	500 00
Rozalia Project	LP Discretionary	500 00
Folsom Elementary School	Drama - LP Discretionary	250 00
American Baptist Churches of VT and NH	Community Church of Huntington	200 00
Folsom Elementary School	French Program - Lisa Pendolino Discretionary Grant	500 00
Town of South Hero	Discretionary Grant for Recreation Committee Use	500 00
Folsom PTO	General Support	1,000 00
Folsom Elementary School	Lisa Discretionary - School Garden	2,000 00
South Hero Community Library	Lisa Discretionary - General Support	500 00
Smile Elementary School	Dana Jeffery - SCA support	1,750 00
Folsom Elementary School	Sunshine Fund	250 00
People to People Ambassadors	Josh Webster-Heenan	250 00
South Hero Land Trust	General Support - LCP Discretionary	500 00

Ben & Jerry's Foundation
#03-0300865
Attachment to 2012 Form 990-PF

Donee	Purpose	Amount
Folsom Elementary School	School Library - LP Discretionary Fund	250 00
Brewster Pierce Memorial School	Becca Golden Discretionary Grant	4,000 00
Huntington Public Library	Becca Golden Discretionary Grant	3,300 00
Vermont ETV, Inc	Dana Jeffery Discretionary Grant	500 00
Vermont Land Trust, Inc	Bolton Valley Nordic & Backcountry - Dana Jeffery Discretionary	500 00
Foundation Grants		
Louisiana Bucket Brigade	Refinery Efficiency Initiative	15,000 00
International Indian Treaty Council	North-South Indigenous Network Against Pesticides	15,000 00
The Peace Alliance Educational Institute	Student Peace Alliance - Youth Violence Prevention Project	15,000 00
Granite State Organizing Project (GSOP)	General Support	12,500 00
Hollaback	Youth Leadership Initiative	15,000 00
Wheelock Mountain Farm	VT Migrant Farmworker Solidarity Project - General Support	15,000 00
Muslim Consultative Network	MY NYC Leadership Project	15,000 00
Brandworkers International	General Support	10,000 00
Asian Health Services	CA Healthy Nail Salon Collaborative General Support	15,000 00
Grand Canyon Wildlands Council	Grand Canyon Wolf Recovery Project	15,000 00
Queens Community House, Inc	NY Coalition to Expand Voting Rights	10,000 00
Earth Island Institute	Rooted in Community - Amplifying Voices	13,700 00
United Interfaith Action of SE MA	Immigrant Training & Organizing Project	10,000 00
A J Muste Memorial Institute	VAMOS Unidos - General Support	15,000 00
Youth United for Community Action	General Support	15,000 00
No Asphalt Defense Fund, Inc	Stop the HMA Plant	9,000 00
WesMon Ty Resource Conservation & Devel P	Tygart Valley Growers Assoc - Small Grant	1,000 00
Food Chain Workers Alliance	Small Grant - Food workers and Food Justice Conf	2,500 00
Cangress	Community Watch Project	15,000 00
United Neighbors of Fitchburg, Inc	Cleghorn Neighborhood Center - Organizing for Change	12,500 00
Community Environmental Legal Defense Fun	Project on Natural Gas Drilling and Fracking	15,000 00
Damascus Citizens for Sustainability	Mapping Water Contamination in PA	15,000 00
Neighbor to Neighbor MA Education Fund	Viva Holyoke! Campaign for a Healthy Coal-Free City	15,000 00
Project South	Education Justice - Atlanta Project	15,000 00
Turning Point for Women and Families	Arise NY! Muslim Youth Organizing Against Hate Crimes	10,000 00
United Workers Association	Human Rights Zone Campaign	15,000 00
Essex County Community Organization	Lynn Youth Organizing Project	10,000 00
EPOCA	Re-Routing the Prison Pipeline	15,000 00
Little Village Environmental Justice Org	Real Solutions to Climate Change	15,000 00
People Acting for Community Together	Unemployment Project	15,000 00
Press Pass TV, Inc	Community Connect	13,500 00
Queens Congregations United for Action	Economic Justice for All	15,000 00
smartMeme, Inc	Training and Strategy Project	13,000 00
Workers Defense Project	Organizing for Change	15,000 00
CADRE	General Support	15,000 00
Sustainable Harvest International	Food for Maine's Future - Small Grant	1,000 00
Ecological Options Network	Positive News -Small Grant	1,000 00
Colorado Progressive Coalition	Community Organizing and Leadership Development	15,000 00
Critical Resistance - Oakland	General Support	15,000 00

Ben & Jerry's Foundation
#03-0300865
Attachment to 2012 Form 990-PF

Donee	Purpose	Amount
Northwest Arkansas Workers Justice Ctr	Empowering Workers and Uniting Working Hands	15,000 00
Pilsen Alliance	Tax Increment Financing Equity	15,000 00
Responsible Endowments Coalition	Move our Money Community Investment Campaign	15,000 00
Seattle Young People's Project (SYPP)	Justice for Youth Coalition	15,000 00
Pleasant Street Neighborhood Network Ctr	Worcester Homeless Action Committee	15,000 00
Arctic Voices	Save the Blair Mtn Battlefield, WV - Small Grant	1,000 00
Village Ecosystem	The Village Ecosystem Challenge	1,000 00
Friends of the Blue Hills Charitable Trus	Healthy Forest, Healthy People - Small Grant	1,000 00
Environmental Justice Coalition for Water	AGUA Coalition - Safe Water for All	15,000 00
Battered Women's Resource Center	Voices of Women Organizing Project	15,000 00
Network On Women In Prison	CA Coalition for Women Prisoners - Across the Walls	15,000 00
Centro Humanitiano Para Los Trabajadores	Day Laborer and Domestic Worker Center	15,000 00
National Foster Youth Action Network	New Voices Project	15,000 00
Blocks Together	General Operating	15,000 00
Brazilian Immigrant Center	General Support - Bridgeport, CT	10,000 00
Community Organizing And Family Issues	Parents Organized to Win, Educate and Renew - Policy Action Council	15,000 00
Northern Manhattan Coalition for Immigran	Rehearsing for Life and Building a Movement	15,000 00
Public Higher Education Network of Massac	General Support	15,000 00
Sunflower Community Action	Democracy for All	15,000 00
Transnational Institute for Grassroots Re	General Support	15,000 00
VOZ Workers Rights Education Project	General Support	15,000 00
Earth Force, Inc	Greening Forward - Small Grant	1,000 00
Southeast Asian Community Alliance	Youth Organizing Program	15,000 00
Blocks Together	Site Visit - Thank You	1,000 00
Community Organizing And Family Issues	Site Visit - Thank You	1,000 00
Latino Union of Chicago	Site Visit - Thank You	1,000 00
Little Village Environmental Justice Org	Site Visit - Thank You	1,000 00
Parents United for Responsible Education	Site Visit - Thank You	1,000 00
Pilsen Alliance	Site Visit - Thank You	1,000 00
Community Organizing And Family Issues	Wells HS Peace Center in Memory of Angel Alvarez	1,000 00
Vermont Interfaith Action	General Support	15,000 00
Vermont Natural Resources Council	General Support	15,000 00
International Media Project	"Making Contact" Collaborative Project Proposal Transit to the People	2,000 00
Southwest Research and Information Center	Bluewater Valley Downstream Alliance	2,000 00
Anse, Inc	Anse and Organize!	12,000 00
BARK	General Support	15,000 00
Cascadia Wildlands Project	Cascadia Corndors	15,000 00
Justice Now	General Support	15,000 00
RightRides for Women's Safety	New Yorkers for Safe Transit	15,000 00
United Community Centers	East New York Farms	15,000 00
Western Lands Project	General Support	15,000 00
Western Regional Advocacy Project	House Keys Not Handcuffs	15,000 00
9to5 National Association of Working Wome	9to5 California	10,000 00
Community Alliance of Tenants	Housing Justice Program	10,000 00
Filipino Advocates for Justice	California Domestice Worker Coalition	15,000 00
Olneyville Neighborhood Association	Securing our Community, Breaking ICE's Hold on RI	15,000 00

Ben & Jerry's Foundation
#03-0300865
Attachment to 2012 Form 990-PF

Donee	Purpose	Amount
CLUE California	Warehouse Workers United	25,000 00
We Count, Inc	General Support	15,000 00
CAUSA of Oregon	Organizing for Immigrant Rights	15,000 00
AFACT	Statewide Expansion	15,000 00
Center for Third World Organizing	Black Organizing Project	15,000 00
Environmental Health Coalition	California Environmental Justice Alliance	15,000 00
Clean Air Coalition of Western New York	General Support	15,000 00
Southwest Research and Information Center	Health Security for New Mexicans Campaign	15,000 00
Media Mobilizing Project	Put People First	15,000 00
A J Muste Memorial Institute	Movement for Justice in El Barrio	15,000 00
Cycles for Change	Community Partners Bike Library	15,000 00
Open Space Institute	Brooklyn Food Coalition - Grassroots Organizing for Food System Change	5,000 00
REDOIL - Resisting Environmental Destruct	General Support	15,000 00
Amigos Multicultural Services Center	Youth and Immigrant Rights Work	10,000 00
Coalition on Homelessness	Housing Justice	15,000 00
Damayan Migrants Workers Association	Organizing Filipino Domestic Workers for Rights and Justice	15,000 00
Healthy Environment Alliance of Utah (Hea	Protecting Utah from Nuclear Power and Promoting Renewable Energy	15,000 00
Manufactured Home Owners Assoc of Americ	General Support	15,000 00
Education and Training Institute	Temp Towns for justice Campaign	15,000 00
Jobs With Justice Education Fund	Atlanta Jobs with Justice	15,000 00
Food Chain Workers Alliance	General Support	25,000 00
Vermont Capacity Building Grants		
Friends of Burlington Community Gardens	VCGN Root & Grow Project - Capacity Bldg Grant 1st Installment	25,000 00
Vermont Workers' Center	Vermont Capacity Grant 3rd of 3	25,000 00
Vermont Journalism Trust	VTDigger org - Capacity Building Grant - 2nd yr	25,000 00
Cancelled Grants		
Various		-3,000 00
		2,016,921.98

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

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 extended due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	Ben & Jerry's Foundation, Inc.	03-0300865
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	30 Community Drive	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	South Burlington VT 05403	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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 care of **Lisa Pendolino**
Telephone No **(802) 846-1500** FAX No **(802) 846-1610**
- 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 **Nov 15**, 20 **13**

5 For calendar year **2012**, or other tax year beginning _____, 20____, and ending _____, 20____

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 required in order to compile all of the information necessary to prepare a complete and accurate tax 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	\$	240.
8b 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	\$	240.
8c 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 **Lisa Pendolino** Title **CPA/AGENT**

Date **August 14, 2013**

BAA FIFZ0502 01/21/13

Form 8868 (Rev 1-2013)

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

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

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension — check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	Ben & Jerry's Foundation, Inc.	03-0300865
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	30 Community Drive	
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	South Burlington VT 05403	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► Lisa Pendolino

Telephone No ► (802) 846-1500 FAX No ► (802) 846-1610

- 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 Aug 15, 2013, to file the exempt organization return for the organization named above.
The extension is for the organization's return for:

- ☒ calendar year 2012 or
- ☐ tax year beginning _____, 20____, and ending _____, 20____

- 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	\$	240.
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	\$	240.
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	\$	0.

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