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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

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation SOROS FUND CHARITABLE FOUNDATION		A Employer identification number 13-3388177
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) () -
888 SEVENTH AVENUE, 33RD FLOOR		
City or town, state, and ZIP code NEW YORK, NY 10106		C If exemption application is pending, check here ☐
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 foundation		D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 167,412,844.		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
J Accounting method ☒ Cash ☐ Accrual ☐ 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 ☐

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 (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	15.	8,900,015.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	6,595,944.			
	b Gross sales price for all assets on line 6a 8,900,000.				
	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 or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	6,595,959.	8,900,015.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 2	6,500.			6,500.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 3	110,000.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 4	20,286.			20,286.
	24 Total operating and administrative expenses. Add lines 13 through 23	136,786.			26,786.
	25 Contributions, gifts, grants paid	8,624,584.			8,324,584.
26 Total expenses and disbursements. Add lines 24 and 25	8,761,370.	0	0	8,351,370.	
27 Subtract line 26 from line 12	-2,165,411.				
a Excess of revenue over expenses and disbursements		8,900,015.			
b Net investment income (if negative, enter -0-)					
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	24,554.	100,199.	100,199.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 1,200,000.			
		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			
	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)	157,267,102.	166,112,645.	166,112,645.	
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)	159,291,656.	167,412,844.	167,412,844.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	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 ▶)			
23	Total liabilities (add lines 17 through 22)	0	0		
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			
	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, bldg, and equipment fund	159,291,656.	167,412,844.	
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	159,291,656.	167,412,844.		
31	Total liabilities and net assets/fund balances (see instructions)	159,291,656.	167,412,844.		

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	159,291,656.
2	Enter amount from Part I, line 27a	2	-2,165,411.
3	Other increases not included in line 2 (itemize) ▶ ATCH 6	3	10,286,599.
4	Add lines 1, 2, and 3	4	167,412,844.
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	167,412,844.

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					
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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
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 (col (b) divided by col (c))
2011	7,134,664.	174,314,430.	0.040930
2010	14,520,360.	192,200,911.	0.075548
2009	4,085,273.	176,578,017.	0.023136
2008	7,202,007.	145,037,651.	0.049656
2007	2,529,328.	123,718,567.	0.020444

2 Total of line 1, column (d)	2	0.209714
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	0.041943
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	158,672,051.
5 Multiply line 4 by line 3	5	6,655,182.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	89,000.
7 Add lines 5 and 6	7	6,744,182.
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	8,351,370.

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 instructions)		1	89,000.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
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	89,000.
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	89,000.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 178,418.		
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	178,418.
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	89,418.
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ 89,418. Refunded ☐		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 Instructions for the definition)? 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		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 ☐ \$ (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? If "Yes," attach a detailed description of the activities		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? 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? If "Yes," attach the statement required by General Instruction T		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? 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) ☐ 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 2012 or the taxable year beginning in 2012 (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) ATCH 7	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of JUDY BLUM Telephone no 212-262-6300			
Located at C/O SFM LLC, 888 7TH AVE NEW YORK, NY ZIP+4 10106				
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	15		
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (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	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 2012?	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 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	☐ 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)	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?	☐ 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)	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 2012?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☒ Yes ☐ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b** ☒ XOrganizations 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 **ATCH 8**

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 **6b** ☒ X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 9		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 ☐

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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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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	160,745,137.
b	Average of monthly cash balances	1b	343,240.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	161,088,377.
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	161,088,377.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	2,416,326.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	158,672,051.
6	Minimum investment return. Enter 5% of line 5	6	7,933,603.

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	7,933,603.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	89,000.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	89,000.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	7,844,603.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	7,844,603.
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	7,844,603.

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	8,351,370.
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	8,351,370.
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	89,000.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,262,370.

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				7,844,603.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			4,668,920.	
b Total for prior years 20 <u>10</u> , 20 <u>09</u> , 20 <u>08</u>				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>8,351,370.</u>				
a Applied to 2011, but not more than line 2a			4,668,920.	
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				3,682,450.
e Remaining amount distributed out of corpus				
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				
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 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				4,162,153.
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)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a		0		
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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					
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))

GEORGE SOROS

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

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

c Any submission deadlines

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

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

Recipient 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
a Paid during the year ATTACHMENT 10				8,624,584.
Total			▶ 3a	8,624,584.
b Approved for future payment ATTACHMENT 11				1,154,077.
Total			▶ 3b	1,154,077.

Enter gross amounts unless otherwise indicated

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

Line No.	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)
▼	

[illegible]

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

- | | | Yes | No |
|----------|--|--------------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

 3/20/2013
Signature of officer or trustee Date

U.P. Secretary
Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Mark C. Moore

Preparer's signature

W. C. Coker

Date,

3/20/2013

Check	if
-------	----

Check ☐ if self-employed

PTIN

P00844084

Firm's name

Firm's address ► 888 SEVENTH AVENUE, 33RD FLOOR
NEW YORK, NY

10106

Firm's EIN ▶

Phone no

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
QEF IRELAND PLC DIVIDEND		8,900,000.
OTHER DIVIDENDS	15.	15.
	<u>15.</u>	<u>8,900,015.</u>
TOTAL		

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEES	6,500.			6,500.
TOTALS	<u>6,500.</u>			<u>6,500.</u>

ATTACHMENT 3FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL EXCISE TAX	110,000.
TOTALS	<u>110,000.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
NYS ANNUAL FILING FEE	1,500.
ADMINISTRATIVE FEES	18,786.
TOTALS	<u>20,286.</u>

CHARITABLE PURPOSES
1,500.
18,786.
<u>20,286.</u>

ATTACHMENT 5FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
QUANTUM ENDOWMENT FD IRELAND P C SHS-1,363.009 SHS	157,267,102.	166,112,645.	166,112,645.
TOTALS	<u>157,267,102.</u>	<u>166,112,645.</u>	<u>166,112,645.</u>

ATTACHMENT 6FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

UNREALIZED GAIN

10,286,599.

TOTAL

10,286,599.

FORM 990PF, PART VII-A -DISTRIBUTION TO A DONOR ADVISE

THE SOROS FUND CHARITABLE FOUNDATION (SFCF) MADE THE FOLLOWING DISTRIBUTIONS TO A DONOR-ADVISED FUND IN 2012:

UNITED WAY WORLDWIDE	4/15/2012	\$28,732
UNITED WAY WORLDWIDE	8/27/2012	\$26,750

THE UNITED WAY WORLDWIDE IS LISTED AS A PUBLIC CHARITY IN IRS PUBLICATION 78. ACCORDINGLY, BOTH DISTRIBUTIONS ARE TREATED AS QUALIFYING DISTRIBUTIONS.

SFCF'S DISTRIBUTIONS TO THE UNITED WAY WORLDWIDE WILL BE USED TO SUPPORT THE UNITED WAY'S WORLDWIDE CHARITABLE ACTIVITIES AND, THEREFORE, ARE USED TO ACCOMPLISH A PURPOSE DESCRIBED IN SECTION 170(C)(2)(B).

ATTACHMENT 8FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: EULE CHARITABLE FOUNDATION
GRANTEE'S ADDRESS: 888 SEVENTH AVENUE
CITY, STATE & ZIP: NEW YORK, NY 10106
GRANT DATE: 12/07/2010
GRANT AMOUNT: 300,000.
GRANT PURPOSE: CAPITAL ENDOWMENT GRANT
AMOUNT EXPENDED:
ANY DIVERSION? NO
DATES OF REPORTS: 2/15/2013
VERIFICATION DATE:
RESULTS OF VERIFICATION:

GRANTEE'S NAME: OPEN SOCIETY INSTITUTE
GRANTEE'S ADDRESS: 400 WEST 59TH STREET
CITY, STATE & ZIP: NEW YORK, NY 10019
GRANT DATE: 10/31/2010
GRANT AMOUNT: 10,000,026.
GRANT PURPOSE: CAPITAL ENDOWMENT GRANT
AMOUNT EXPENDED:
ANY DIVERSION? NO
DATES OF REPORTS: 02/22/13
VERIFICATION DATE:
RESULTS OF VERIFICATION:

GRANTEE'S NAME: EULE CHARITABLE FOUNDATION
GRANTEE'S ADDRESS: 888 SEVENTH AVENUE
CITY, STATE & ZIP: NEW YORK, NY 10106
GRANT DATE: 12/07/2011
GRANT AMOUNT: 300,000.
GRANT PURPOSE: CAPITAL ENDOWMENT GRANT
AMOUNT EXPENDED:
ANY DIVERSION? NO
DATES OF REPORTS: 2/15/2013
VERIFICATION DATE:
RESULTS OF VERIFICATION:

GRANTEE'S NAME: EULE CHARITABLE FOUNDATION
GRANTEE'S ADDRESS: 888 SEVENTH AVENUE
CITY, STATE & ZIP: NEW YORK, NY 10106
GRANT DATE: 12/07/2012
GRANT AMOUNT: 300,000.
GRANT PURPOSE: CAPITAL ENDOWMENT GRANT
AMOUNT EXPENDED:
ANY DIVERSION? NO
DATES OF REPORTS: 02/15/2013
VERIFICATION DATE:
RESULTS OF VERIFICATION:

SOROS FUND CHARITABLE FOUNDATION

13-3388177

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

ATTACHMENT 9

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

GARY GLADSTEIN
C/O SOROS FUND MANAGEMENT LLC
888 SEVENTH AVENUE
NEW YORK, NY 10106

0 0 0

PRESIDENT

DANIEL R EULE
C/O SOROS FUND MANAGEMENT LLC
888 SEVENTH AVENUE
NEW YORK, NY 10106

0 0 0

VP & SECRETARY/DIRECTOR

MARYANN CANFIELD
C/O SOROS FUND MANAGEMENT LLC
888 SEVENTH AVENUE
NEW YORK, NY 10106

0 0 0

TREASURER

GEORGE SOROS
C/O SOROS FUND MANAGEMENT LLC
888 SEVENTH AVENUE
NEW YORK, NY 10106

0 0 0

DIRECTOR

JONATHAN ALLAN SOROS
C/O SOROS FUND MANAGEMENT LLC
888 SEVENTH AVENUE
NEW YORK, NY 10106

0 0 0

DIRECTOR

SOROS FUND CHARITABLE FOUNDATION

13-3388177

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

ATTACHMENT 9 (CONT'D)

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

WILLIAM D ZABEL	DIRECTOR	0	0	0
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C/O SCHULTE ROTH & ZABEL
919 THIRD AVENUE
NEW YORK, NY 10022

ARMANDO BELLY	DIRECTOR	0	0	0
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C/O SOROS FUND MANAGEMENT LLC
888 SEVENTH AVENUE
NEW YORK, NY 10106

ROBERT SOROS	DIRECTOR	0	0	0
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C/O SOROS FUND MANAGEMENT LLC
888 SEVENTH AVENUE
NEW YORK, NY 10106

GRAND TOTALS

SOROS FUND CHARITABLE FOUNDATION

13-3388177

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Achilles International Inc 42 W 38th St New York, NY 10018-6242	N/A	GENERAL SUPPORT	63,750
Adventures in Learning Inc P O Box 1054 Manhasset, NY 11030	N/A	GENERAL SUPPORT	300
Alaph Society Inc 25 West 45th Street New York, NY 10036-4902	N/A	GENERAL SUPPORT	10,500
All India Movement Aim for Serv. Inc PO Box 639 Saylorsburg, PA 18353	N/A	GENERAL SUPPORT	1,350
Allen-Stevenson School 132 East 78th St New York, NY 10021	N/A	GENERAL SUPPORT	3,750
Alliance for Lupus Research 28 W 44th Street New York, NY 10036 7414	N/A	GENERAL SUPPORT	390
Alliance for Open Society International Inc 400 W 59th St 4th Fl New York, NY 10019-1105	N/A	GENERAL SUPPORT	45,000
Alzheimers Disease and Related Disorders Association 360 Lexington Avenue 5th Floor New York, NY 10017	N/A	GENERAL SUPPORT	750
Alzheimers Foundation of America Inc 322 8th Avenue New York, NY 10001	N/A	GENERAL SUPPORT	7,500
America Scores - DC Scores 1224 M Street NW Washington, DC 20005	N/A	GENERAL SUPPORT	45,000
American Cancer Society Inc 30 Speen Street Framingham, MA 01701	N/A	GENERAL SUPPORT	150
American Cancer Society Inc 20 Mercer Street Hackensack, NJ 07601	N/A	GENERAL SUPPORT	3,600
American Cancer Society Inc 1100 Pennsylvania Avenue Kansas City, MO 64105	N/A	GENERAL SUPPORT	150
American Cancer Society Inc 132 W 32nd Street New York, NY 10001	N/A	GENERAL SUPPORT	300
American Cancer Society Inc - American Cancer Society Divisions Inc 75 Davids Drive Haupauge, NY 11788	N/A	GENERAL SUPPORT	150
American Diabetes Association Inc 1701 N Beauregard Street Alexandria, VA 22311	N/A	GENERAL SUPPORT	3,750
American Friends of Mercas Hazorah Inc 5101 Seventeenth Avenue Brooklyn, NY 11204	N/A	GENERAL SUPPORT	12,300
American Friends of Shiva Israel Inc 315 5th Avenue New York, NY 10016 6510	N/A	GENERAL SUPPORT	15,000
American Friends of Yeshiva Dmir Inc 5227 New Utrecht Avenue Brooklyn, NY 11218-3520	N/A	GENERAL SUPPORT	540
American Heart Association Inc 1111 Ninth Street St Des Moines IA 50340	N/A	GENERAL SUPPORT	540
American Heart Association Inc S Brookside Drive Wallingford, CT 06492	N/A	GENERAL SUPPORT	3,750
American Heart Association Inc P O Box 954 Wilton, NH 03086	N/A	GENERAL SUPPORT	300
American Lung Association of New York Inc - American Lung Association in New York 700 Veterans Memorial Highway Haupauge, NY 11788	N/A	GENERAL SUPPORT	300
American National Red Cross P O Box 37295 Washington, DC 20013	N/A	GENERAL SUPPORT	7,800
Anit Children Inc 817 Broadway New York, NY 10003	N/A	GENERAL SUPPORT	21,000
An Chidhermh Solus Inc 533 West 51st St New York, NY 10019	N/A	GENERAL SUPPORT	18,750
Andrew McDonough B Poutine Foundation 101 Rockland Circle Wilmington, DE 19803	N/A	GENERAL SUPPORT	1,500
Animal Friends Inc 582 Camp Horne Rd Pittsburgh, PA 15237 1109	N/A	GENERAL SUPPORT	750
Appalachian State University Foundation Inc PO Box 32014 Boone, NC 28608	N/A	GENERAL SUPPORT	75
Adam Professional Extension Inc 80 Malden Lane New York, NY 10038	N/A	GENERAL SUPPORT	3,000
Autism Speaks Inc 5455 Wilshire Blvd, Suite 2250 Los Angeles, CA 90036-4272	N/A	GENERAL SUPPORT	8,550
Autism Speaks Inc 1 E 33rd Street New York, NY 10016-5011	N/A	GENERAL SUPPORT	375
Avon Products Foundation Incorporated 1 Avon Plaza Rye, NY 10580	N/A	GENERAL SUPPORT	150
Baby Bugby Inc 306 West 37th Street 8th Floor New York, NY 10018	N/A	GENERAL SUPPORT	14,940
Bachmann-Strauss Dystonia Foundation Inc 551 Fifth Avenue New York, NY 10176	N/A	GENERAL SUPPORT	300
Back on My Feet 100 S Broad Street Philadelphia, PA 19110	N/A	GENERAL SUPPORT	450
Bard College P O Box 5000 Annandale-on-Hudson, NY 12504-5000	N/A	GENERAL SUPPORT	30,000
Barnard College 3009 Broadway Box AS New York, NY 10027-6598	N/A	GENERAL SUPPORT	3,750
Bell Rabban Day School Attn Teri Normand New York, NY 10023-4000	N/A	GENERAL SUPPORT	112,500
Big Apple Performing Arts Inc 676A 9th Avenue New York, NY 10036	N/A	GENERAL SUPPORT	18,000
Birthing Israel Foundation 33 East 33rd Street New York, NY 10016	N/A	GENERAL SUPPORT	27,000
Blue Rider Stables Inc PO Box 924 Gt Barrington MA 01230-0924	N/A	GENERAL SUPPORT	3,300
Bnei Aharon Inc 1516 E 24th St Brooklyn, NY 11210-5108	N/A	GENERAL SUPPORT	17,550
Bobbi and the Strays Inc P O Box 170129 Orono Park, NY 11417	N/A	GENERAL SUPPORT	75

SOROS FUND CHARITABLE FOUNDATION

13-3388177

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Boomer Edson Foundation 2008 Armstrong Road Garden City Park, NY 11040	N/A	GENERAL SUPPORT	958
Boston College Office of Development Chestnut Hill, MA 02467-3800	N/A	GENERAL SUPPORT	52,500
Bourne Conservation Trust PO Box 203 Cataumet, MA 02534-0203	N/A	GENERAL SUPPORT	15,000
Boy Scouts of America P O Box 32 Milford, CT 06460-0032	N/A	GENERAL SUPPORT	540
Boy Scouts of America-Venture County Council 509 East Daily Drive Camarillo, CA 93010	N/A	GENERAL SUPPORT	1,800
Breadley School 610 E 83rd Street New York, NY 10028	N/A	GENERAL SUPPORT	30,000
Bronx Works Inc 60 East Tremont Ave Bronx, NY 10453	N/A	GENERAL SUPPORT	1,500
Brooklyn Academy of Music Inc 30 Lafayette Ave Brooklyn, NY 11217	N/A	GENERAL SUPPORT	22,500
Brooklyn Waldorf School 11 Jefferson Ave Brooklyn, NY 11238	N/A	GENERAL SUPPORT	318,000
Building Hope for Long Island Foundation 273 Lake Avenue Saint James, NY 11780-2221	N/A	GENERAL SUPPORT	3,750
Buoniconiti Fund To Cure Paralytic Inc 1095 Northwest 14th Terrace Miami, FL 33136	N/A	GENERAL SUPPORT	1,275
Bryant Hills Education Foundation Inc P O Box 872 Armonk, NY 10504	N/A	GENERAL SUPPORT	8,250
Cambridge Camping Association Inc 99 Bishop Allen Dr Cambridge, MA 02139-3428	N/A	GENERAL SUPPORT	750
Campus Crusade for Christ Inc 100 Lake Hart Drive #2400 Orlando, FL 32832	N/A	GENERAL SUPPORT	2,700
Cancer Care Inc 275 Seventh Avenue New York, NY 10001	N/A	GENERAL SUPPORT	3,000
Canine Companions for Independence 126 East Las Animas Colorado Springs, CO 80903	N/A	GENERAL SUPPORT	7,500
Caroline Patriots Rovers Inc 8001 Clarendon Farms Road High Point, NC 27285	N/A	GENERAL SUPPORT	3,000
Catholic Big Sisters & Big Brothers 137 E 2nd St New York, NY 10009	N/A	GENERAL SUPPORT	3,000
Catholic Education Foundation Holy Cross Hall Evansville, IN 47714	N/A	GENERAL SUPPORT	375
Central Park Conservancy Inc 14 East 60th Street New York, NY 10022	N/A	GENERAL SUPPORT	15,075
Central Yeshiva Beth Joseph 1510 East 18th Street Brooklyn, NY 11230	N/A	GENERAL SUPPORT	2,625
Chabad Lubavitch of Briarcliff Manor-Ossining 11 Orchard Road Briarcliff Manor, NY 10510	N/A	GENERAL SUPPORT	16,080
Chai-Life Line 151 West 30th Street New York, NY 10001	N/A	GENERAL SUPPORT	3,000
Challenged Athletes Inc 9551 Waples Street San Diego, CA 92121	N/A	GENERAL SUPPORT	1,500
Chapin School Ltd - The Chapin School 100 East End Avenue New York, NY 10028	N/A	GENERAL SUPPORT	300
Charity Global Inc - Charity Water 200 Varick Street New York, NY 10014	N/A	GENERAL SUPPORT	600
Chatham Day School Inc 700 Shumpike Rd Chatham, NJ 07928-1500	N/A	GENERAL SUPPORT	750
Children of Armenia Fund Inc 111 West 37th Street, New York, NY 10019	N/A	GENERAL SUPPORT	150
Children of Promise New York City 600 Lafayette Avenue Brooklyn, NY 11216	N/A	GENERAL SUPPORT	450
Childrens Aid Society 105 East 22nd Street, Suite 504 New York, NY 10010	N/A	GENERAL SUPPORT	8,250
Childrens Brain Trust Inc 6121 N W 56th Court Coral Springs, FL 33067	N/A	GENERAL SUPPORT	15,000
Childrens Hospital Corporation 300 Longwood Avenue Boston, MA 02115	N/A	GENERAL SUPPORT	7,500
Childrens Hospital Foundation Leckbo 1352 Philadelphia, PA 19178	N/A	GENERAL SUPPORT	105
Childrens Miracle Network 205 West 700 South Salt Lake City, UT 84101-2715	N/A	GENERAL SUPPORT	15,000
Chris Event Charities Inc 7200 W Camino Real Boca Raton, FL 33433 5511	N/A	GENERAL SUPPORT	21,000
Christian & Missionary Alliance - Christian and Missionary Alliance P O Box 35000 Colorado Springs, CO 80935	N/A	GENERAL SUPPORT	750
Christian and Missionary Alliance Church of White Plains New York-Ridgeway Nursery School and Kinder 465	N/A	GENERAL SUPPORT	15,510
Ridgeway White Plains, NY 10605-4207	N/A	GENERAL SUPPORT	300
Christian City Church of New York - Christian City Church Manhattan 332 Bleeker Street, 043 New York, NY 10014	N/A	GENERAL SUPPORT	750
Christian Herald Association Inc - Bowery Mission 227 Bowery New York, NY 10002	N/A	GENERAL SUPPORT	450
Cinchohouse Community Inc - Operation Homefront Inc 8930 Fourwinds Drive San Antonio, TX 78239	N/A	GENERAL SUPPORT	15,000
City Harvest Inc 6 East 32nd Street New York, NY 10016	N/A	GENERAL SUPPORT	7,500
City Love Inc 72 East 1st Street New York, NY 10003	N/A	GENERAL SUPPORT	105
City of New York Parks and Recreation 24 West 61st Street New York, NY 10065	N/A	GENERAL SUPPORT	21,000

SOROS FUND CHARITABLE FOUNDATION

13-3388177

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
City Squash Inc PO Box 619 Bronx, NY 10458	N/A	GENERAL SUPPORT	750
Civic Builders Inc 304 Hudson Street New York, NY 10013	N/A	GENERAL SUPPORT	19 350
Civic Center Synagogue Inc 49 White St New York, NY 10013-3528	N/A	GENERAL SUPPORT	16 065
Clarkson University PO Box 5510 Potsdam, NY 13699	N/A	GENERAL SUPPORT	1 500
Cloves Without Borders Inc 540 Alabama Street San Francisco, CA 94110-1301	N/A	GENERAL SUPPORT	900
Collegiate School Inc 260 West 78th Street New York, NY 10024-6516	N/A	GENERAL SUPPORT	7 500
Columbia Grammar & Preparatory School 5 West 93rd St New York, NY 10023	N/A	GENERAL SUPPORT	45 000
Columbia Greenhouse Nursery School 404 West 116th Street New York, NY 10027	N/A	GENERAL SUPPORT	1 500
Comite Corazon A Corazon New York Inc 82-11 37th Avenue Jackson Heights, NY 11372	N/A	GENERAL SUPPORT	13 500
Community Research Initiative of New England Inc 38 Chauncy Street Boston MA 02111	N/A	GENERAL SUPPORT	15 000
Community Rowing Inc 20 Nonantum RD Brighton, MA 02135	N/A	GENERAL SUPPORT	15 000
Concourse House Housing Development Fund Company Inc 2751 Grand Concourse Bronx, NY 10468	N/A	GENERAL SUPPORT	4 500
Congregation Kehilath Jeshurun 125 E 85th St New York, NY 10028-0928	N/A	GENERAL SUPPORT	60 000
Congregation Ohav Emeth 415 Raritan Avenue Highland Park, NJ 08904-2739	N/A	GENERAL SUPPORT	13 500
Cornish College Of The Arts 1000 Lenora St Seattle, WA 98121-2707	N/A	GENERAL SUPPORT	3 000
Crohn's & Colitis Foundation of America 386 Park Avenue South New York, NY 10016	N/A	GENERAL SUPPORT	6 765
Cuellar Educational Foundation 1300 Academy Road 148 Culver, IN 46511	N/A	GENERAL SUPPORT	5 625
Dalton Schools Inc 108 East 89th Street New York, NY 10128	N/A	GENERAL SUPPORT	41 250
Dana Farber Cancer Institute Inc Steven Connolly 450 Brookline Ave Boston MA 02215 5418	N/A	GENERAL SUPPORT	4 500
Darra 3050 Post Oak Blvd Site 550 Houston, TX 77056	N/A	GENERAL SUPPORT	120 000
Diocese of Southeast Florida Inc - St Stephen's Episcopal Church 2750 McFarlane Road Coconut Grove, FL 33133	N/A	GENERAL SUPPORT	3 750
Doctor Theodore A Atlas Foundation Inc 543 Cary Avenue Staten Island, NY 10314	N/A	GENERAL SUPPORT	30 000
Doctors Without Borders USA Inc 333 Seventh Ave New York, NY 10001	N/A	GENERAL SUPPORT	18 450
Duke University Box 90581 Durham, NC 27708-0581	N/A	GENERAL SUPPORT	300
Dwight School Foundation 291 Central Park West New York, NY 10024	N/A	GENERAL SUPPORT	5 250
Educational Opportunities Fund 1 World Way Windsor, NH 03244-7417	N/A	GENERAL SUPPORT	2 250
Emerson College Dept of Finance- Emerson College- WERS 120 Boylston Street Boston MA 02116	N/A	GENERAL SUPPORT	375
Emily Kryewski Family Life Center Inc 904 W Chapel Hill Street Durham, NC 27701	N/A	GENERAL SUPPORT	15 000
Emory University Mail Stop 0870-001-9AA Atlanta, GA 30322-4001	N/A	GENERAL SUPPORT	7 500
Empower-Emerging Markets Foundation 111 John St Rm 1005 New York, NY 10038 3110	N/A	GENERAL SUPPORT	9 000
Episcopal School in the City of New York 35 East 68th Street New York, NY 10021	N/A	GENERAL SUPPORT	30 000
Eule Charitable Foundation, 888 Seventh Ave New York, NY 10106	N/A	CAPITAL ENDOWMENT	300 000
Evansville Philharmonic Orchestra P O Box 84 Evansville, IN 47701 0084	N/A	GENERAL SUPPORT	4 500
Faith in the Future Inc PO Box 780188 Maspeth, NY 11378	N/A	GENERAL SUPPORT	300
Falmouth Jewish Congregation Inc 7 Hatchville Rd East Falmouth, MA 02536 4007	N/A	GENERAL SUPPORT	60 000
Families of Spinal Muscular Atrophy 925 Busse Road Elk Grove Village IL 60007	N/A	GENERAL SUPPORT	6 000
Family Connections Inc 395 S Center Street Orange, NJ 07050	N/A	GENERAL SUPPORT	750
FJC 520 8th Avenue New York, NY 10018	N/A	GENERAL SUPPORT	9 000
Fjc-Nathan 1501 Broadway Suite 501 New York, NY 10036	N/A	GENERAL SUPPORT	39 900
Food Allergy & Anaphylaxis Network 11781 Lee Jackson Hwy Suite 160 Fairfax, VA 22033 3309	N/A	GENERAL SUPPORT	3 000
Food Bank for New York City Food for Survival 39 Broadway 10th Floor New York, NY 10006	N/A	GENERAL SUPPORT	30 000
Food for the Poor Inc 6401 Lyons Road Coconut Creek, FL 33073	N/A	GENERAL SUPPORT	375

SOROS FUND CHARITABLE FOUNDATION

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Fordham University 888 Seventh Avenue New York, NY 10019	N/A	GENERAL SUPPORT	300
Friends of Hudson River Park Inc 311 W 43rd St Suite 300 New York, NY 10036	N/A	GENERAL SUPPORT	1,170
Friends of PS166 Inc 132 W 89th Street New York, NY 10024-1902	N/A	GENERAL SUPPORT	3,000
Friends of the High Line Inc 579 W 20th St Ste 8w New York, NY 10011-2000	N/A	GENERAL SUPPORT	300,000
Gay Men's Health Crisis Inc 446 West 33 Street New York, NY 10001	N/A	GENERAL SUPPORT	5,925
Gay Men's Health Crisis Inc - AIDS Walk New York Old Chelsea Station New York, NY 10113-0010	N/A	GENERAL SUPPORT	675
Generations Incorporated 25 Kingston Street Boston, MA 02111-1307	N/A	GENERAL SUPPORT	900
George School P O Box 4438 Newtown, PA 18940	N/A	GENERAL SUPPORT	450
Gladney Center for Adoption 6300 John Ryan Dr Fort Worth, TX 76132-4122	N/A	GENERAL SUPPORT	75,000
Greek Orthodox Archdiocese of America - Church of Saint Eleutherios 359 West 24th Street New York, NY 10011	N/A	GENERAL SUPPORT	1,725
Greek Orthodox Archdiocese of America - St Barbara Greek Orthodox Church 27 Forsyth Street New York, NY 10002	N/A	GENERAL SUPPORT	1,500
H E A R T S of the Father Outreach Inc P O Box 491 Sheffield, MA 01257-0491	N/A	GENERAL SUPPORT	22,500
Habitat for Humanity International Inc P O Box 7024 Ameriicus, GA 31709	N/A	GENERAL SUPPORT	300
Habitat for Humanity New York City Inc Habitat for Humanity International Inc 111 John Street New York, NY 10038-3101	N/A	GENERAL SUPPORT	450
Hackley School 293 Benedict Avenue Tarrytown, NY 10591-4327	N/A	GENERAL SUPPORT	30,000
Hanalei School 1922 Makiki St Honolulu, HI 96822-2099	N/A	GENERAL SUPPORT	750
Harlem Childrens Zone Inc 35 E 125th St New York, NY 10035-1816	N/A	GENERAL SUPPORT	90,000
Harlem Rbi Incorporated 333 E 100th Street 1st Fl New York, NY 10029	N/A	GENERAL SUPPORT	6,648
Harvard University 124 Mt Auburn St Cambridge, MA 02138-5762	N/A	GENERAL SUPPORT	11,850
Harvey School 260 Jay St katonah, NY 10536-3707	N/A	GENERAL SUPPORT	97,500
Hawthorne Foundation Inc - Hawthorne County Day School 5 Bradhurst Ave Hawthorne, NY 10532 2135	N/A	GENERAL SUPPORT	600
Heartsoong Inc One Summit Avenue White Plains, NY 10606	N/A	GENERAL SUPPORT	7,500
Heifer Project International Heifer Project International Inc 1 World Ave Little Rock AR 72202	N/A	GENERAL SUPPORT	1,620
Help From People To People Inc 121 West Nyack Road Nanuet, NY 10954-2939	N/A	GENERAL SUPPORT	6,000
Hole in the Wall Gang Fund Inc 555 Long Wharf Drive New Haven, CT 06511	N/A	GENERAL SUPPORT	2,475
Homes for Our Troops Inc 6 Main Street Taunton, MA 02780	N/A	GENERAL SUPPORT	15,000
Hope for Heroism 5901 Wilson Avenue South Seattle, WA 98118-3062	N/A	GENERAL SUPPORT	7,500
Hope for New York 1359 Broadway New York, NY 10018	N/A	GENERAL SUPPORT	303,000
Human Rights Campaign Foundation 1640 Rhode Island Avenue, NW Washington, DC 20036-3278	N/A	GENERAL SUPPORT	120,300
Immation Inc 70 W 36th St New York, NY 10018	N/A	GENERAL SUPPORT	525
Institute for Middle East Understanding 174 West 4th Street Suite 171 New York, NY 10014	N/A	GENERAL SUPPORT	167,250
Institute for Student Achievement Inc 1 Old Country Rd Ste 250 Carle Place, NY 11514 1818	N/A	GENERAL SUPPORT	750
International Center of Photography 1114 Avenue of the Americas at 43rd Street New York, NY 10036	N/A	GENERAL SUPPORT	300
InterVarsity Christian Fellowship- USA PO Box 7895 Madison, WI 53707-7895	N/A	GENERAL SUPPORT	7,500
Intrepid Fallen Heroes Fund 1 Intrepid Square New York, NY 10036	N/A	GENERAL SUPPORT	22,500
Iolani School 563 Kamola Street Honolulu, HI 96826	N/A	GENERAL SUPPORT	3,000
Iona Preparatory School 255 Wilmet Road New Rochelle, NY 10804	N/A	GENERAL SUPPORT	31,800
Ira Sohn Conference Foundation Inc 590 Madison Avenue New York, NY 10022	N/A	GENERAL SUPPORT	750
Irrington Education Foundation Inc 40 North Broadway Irvington, NY 10533 1317	N/A	GENERAL SUPPORT	390
Irvington Volunteer Ambulance Corps Inc PO Box 101 Irvington, NY 10533	N/A	GENERAL SUPPORT	300
Islamic Relief USA 3655 Wheeler Avenue Alexandria, VA 22304-6404	N/A	GENERAL SUPPORT	3,300
Islamic Society of Bay Ridge Inc 6807 5th Avenue Breehyn, NY 11270-6000	N/A	GENERAL SUPPORT	60,000
Ithaca College 280 Alumni Hall Ithaca, NY 14850	N/A	GENERAL SUPPORT	15,000

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Jackson Gabriel Silver Foundation Inc 1202 Lexington Avenue New York, NY 10028	N/A	GENERAL SUPPORT	15,000
Japanese Medical Society of America Inc 100 Park Avenue 1600 New York, NY 10017-5516	N/A	GENERAL SUPPORT	300
Jericho Project 245 W 29th Street New York, NY 10001	N/A	GENERAL SUPPORT	4,500
Jewish Community Project of Lower Manhattan 146 Duane St New York, NY 10013-3858	N/A	GENERAL SUPPORT	2,220
Jewish Jumpstart 1801 Avenue of the Stars Los Angeles, CA 90067-1902	N/A	GENERAL SUPPORT	24,750
Kaell Kramer Foundation P O Box 1015 McVillie, NY 11747-0015	N/A	GENERAL SUPPORT	7,500
Kappa Delta Rho Foundation P O Box 699 Greensburg, PA 15601-0699	N/A	GENERAL SUPPORT	750
Keren Boruch Yitzchok Foundation 1224 40th Street Brooklyn, NY 11218	N/A	GENERAL SUPPORT	1,500
Kids of Courage Inc 445 Central Avenue Cedarhurst, NY 11516	N/A	GENERAL SUPPORT	540
Kinder-USA Kids in Need of Education Development Relief P O Box 224846 Dallas, TX 75222-9785	N/A	GENERAL SUPPORT	1,500
King Baudouin Foundation United States Inc 10 Rockefeller Plz Fl 16 New York, NY 10020-1903	N/A	GENERAL SUPPORT	82,500
Kipp LA Schools 4545 Dodier Avenue Los Angeles, CA 90022-1118	N/A	GENERAL SUPPORT	15,000
Knox College 2 East South Street Galesburg, IL 61401	N/A	GENERAL SUPPORT	7,500
Korea Campus Crusade for Christ Inc 1636 West 8th Street Los Angeles, CA 90017	N/A	GENERAL SUPPORT	3,000
Lafayette College 307 Markle Hall Easton, PA 18042	N/A	GENERAL SUPPORT	3,750
Lance Armstrong Foundation P O Box 6003 Albert Lea, MN 56007	N/A	GENERAL SUPPORT	15,750
Learningspring School 247 East 20th Street New York, NY 10003	N/A	GENERAL SUPPORT	750
Les Fedick Ministries 30706 W Lona Valley Road Kinta, OK 74552	N/A	GENERAL SUPPORT	750
Lesbian and Gay Community Services Center Inc 208 West 13th Street New York, NY 10011	N/A	GENERAL SUPPORT	1,500
Leukemia & Lymphoma Society Inc 5 Computer Drive Albany, NY 12205	N/A	GENERAL SUPPORT	9,000
Leukemia & Lymphoma Society Inc 5845 Richmond Highway Alexandria, VA 22303	N/A	GENERAL SUPPORT	750
Leukemia & Lymphoma Society Inc 1324 Motor Parkway Hauppauge, NY 11749	N/A	GENERAL SUPPORT	75
Leukemia & Lymphoma Society Inc 475 Park Avenue South 21st Fl New York, NY 10016	N/A	GENERAL SUPPORT	3,750
Leukemia & Lymphoma Society Inc 1311 Mamaroneck Ave White Plains, NY 10605-5221	N/A	GENERAL SUPPORT	2,025
Life for Relief and Development Inc 17300 W Ten Mile Southfield, MI 48075	N/A	GENERAL SUPPORT	450
LIFT, Inc 1620 1st NW Washington, DC 20006	N/A	GENERAL SUPPORT	11,475
Long Island 2 Day Walk To Fight Breast Cancer PO Box 506 Nesconset, NY 11767	N/A	GENERAL SUPPORT	113,418
Los Angeles Police Foundation 515 South Flower Street Los Angeles, CA 90071	N/A	GENERAL SUPPORT	300
Losatchee Club Educational Foundation Inc 1350 Echo Drive Jupiter, FL 33458-7728	N/A	GENERAL SUPPORT	300
Lutheran Social Services of Metropolitan New York Inc Lutheran Social Services Of New York 475 Riverside Drive New York, NY 10115	N/A	GENERAL SUPPORT	37,500
Make-A Wish Foundation International 4742 North 24th Street Phoenix, AZ 85067	N/A	GENERAL SUPPORT	1,500
Make-A-Wish Foundation of Metro New York Inc 1111 Marcus Ave Lake Success, NY 11042-1034	N/A	GENERAL SUPPORT	750
Making Headway Foundation Inc 115 King Street Chappaqua, NY 10514	N/A	GENERAL SUPPORT	16,875
Manhasset Womens Coalition Against Breast Cancer Inc PO Box 1007 Manhasset, NY 11030	N/A	GENERAL SUPPORT	88,500
Maric Lustgarten Pancreatic Cancer Foundation 1111 Stewart Ave Bethpage, NY 11714	N/A	GENERAL SUPPORT	900
Marko Lemieux Foundation 816 Fifth Avenue 6th Fl Pittsburgh, PA 15219-4755	N/A	GENERAL SUPPORT	900
Marys Place Inc 6 Poquonock Ave Windsor, CT 06095-0006	N/A	GENERAL SUPPORT	750
Massachusetts Bicycle Coalition Incorporated 171 Milk Street Boston, MA 02109	N/A	GENERAL SUPPORT	600
Massachusetts Institute of Technology 600 Memorial Dr. W98-308 Cambridge, MA 02139-4822	N/A	GENERAL SUPPORT	750
			37,500

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Max Cure Foundation Inc 1230 Avenue of the Americas New York, NY 10020	N/A	GENERAL SUPPORT	7,500
Melanoma Research Alliance Foundation 1101 New York Ave NW, Suite 820 Washington, DC 20005	N/A	GENERAL SUPPORT	3,000
Memorial Sloan-Kettering Cancer Center 302 E 61st Street New York, NY 10065	N/A	GENERAL SUPPORT	2,440
Memphis University School 6151 Park Avenue Memphis, TN 38119-5399	N/A	GENERAL SUPPORT	3,750
Mercy-USA for Aid and Development Inc 44450 Pinetree Drive, Suite 201 Plymouth, MI 48170-3869	N/A	GENERAL SUPPORT	3,000
Metropolitan Museum of Art 1000 Fifth Ave New York, NY 10028	N/A	GENERAL SUPPORT	476
Michael J. Fox Foundation for Parkinsons Research 90 Broad Street New York, NY 10004	N/A	GENERAL SUPPORT	11,250
Middle Country Central School District 8 43rd Street Centereach, NY 11770	N/A	GENERAL SUPPORT	15,000
Middle East Institute 1761 North Street, N W Washington, DC 20036	N/A	GENERAL SUPPORT	75,000
Missionaries of the Poor USA Inc P O Box 29893 Atlanta GA 30359	N/A	GENERAL SUPPORT	7,500
Morgan Center 26 Seafield Lane Bay Shore, NY 11706	N/A	GENERAL SUPPORT	7,500
Mount Prospect School Parent Teacher Organization Inc 111 Hanscom Rd Basking Ridge, NJ 07820-3208	N/A	GENERAL SUPPORT	150
Mount Sinai School of Medicine of New York University 1 Gustave L. Levy Place 1656 Box 1049 New York, NY 10029-6500	N/A	GENERAL SUPPORT	300
Moviehouse Inc 1518 Abbot Kinney Blvd Venice, CA 90291	N/A	GENERAL SUPPORT	1,830
MS Hope for A Cure Inc 2250 Broadway Apt 1k New York, NY 10024-5842	N/A	GENERAL SUPPORT	161,700
Muscular Dystrophy Association 11 East 44th Street New York, NY 10017	N/A	GENERAL SUPPORT	1,800
Muscular Dystrophy Association 3300 East Sunrise Drive Tucson, AZ 85718-3208	N/A	GENERAL SUPPORT	222
National Down Syndrome Society 666 Broadway New York, NY 10012	N/A	GENERAL SUPPORT	50,625
National Mentoring Partnership - The Mentoring Partnership of New York 122 East 42nd Street New York NY 10168	N/A	GENERAL SUPPORT	7,500
National Multiple Sclerosis Society 659 Tower Avenue Hartford, CT 06112-1269	N/A	GENERAL SUPPORT	750
National Multiple Sclerosis Society 733 Third Avenue New York, NY 10017	N/A	GENERAL SUPPORT	2,100
Nazareth Housing Inc 519 East 11th Street New York, NY 10009	N/A	GENERAL SUPPORT	15,015
New Group Inc 410 West 42nd Street New York, NY 10036	N/A	GENERAL SUPPORT	58,650
New Jersey Youth Symphony 570 Central Avenue New Providence, NJ 07974-1564	N/A	GENERAL SUPPORT	600
New York Abortion Access Funds FDR Station, Box 7569 New York, NY 10150	N/A	GENERAL SUPPORT	300
New York and Presbyterian Hospital 525 East 68th Street New York, NY 10065	N/A	GENERAL SUPPORT	15,000
New York Historical Society 170 Central Park West New York, NY 10024	N/A	GENERAL SUPPORT	7,500
New York Hospital Medical Center of Queens 5645 Main St Flushing, NY 11355-5045	N/A	GENERAL SUPPORT	1,350
New York School for the Deaf 555 Knollwood Rd White Plains, NY 10603-1928	N/A	GENERAL SUPPORT	75,000
New York University 25 West 4th Street New York, NY 10012	N/A	GENERAL SUPPORT	2,850
New York Youth at Risk - New York Youth at Risk, Inc. 25 West 36th Street New York, NY 10018	N/A	GENERAL SUPPORT	15,000
Northwestern University 619 Clark Street Evanston, IL 60208-4305	N/A	GENERAL SUPPORT	75,000
Munata's Ltd 99 Dromore Road Scarsdale, NY 10583	N/A	GENERAL SUPPORT	2,550
Operation Smile Inc 6453 Tidewater Norfolk, VA 23509	N/A	GENERAL SUPPORT	1,500
Page Seventy Three Productions Inc 338 S Oxford St Sc Brooklyn, NY 11217-0000	N/A	GENERAL SUPPORT	6,000
Pan Massachusetts Challenge Trust 77 Fourth Avenue Needham, MA 02464	N/A	GENERAL SUPPORT	91,200
Part of the Solution Inc 2759 Webster Avenue Bronx, NY 10458	N/A	GENERAL SUPPORT	27,000
Partners in Health A Nonprofit Corporation 888 Commonwealth Ave Boston MA 02284	N/A	GENERAL SUPPORT	3,000
Partnership for Inner-City Education 1011 First Avenue New York, NY 10022	N/A	GENERAL SUPPORT	120,000
Peaceplayern International 901 New York Avenue NW Washington, DC 20001	N/A	GENERAL SUPPORT	11,250
Pediatric Cancer Foundation PO Box 785 Mamaroneck NY 10543	N/A	GENERAL SUPPORT	750
Pennsylvania State University One Old Main University Park PA 16802	N/A	GENERAL SUPPORT	300
Person To Person Inc 1864 Post Road Darien CT 06820-5802	N/A	GENERAL SUPPORT	750

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Phelps Association P O Box 202047 New Haven, CT 06520-2047	N/A	GENERAL SUPPORT	3 750
Philadelphia Ronald McDonald House Inc 3925 Chestnut Street Philadelphia, PA 19104	N/A	GENERAL SUPPORT	7 500
Planned Parenthood Federation of - Planned Parenthood Federation of America Inc 434 West 33rd Street, #12 New York, NY 10001	N/A	GENERAL SUPPORT	15 000
Planned Parenthood of New York City Inc 26 Bleeker Street New York, NY 10012-2413	N/A	GENERAL SUPPORT	450
Pomfret School Incorporated 398 Pomfret St Pomfret, CT 06258-4002	N/A	GENERAL SUPPORT	9 000
Pomona College 333 North College Way Claremont, CA 91711	N/A	GENERAL SUPPORT	15 000
Portledge School 355 Duck Pond Rd Locust Valley NY 11560-2400	N/A	GENERAL SUPPORT	2 250
Pritham USA 9703 Richmond Avenue Houston TX 77042	N/A	GENERAL SUPPORT	24 000
Pre-Collegiate Learning Center of New Jersey 511 Ryders Lane East Brunswick, NJ 088165	N/A	GENERAL SUPPORT	57 000
Presbyterian Church USA Brick Presbyterian Church 62 East 92nd Street New York, NY 10128	N/A	GENERAL SUPPORT	75 000
Presentense Group Inc 131 West 86th Street New York, NY 10024-3412	N/A	GENERAL SUPPORT	6 000
President and Directors of Georgetown College for Georgetown University Department 0733 Washington DC 20073-0733	N/A	GENERAL SUPPORT	75 000
Princeton Prospect Foundation 616 Lakeview Terrace Princeton NJ 08540	N/A	GENERAL SUPPORT	15 000
Project Bread - the Walk for Hunger Inc 145 Border Street Boston MA 02128	N/A	GENERAL SUPPORT	1 500
PS 290 Manhattan New School 311 East 82nd Street New York NY 10028	N/A	GENERAL SUPPORT	6 000
Ramapo School 125 East 85th Street New York, NY 10028	N/A	GENERAL SUPPORT	1 200
Randalls Island Sports Foundation Inc 24 W 61st 4th Fl New York, NY 10023-7604	N/A	GENERAL SUPPORT	15 000
Ransom Everglades School Inc 3575 Main Highway Coconut Grove, FL 33133	N/A	GENERAL SUPPORT	1 500
Raptor Trust 1390 White Bridge Road Millington, NJ 07946	N/A	GENERAL SUPPORT	150
Reading Carrel Inc 1102 Princeton Court Evansville, IN 47715-2071	N/A	GENERAL SUPPORT	2 250
Rector & Visitors of the University of Virginia PO Box 400314 Charlottesville, VA 22904-4314	N/A	GENERAL SUPPORT	75
Reed Institute - Reed College 3203 S E Woodstock Blvd Portland, OR 97202	N/A	GENERAL SUPPORT	750
Restore New York City Inc Bowling Green Station New York, NY 10274	N/A	GENERAL SUPPORT	300
Return-United Fund Education 5218 16th Avenue Brooklyn NY 11204	N/A	GENERAL SUPPORT	540
Riverdale Jewish Center 3700 Independence Ave Bronx, NY 10463 1346	N/A	GENERAL SUPPORT	2 438
Rivers of Recovery, Inc PO Box 1730 Jackson, WY 83001 1730	N/A	GENERAL SUPPORT	3 750
Robin Hood Foundation 826 Broadway 9th floor New York, NY 10003	N/A	GENERAL SUPPORT	219 075
Ronald McDonald House of New York Inc 405 East 73rd St New York NY 10021	N/A	GENERAL SUPPORT	30 000
Rosbury Latin School Inc 101 St Theresa Avenue Boston, MA 02132	N/A	GENERAL SUPPORT	37 500
Rutgers University Foundation The Spinal Cord Injury Project 604 Allison Road Piscataway NJ 08854	N/A	GENERAL SUPPORT	7 500
Rye Country Day School Cedar Street Rye, NY 10580	N/A	GENERAL SUPPORT	30 000
S E A L - Naval Special Warfare Foundation Navy Seal Foundation 1619 D Street Virginia Beach VA 23459	N/A	GENERAL SUPPORT	10 500
Saint Joseph's Church 371 6th Avenue New York, NY 10014	N/A	GENERAL SUPPORT	6 000
Salanter Albia Riverdale Academy 655 W 254th St Riverdale, NY 10471	N/A	GENERAL SUPPORT	14 625
Samuel Waxman Cancer Research Foundation 420 Lexington Ave New York, NY 10029	N/A	GENERAL SUPPORT	150 000
Sanford School Inc P O Box 888 Hockessin DE 19707-0888	N/A	GENERAL SUPPORT	7 500
SCO Family of Services 1 Alexander Pl Glen Cove NY 11542-3745	N/A	GENERAL SUPPORT	75 000
Scottsdale Aquatics Club Boosters Inc Scottsdale Aquatic Club P O Box 12021 Scottsdale, AZ 85267	N/A	GENERAL SUPPORT	300
Second Harvest Foodbank of Southern Wisconsin 2802 Dairy Drive Madison WI 53718	N/A	GENERAL SUPPORT	1 500
Serbian Orthodox Church & School Community of St Sava Cathedral 10 West 16th Street New York, NY 10010-2029	N/A	GENERAL SUPPORT	2 250
Several Sources Foundation Inc P O Box 157 Ramsey NJ 07446-1289	N/A	GENERAL SUPPORT	3 150
Shaare Emunah 3915 Ocean Parkway Brooklyn NY 11235	N/A	GENERAL SUPPORT	15 000

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ShoefAfrica Inc 11 East 131st Street New York, NY 10037	N/A	GENERAL SUPPORT	63,000
Sigma Phi Epsilon Educational Foundation 310 South Boulevard Richmond, VA 23220	N/A	GENERAL SUPPORT	6,000
Sini USA Incorporated PO Box 7900 Charlotte, NC 28273-9105	N/A	GENERAL SUPPORT	9,000
Smile Train Inc 41 Madison Avenue New York, NY 10010	N/A	GENERAL SUPPORT	3,000
Soldiers Project 4605 Lanikshim Boulevard North Hollywood, CA 91602	N/A	GENERAL SUPPORT	7,500
Solving Kids Cancer Inc 598 Madison Ave Fl 6 New York, NY 10022-1683	N/A	GENERAL SUPPORT	750
Spence School 22 East 91st Street New York, NY 10128-0606	N/A	GENERAL SUPPORT	243,750
St Baldricks Foundation Inc 1333 South Mayflower Avenue Monrovia, CA 91016	N/A	GENERAL SUPPORT	150
St Baldricks Foundation Inc 1443 E Washington Blvd 650 Pasadena, CA 91104-1650	N/A	GENERAL SUPPORT	900
St Johns Church of Lettingtown PO Box 448 Locust Valley, NY 11560	N/A	GENERAL SUPPORT	3,750
St Johns School 2401 Claremont Lane Houston, TX 77019-5897	N/A	GENERAL SUPPORT	300
St Jude Childrens Research Hospital Inc 501 Saint Jude Pl Memphis, TN 38101-9929	N/A	GENERAL SUPPORT	15,600
St Paul Lutheran Church - St Paul Lutheran Church in Flatlands 3913 Avenue J Brooklyn, NY 11210	N/A	GENERAL SUPPORT	16,500
St Vincent De Paul Parish - St Andre Bessette Catholic Church 601 West Burnside Street Portland, OR 97209	N/A	GENERAL SUPPORT	3,750
St Francis Preparatory School - Saint Francis Preparatory School 6100 Francis Lewis Boulevard Fresh Meadows, NY 11365	N/A	GENERAL SUPPORT	7,500
Stanford University Board of Trustees of the Leland Stanford Jr 326 Galvez Street Stanford, CA 94305-6105	N/A	GENERAL SUPPORT	18,000
Stiller Foundation 9200 W Sunset Blvd Ph 22 Los Angeles, CA 90069-3601	N/A	GENERAL SUPPORT	7,500
Streetwise Partners Incorporated 594 Broadway New York, NY 10012	N/A	GENERAL SUPPORT	6,000
Student Sponsor Partnership Inc 285 Madison Avenue New York, NY 10017 6374	N/A	GENERAL SUPPORT	45,000
Susan G Komen Breast Cancer Foundation - Susan G Komen for the Cure - Philadelphia Affiliate 125 S 9th St, Ste 202 Philadelphia, PA 19107	N/A	GENERAL SUPPORT	300
Sweet Additions International 120 Cambridge Road Landerberg, PA 19350-1302	N/A	GENERAL SUPPORT	1,500
Teach for America Inc 315 W 36th St New York, NY 10018-6532	N/A	GENERAL SUPPORT	10,500
Texas Tennis Association Foundation Inc - Texas Tennis and Education Foundation Inc 8105 Exchange Drive Austin, TX 78754	N/A	GENERAL SUPPORT	3,000
Thomas Jefferson University 1020 Walnut Street Philadelphia, PA 19107-5543	N/A	GENERAL SUPPORT	15,000
Timberline Church 2008 S Timberline Rd Fort Collins CO 80525	N/A	GENERAL SUPPORT	3,450
Trinity College 300 Summit Street Hartford CT 06106-3100	N/A	GENERAL SUPPORT	27,000
Trustees of Dartmouth College Gift Recording Office Hanover NH 03755	N/A	GENERAL SUPPORT	900
Trustees of Deerfield Academy P O Box 87 Deerfield, MA 01342-0087	N/A	GENERAL SUPPORT	300
Trustees of Princeton University 330 Alexander Street Princeton, NJ 08543 5337	N/A	GENERAL SUPPORT	514,500
Trustees of the Lawrenceville School Box 6125 Lawrenceville, NJ 08548 9987	N/A	GENERAL SUPPORT	249,150
Trustees of the University of Pennsylvania 433 Franklin Building Philadelphia, PA 19104-6265	N/A	GENERAL SUPPORT	750
Trustees of Columbia University in the City of New York 622 West 113th Street New York, NY 10115	N/A	GENERAL SUPPORT	141,300
U C San Diego Foundation 9500 Gilman Drive La Jolla CA 92093-0940	N/A	GENERAL SUPPORT	105,000
United Fund of Manhasset Inc P O Box 322 Manhasset, NY 11030-1950	N/A	GENERAL SUPPORT	30,000
United Jewish Appeal Federation of Jewish Philanthropies of New York Inc 130 East 59th Street, 10th Floor New York, NY 10022	N/A	GENERAL SUPPORT	150
United States Friends of the David Sheldrick Wildlife Trust Inc 201 North Illinois Street Indianapolis, IN 46204 1904	N/A	GENERAL SUPPORT	355,500
United States Fund for UNICEF 125 Malden Lane New York, NY 10018	N/A	GENERAL SUPPORT	750
United Synagogue of Conservative Judaism Park Avenue Synagogue 50 East 87th Street New York, NY 10128	N/A	GENERAL SUPPORT	15,000
United Synagogue of Hoboken 115 Park Avenue Hoboken NJ 07030	N/A	GENERAL SUPPORT	27,000
United Way of Southwestern Indiana Inc P O Box 18 Evansville, IN 47701-0018	N/A	GENERAL SUPPORT	15,000

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United Way Worldwide - 701 N Fairfax Street, Alexandria VA 22314	N/A	GENERAL SUPPORT	55 482
University of Evansville 1800 Lincoln Avenue Evansville IN 47714	N/A	GENERAL SUPPORT	750
University of Texas Foundation - University of Texas at Austin 727 East Dean Keeton Street Austin, TX 78705-3224	N/A	GENERAL SUPPORT	48 630
University of Virginia Alumni Association PO Box 400314 Charlottesville, VA 22904	N/A	GENERAL SUPPORT	75 000
University Settlement Society of New York 184 Eldridge Street New York, NY 10002	N/A	GENERAL SUPPORT	3 000
Uruline School of New Rochelle - The Uruline School 1354 North Avenue New Rochelle, NY 10804	N/A	GENERAL SUPPORT	22 500
US Catholic Conference - Archdiocese of New York 1011 First Avenue New York, NY 10022	N/A	GENERAL SUPPORT	300
US Catholic Conference - Church Of St Theresa 1394 Pleasantville Rd Briarcliff Manor, NY 10510	N/A	GENERAL SUPPORT	7 500
US Catholic Conference - Diocese of Bridgeport 238 Jewett Avenue Bridgeport, CT 06606	N/A	GENERAL SUPPORT	450
US Catholic Conference - Immaculate High School 73 Southern Boulevard Danbury, CT 06810	N/A	GENERAL SUPPORT	600
US Catholic Conference - Monsignor McClancy Memorial High School 72-42 31st Avenue East Elmhurst, NY 11370	N/A	GENERAL SUPPORT	1 500
US Catholic Conference - Santa Maria School 1510 Zerega Avenue Bronx, NY 10462	N/A	GENERAL SUPPORT	1 200
US Catholic Conference - St Anthony's of Padua Catholic Church 251 Franklin Street Hightstown, NJ 08520	N/A	GENERAL SUPPORT	9 600
US Catholic Conference - Villa Walsh Academy 455 Western Avenue Morristown, NJ 07960	N/A	GENERAL SUPPORT	3 000
US Catholic Conference-Our Lady of Mercy Academy 90 Whippany Road Whippany NJ 07981	N/A	GENERAL SUPPORT	3 000
US Catholic Conference-Restoration School Foundation Inc 910 Boston Post Road Rye, NY 10580	N/A	GENERAL SUPPORT	7 500
US Catholic Conference-Saint Ambrose Church 347 Old Loudon Road Latham, NY 12110	N/A	GENERAL SUPPORT	14 445
US Catholic Conference-St John's Academy 460 Hillside Avenue Hillside, NJ 07642	N/A	GENERAL SUPPORT	75
USA Outreach Priority 126 Columbia Avenue Cedarhurst, NY 11516	N/A	GENERAL SUPPORT	3 000
Vail Valley Foundation P O Box 309 Vail, CO 81658	N/A	GENERAL SUPPORT	15 000
Veterans of Foreign Wars Foundation 406 West 34th Street Kansas City, MO 64111	N/A	GENERAL SUPPORT	150
Viewpoint Educational Foundation 23620 Mulholland Highway Calabasas, CA 91302	N/A	GENERAL SUPPORT	30 000
Virgin Mary and Saint John Coptic Orthodox Church P O Box 945 Bayonne, NJ 07002	N/A	GENERAL SUPPORT	15 000
Walking Mountains P O Box 9468 Avon, CO 81620	N/A	GENERAL SUPPORT	7 500
Washington Market School 55 Hudson Street New York NY 10013	N/A	GENERAL SUPPORT	7 773
Watende School Inc 770 Pacific Street Stamford CT 06902-7509	N/A	GENERAL SUPPORT	4 500
Wellesley College 106 Central Street Wellesley MA 02481 8293	N/A	GENERAL SUPPORT	38 100
Wildlife Conservation Society 2300 Southern Blvd Bronx, NY 10460-1068	N/A	GENERAL SUPPORT	150
Willard HSA Inc 601 Morningdale Road Ridgewood, NJ 07450	N/A	GENERAL SUPPORT	225
Winkler School Inc - The Winkler School 103 Pilgrim Road Boston, MA 02215	N/A	GENERAL SUPPORT	52 500
Wisconsin Real Estate Alumni P O Box 307 Pewaukee, WI 53072	N/A	GENERAL SUPPORT	1 500
WMYC Radio - New York public Radio 160 Varick Street New York, NY 10013	N/A	GENERAL SUPPORT	36 480
World Education and Development Fund 915 Broadway Suite 1108 New York, NY 10010	N/A	GENERAL SUPPORT	9 150
World Wildlife Fund Inc 1250 Twenty-Fourth Street NW Washington, DC 20037	N/A	GENERAL SUPPORT	75
Yale University PO Box 2038 New Haven CT 06521 2038	N/A	GENERAL SUPPORT	15 600
Yeshiva Ketana of Long Island 321 Doughty Blvd Inwood, NY 11096	N/A	GENERAL SUPPORT	25 500
Yeshiva Torah Vodaath 425 East 8th Street Brooklyn NY 11218	N/A	GENERAL SUPPORT	3 000
Yeshiva University 500 West 185th Street New York, NY 10033	N/A	GENERAL SUPPORT	106 350
Yeshivat Ohel Moshe - Yeshiva Omet Moshe 7914 Bay Parkway Brooklyn, NY 11214 1911	N/A	GENERAL SUPPORT	15 000

SOROS FUND CHARITABLE FOUNDATION

13-3388177

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Yeshiva Netivot Montessori Inc 91 Jefferson Blvd Edison, NJ 08817-3537	N/A	GENERAL SUPPORT	88,500
Young Indian Culture Group Inc 999 Herricks Rd Ste 110 New Hyde Park, NY 11040-1353	N/A	GENERAL SUPPORT	375
Young Mens Christian Association of Southwestern Indiana Inc - YMCA Camp Carson 2034 Outer Lake Road Princeton, IN 47670	N/A	GENERAL SUPPORT	18,750
Youth Renewal Fund 250 West 57th Street, Suite 632 New York, NY 10107	N/A	GENERAL SUPPORT	600
Total Grants Paid - Part I, Line 25(e), Part XV, Line 3(a)			8,624,584
Less: Nonqualifying Distributions - Eule Charitable Foundation			(300,000)
Total Qualifying Distributions-Part I, Line 25(d)			8,324,584

SOROS FUND CHARITABLE FOUNDATION

13-3388177

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	AMOUNT
Allen-Stevenson School 132 East 78th St New York, NY 10021	N/A	3,888
American Cancer Society Inc 13 Beech Street Johnson City, NY 13790	N/A	150
American Cancer Society Inc 132 W 32nd Street New York, NY 10001	N/A	300
American National Red Cross - American Red Cross 520 West 49th Street New York, NY 10019	N/A	2,100
Autism Speaks Inc 5455 Wilshire Blvd, Suite 2250 Los Angeles, CA 90036-4272	N/A	150
Autism Speaks Inc 1 E 33rd Street New York, NY 10016-5011	N/A	750
Autism Speaks Inc 1060 State Road Princeton, NJ 08540	N/A	7,125
Bachmann-Strauss Dyslexia Foundation Inc 551 Fifth Avenue New York, NY 10176	N/A	300
Beit Elmaqdis Islamic Center 6224 8th Ave Brooklyn, NY 11220-4701	N/A	1,500
Big Apple Performing Arts Inc 676A 9th Avenue New York, NY 10036	N/A	9,000
Blue Rider Stables Inc PO Box 924 Gt Barnington, MA 01230-0924	N/A	1,000
Boston College Office of Development Chestnut Hill, MA 02467-3800	N/A	6,000
Bucknell University Development and Alumni Relations Lewisburg, PA 17837	N/A	750
Camfed U S A Foundation 485 California Street San Francisco CA 94104-1816	N/A	1,500
Carter Center Inc 1 Copenhill Ave Atlanta, GA 30307	N/A	150
Catholic Big Sisters & Big Brothers 137 E 2nd St New York, NY 10009	N/A	2,340
Chabad Lubavitch of Bnarciff Manor-Ossining 11 Orchard Road Bnarciff Manor NY 10510	N/A	7,500
Childrens Village Inc 1 Echo Hills Dobbs Ferry, NY 10522-3600	N/A	30,000

SOROS FUND CHARITABLE FOUNDATION

13-3388177

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	AMOUNT
Christian & Missionary Alliance - Christian and Missionary Alliance P O Box 35000 Colorado Springs, CO 80935	N/A	21,000
Civic Builders Inc 304 Hudson Street New York, NY 10013	N/A	300
Comite Corazon A Corazon New York Inc 82-11 37th Avenue Jackson Heights, NY 11372	N/A	150
Congregation Ohav Emeth 415 Raritan Avenue Highland Park, NJ 08904-2739	N/A	3,000
Crohms & Collis Foundation of America 386 Park Avenue South New York, NY 10016	N/A	4,200
Edible Schoolyard New York 350 Avenue X Brooklyn, NY 11223	N/A	19,434
Episcopal School in the City of New York 35 East 68th Street New York, NY 10021	N/A	75,000
Faith in the Future Inc PO Box 780188 Maspeth, NY 11378	N/A	150
Friends of the Orphans 134 North La Salle Street Chicago, IL 60602	N/A	1,800
Fund for Public Schools Inc 52 Chambers Street New York, NY 10007	N/A	30,000
Generations Incorporated 25 Kingston Street Boston, MA 02111-1307	N/A	1,872
Greek Orthodox Archdiocese of America - Church of Saint Eleftherios 359 West 24th Street New York, NY 10011	N/A	600
Greek Orthodox Archdiocese of America - St Barbara Greek Orthodox Church 27 Forsyth Street New York, NY 10002	N/A	1,500
Habitat for Humanity International Inc P O Box 7024 Americus GA 31709	N/A	3,000
Happy Families International Center Inc 3 Stone Street, Cold Spring, NY 10516-0000	N/A	1,500
Hole in the Wall Gang Fund Inc 555 Long Wharf Drive New Haven CT 06511	N/A	4,400
Homes for Our Troops Inc 6 Main Street Taunton, MA 02780	N/A	30,000
Hope for the Warriors 1335 Western Boulevard Jacksonville, NC 28546	N/A	150

SOROS FUND CHARITABLE FOUNDATION

13-3388177

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

RECIPENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	AMOUNT
Human Rights Campaign Foundation 1640 Rhode Island Avenue, NW Washington, DC 20036-3278	N/A	1,500
Iona Preparatory School 255 Wilnot Road New Rochelle, NY 10804	N/A	51,000
Israel-America Academic Exchange 9100 Wishire Boulevard Beverly Hills, CA 90212	N/A	10,800
Jewish Community Project of Lower Manhattan 146 Duane St New York, NY 10013-3858	N/A	3,780
Jewish Graduate Student Initiative Inc 9301 Wishire Boulevard Beverly Hills, CA 90210-6150	N/A	15,000
Joseph Brodsky Memorial Fellowship Fund 107 Bank Street New York, NY 10014-2127	N/A	750
Kensington Education Foundation 90 Highland Boulevard Kensington, CA 94708	N/A	3,150
Leukemia & Lymphoma Society Inc 475 Park Avenue South, 21st Flr New York, NY 10016	N/A	3,600
Making Headway Foundation Inc 115 King Street Chappaqua, NY 10514	N/A	1,500
Marc Lustgarten Pancreatic Cancer Foundation 1111 Stewart Ave Bethpage, NY 11714	N/A	1,200
Memorial Sloan-Kettering Cancer Center 302 E 61st Street New York, NY 10065	N/A	300
Michael J Fox Foundation for Parkinsons Research 90 Broad Street New York, NY 10004	N/A	7,500
Missionaries of the Poor USA Inc P O Box 29893 Atlanta, GA 30359	N/A	7,500
Mitra Foundation 232 West 24th Street New York, NY 10011	N/A	6,000
MS Hope for A Cure Inc 2250 Broadway Apt 1k New York, NY 10024-5842	N/A	129,600
National Multiple Sclerosis Society 733 Third Avenue New York, NY 10017	N/A	1,230
New World Foundation - New American Leaders Project 666 West End Avenue New York, NY 10106	N/A	2,337
New York Foundling Hospital Center for Pediatric Medical and Rehab - Elizabeth Seton Pediatric Center 300 Corporate Boulevard South Yorkers, NY 10701	N/A	9,000
New York Hospital Medical Center of Queens 5645 Main St Flushing, NY 11355-5045	N/A	6,000
Newark Public Radio Inc 54 Park Place Newark, NJ 07102	N/A	15,000
Pace University 1 Pace Plaza, New York, NY 10038	N/A	30,000
Pan Massachusetts Challenge Trust 77 Fourth Avenue Needham, MA 02494	N/A	375
Parents and Teachers Association Inc 292 Greenwich Street New York, NY 10007-1048	N/A	3,000

SOROS FUND CHARITABLE FOUNDATION

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FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	AMOUNT
Pamsh Art Museum Inc 25 Jobs Lane Southampton, NY 11968	N/A	18,750
Performance Zone Inc-Purple Threads Theatre Ensemble 41-22 69th Street Woodside, NY 11377	N/A	75
Philadelphia Yearly Meeting of Friends 2150 Butler Pike Plymouth Meeting, PA 19462-1858	N/A	15,000
President and Directors of Georgetown College for Georgetown University Department 0733 Washington, DC 20073-0733	N/A	75,000
Regis High School Foundation 55 East 84th Street New York, NY 10028	N/A	15,000
Robert E Lee Memorial Association 483 Great House Road Stratford, VA 22558	N/A	15,000
Robin Hood Foundation 826 Broadway 9th floor New York, NY 10003	N/A	300
Ronald McDonald House of New York Inc 405 East 73rd St New York, NY 10021	N/A	300
Roswell Park Alliance Foundation Elm and Carlton Streets Buffalo, NY 14263	N/A	750
Saint Arns School 129 Pierrepont Street Brooklyn NY 11201	N/A	75,000
Seafarers & International House Inc 123 East 15th Street New York NY 10003	N/A	1,500
Sim USA Incorporated PO Box 7900 Charlotte NC 28273-9105	N/A	9,000
St Jude Childrens Research Hospital Inc 501 Saint Jude Pl Memphis, TN 38101-9929	N/A	225
St Paul Lutheran Church - St Paul Lutheran Church in Flatlands 3913 Avenue J Brooklyn NY 11210	N/A	10,500
Telfair Museum of Art Inc P O Box 10081 Savannah, GA 31412	N/A	5,813
Trustees of the University of Pennsylvania 433 Franklin Building Philadelphia, PA 19104-6265	N/A	2,250
United Jewish Appeal Federation of Jewish Philanthropies of New York Inc 130 East 59th Street, 10th Floor New York NY 10022	N/A	150,000
United Synagogue of Conservative Judaism-Park Avenue Synagogue 50 East 87th Street New York, NY 10128	N/A	18,750
US Catholic Conference - Monsignor McClancy Memorial High School 72-02 31st Avenue East Elmhurst, NY 11370	N/A	1,800
US Catholic Conference -- Villa Walsh Academy 455 Western Avenue Morristown, NJ 07960	N/A	1,500
US Catholic Conference-Our Lady of Mercy Academy 90 Whippany Road Whippany, NJ 07981	N/A	1,500
Vail Valley Foundation P O Box 303 Vail, CO 81658	N/A	1,875

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	AMOUNT
Vision of Children 11975 El Camino Real San Diego, CA 92130-2541	N/A	300
Washington Market School 55 Hudson Street New York, NY 10013	N/A	8,553
Waterside School Inc 770 Pacific Street Stamford, CT 06902-7509	N/A	1,500
Word Above the Street Inc 594 Broadway New York, NY 10012	N/A	37,500
Wounded Warrior Project Inc 4899 Belfort Road Jacksonville FL 32250	N/A	150
Yale University PO Box 2038 New Haven, CT 06521-2038	N/A	84,000
Yeshivat Netivot Montnesson Inc 91 Jefferson Blvd Edison, NJ 08817-3537	N/A	14,000
Young Indian Culture Group Inc 999 Hemicks Rd Ste 110 New Hyde Park, NY 11040-1353	N/A	3,105
Youth Improving Non-Profits for Children-Youth INC 2801 M Street NW Washington, DC 20007-371	N/A	2,400
TOTAL CONTRIBUTIONS APPROVED		1,154,077