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

Department of the Treasury
Internal Revenue Service

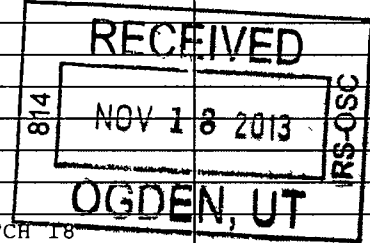
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

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

Name of foundation: DORIS DUKE CHARITABLE FOUNDATION
Employer identification number: 13-7043679
Telephone number: (908) 243-3619
Address: 650 FIFTH AVENUE, 19TH FLOOR, NEW YORK, NY 10019
Check type of organization: Section 501(c)(3) exempt private foundation
Fair market value of all assets at end of year: \$ 1,726,653,990

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), ending with Net Investment Income of 87,854,420.



SCANNED NOV 25 2013

| Part II Balance Sheets      |  | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)                |                | Beginning of year     | End of year    |                |
|-----------------------------|--|---|----------------|-----------------------|----------------|----------------|
|                             |  | (a) Book Value  | (b) Book Value | (c) Fair Market Value |                |                |
| Assets                      | 1  | Cash - non-interest-bearing . . . . .   |                | 2,371,394.            | 1,011,045.     | 1,011,045.     |
|                             | 2  | Savings and temporary cash investments . . . . .  |                | 18,372,068.           | 24,607,566.    | 24,607,566.    |
|                             | 3  | Accounts receivable ▶<br>Less allowance for doubtful accounts ▶   |                |                       |                |                |
|                             | 4  | Pledges receivable ▶<br>Less allowance for doubtful accounts ▶  |                |                       |                |                |
|                             | 5  | Grants receivable . . . . .   |                | 1,994,687.            | 2,054,735.     | 2,054,735.     |
|                             | 6  | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . . |                |                       |                |                |
|                             | 7  | Other notes and loans receivable (attach schedule) ▶<br>Less allowance for doubtful accounts ▶                                    |                |                       |                |                |
|                             | 8  | Inventories for sale or use . . . . .   |                |                       |                |                |
|                             | 9  | Prepaid expenses and deferred charges . . . . .   |                | 907,083.              | 908,688.       | 908,688.       |
|                             | 10 a   | Investments - U S and state government obligations (attach schedule) . . . . .  |                |                       |                |                |
|                             | b  | Investments - corporate stock (attach schedule) ATCH 6 . . . . .  |                | 268,178,374.          | 324,171,370.   | 324,171,370.   |
|                             | c  | Investments - corporate bonds (attach schedule) ATCH 7 . . . . .  |                | 207,219,209.          | 130,779,955.   | 130,779,955.   |
|                             | 11   | Investments - land, buildings, and equipment basis<br>Less accumulated depreciation (attach schedule) ▶                           |                |                       |                |                |
|                             | 12   | Investments - mortgage loans . . . . .  |                |                       |                |                |
|                             | 13   | Investments - other (attach schedule) . . . . . ATCH 8  |                | 1,075,772,901.        | 1,114,699,388. | 1,114,699,388. |
|                             | 14   | Land, buildings, and equipment basis<br>Less accumulated depreciation (attach schedule) ▶   |                |                       |                |                |
| 15                          | Other assets (describe ▶ ATCH 9)   |   | 41,863,444.    | 128,421,243.          | 128,421,243.   |                |
| 16                          | <b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .                          |   | 1,616,679,160. | 1,726,653,990.        | 1,726,653,990. |                |
| Liabilities                 | 17   | Accounts payable and accrued expenses . . . . .   |                | 1,083,800.            | 2,033,199.     |                |
|                             | 18   | Grants payable . . . . .  |                | 44,239,457.           | 51,586,242.    |                |
|                             | 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 ▶ ATCH 10)  |                | 78,458,336.           | 118,695,015.   |                |
| 23                          | <b>Total liabilities</b> (add lines 17 through 22) . . . . .   |   | 123,781,593.   | 172,314,456.          |                |                |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. |   |                |                       |                |                |
|                             | 24   | Unrestricted . . . . .  |                | 1,492,897,567.        | 1,554,339,534. |                |
|                             | 25   | Temporarily restricted . . . . .  |                |                       |                |                |
|                             | 26   | Permanently restricted . . . . .  |                |                       |                |                |
|                             | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>                         |   |                |                       |                |                |
|                             | 27   | Capital stock, trust principal, or current funds . . . . .  |                |                       |                |                |
|                             | 28   | Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .   |                |                       |                |                |
| 29                          | Retained earnings, accumulated income, endowment, or other funds . . . . .   |   |                |                       |                |                |
| 30                          | <b>Total net assets or fund balances</b> (see instructions) . . . . .  |   | 1,492,897,567. | 1,554,339,534.        |                |                |
| 31                          | <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .   |   | 1,616,679,160. | 1,726,653,990.        |                |                |

**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 | 1,492,897,567. |
| 2 | Enter amount from Part I, line 27a . . . . .   | 2 | -38,742,379.   |
| 3 | Other increases not included in line 2 (itemize) ▶ ATCH 11 . . . . .   | 3 | 100,037,781.   |
| 4 | Add lines 1, 2, and 3 . . . . .  | 4 | 1,554,192,969. |
| 5 | Decreases not included in line 2 (itemize) ▶ ATCH 12 . . . . .   | 5 | -146,565.      |
| 6 | <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .   | 6 | 1,554,339,534. |

**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<br>P - Purchase<br>D - Donation  | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|--|--|---|---|--------------------------------------|----------------------------------|
| 1a SEE PART IV SCHEDULE  |  |   |   |                                      |                                  |
| b  |  |   |   |                                      |                                  |
| c  |  |   |   |                                      |                                  |
| d  |  |   |   |                                      |                                  |
| e  |  |   |   |                                      |                                  |
| (e) Gross sales price  | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g)  |                                      |                                  |
| a  |  |   |   |                                      |                                  |
| b  |  |   |   |                                      |                                  |
| c  |  |   |   |                                      |                                  |
| d  |  |   |   |                                      |                                  |
| e  |  |   |   |                                      |                                  |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  |  |   | (i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |                                      |                                  |
| (i) F M V as of 12/31/69   | (j) Adjusted basis<br>as of 12/31/69       | (k) Excess of col. (i)<br>over col. (j), if any |   |                                      |                                  |
| a  |  |   |   |                                      |                                  |
| b  |  |   |   |                                      |                                  |
| c  |  |   |   |                                      |                                  |
| d  |  |   |   |                                      |                                  |
| e  |  |   |   |                                      |                                  |
| 2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 }  |  |   | 2   | 75,175,308.                          |                                  |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 |  |   | 3   | 0                                    |                                  |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

| (a) Base period years<br>Calendar year (or tax year beginning in)  | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio<br>(col. (b) divided by col. (c)) |
|--|---------------------------------------|---|--|
| 2011   | 84,732,632.                           | 1,596,811,002.                            | 0.053064   |
| 2010   | 85,259,405.                           | 1,507,779,999.                            | 0.056546   |
| 2009   | 85,106,004.                           | 1,386,461,656.                            | 0.061384   |
| 2008   | 112,918,793.                          | 1,768,728,530.                            | 0.063842   |
| 2007   | 103,141,851.                          | 1,976,949,571.                            | 0.052172   |
| 2 Total of line 1, column (d)  |                                       |   | 2 0.287008   |
| 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 0.057402   |
| 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5   |                                       |   | 4 1,559,889,084.   |
| 5 Multiply line 4 by line 3  |                                       |   | 5 89,540,753.  |
| 6 Enter 1% of net investment income (1% of Part I, line 27b)   |                                       |   | 6 878,544.   |
| 7 Add lines 5 and 6  |                                       |   | 7 90,419,297.  |
| 8 Enter qualifying distributions from Part XII, line 4<br>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 86,576,154.  |

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits. Total tax due is 343,973.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, tax on political expenditures, and substantial contributors. Includes 'Yes' and 'No' columns.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) . . . . . 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . . 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . . 13 X
Website address WWW.DDCF.ORG
14 The books are in care of EILEEN OBERLANDER Telephone no 908-243-3619
Located at 1112 DUKES PARKWAY WEST HILLSBOROUGH, NJ ZIP+4 08844
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . 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? . . . . . 16 Yes No 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.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . X 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 X 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 X 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)? . . . . . 1b X
Organizations relying on a current notice regarding disaster assistance check here . . . . .
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? . . . . . Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) . . . . . 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . Yes X 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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No  
 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?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d) ATCH 13

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

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

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

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|---|---|---|---------------------------------------|
| ATCH 14              |   | 539,335.                                  | 0   | 0                                     |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |

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

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

Total number of other employees paid over \$50,000  0

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

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

| (a) Name and address of each person paid more than \$50,000                               | (b) Type of service | (c) Compensation |
|---|---------------------|------------------|
| ATCH 15   |                     | 741,692.         |
|   |                     |                  |
|   |                     |                  |
|   |                     |                  |
|   |                     |                  |
|   |                     |                  |
| <b>Total number of others receiving over \$50,000 for professional services . . . . .</b> |                     | <b>0</b>         |

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

| List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc | Expenses |
|---|----------|
| 1 SEE ATTACHMENT 19   | 181,285. |
| 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   |        |
| <b>Total. Add lines 1 through 3 . . . . .</b>  |        |

**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 | 1,563,672,301. |
| b | Average of monthly cash balances  | 1b | 19,971,439.    |
| c | Fair market value of all other assets (see instructions)  | 1c |                |
| d | <b>Total</b> (add lines 1a, b, and c)   | 1d | 1,583,643,740. |
| 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  | 1,583,643,740. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)  | 4  | 23,754,656.    |
| 5 | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5  | 1,559,889,084. |
| 6 | <b>Minimum investment return.</b> Enter 5% of line 5  | 6  | 77,994,454.    |

**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  | 77,994,454. |
| 2a | Tax on investment income for 2012 from Part VI, line 5  | 2a | 1,757,088.  |
| b  | Income tax for 2012. (This does not include the tax from Part VI)   | 2b |             |
| c  | Add lines 2a and 2b   | 2c | 1,757,088.  |
| 3  | Distributable amount before adjustments Subtract line 2c from line 1                                      | 3  | 76,237,366. |
| 4  | Recoveries of amounts treated as qualifying distributions   | 4  | 364,310.    |
| 5  | Add lines 3 and 4   | 5  | 76,601,676. |
| 6  | Deduction from distributable amount (see instructions)  | 6  |             |
| 7  | <b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7  | 76,601,676. |

**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 | 86,576,154. |
| 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 | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                                   | 4  | 86,576,154. |
| 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  | 0           |
| 6 | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4   | 6  | 86,576,154. |

**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)<br>Corpus | (b)<br>Years prior to 2011 | (c)<br>2011 | (d)<br>2012 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2012 from Part XI, line 7 . . . . .   |               |                            |             | 76,601,676. |
| 2 Undistributed income, if any, as of the end of 2012  |               |                            |             |             |
| a Enter amount for 2011 only . . . . .   |               |                            | 8,487,328.  |             |
| b Total for prior years 20 10, 20 09, 20 08 . . . . .  |               |                            |             |             |
| 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: ▶ \$ 86,576,154.  |               |                            |             |             |
| a Applied to 2011, but not more than line 2a . . . . .   |               |                            | 8,487,328.  |             |
| 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 . . . . .   |               |                            |             | 76,601,676. |
| e Remaining amount distributed out of corpus . . . . .   | 1,487,150.    |                            |             |             |
| 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 . . . . .   | 1,487,150.    |                            |             |             |
| 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 . . . . .  |               |                            |             |             |
| 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 . . . . .  | 1,487,150.    |                            |             |             |
| 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 . . . . .   | 1,487,150.    |                            |             |             |

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

NOT APPLICABLE

1a 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

Empty box for ruling date

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

4942(j)(3) or

4942(j)(5)

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

Table with columns: Tax year (a) 2012, (b) 2011, (c) 2010, (d) 2009, (e) Total. Rows include 2a, 2b, 2c, 2d, 2e, 3, 3a, 3a(1), 3a(2), 3b, 3c, 3c(1), 3c(2), 3c(3), 3c(4).

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))

N/A

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.

N/A

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

N/A

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

SEE ATTACHMENT 20

c Any submission deadlines:

SEE ATTACHMENT 20

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

SEE ATTACHMENT 20

**Part XV** Supplementary Information (continued)

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient<br>Name and address (home or business)              | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount             |
|---|--|--------------------------------------|-------------------------------------|--------------------|
| <b>a Paid during the year</b><br><br>SEE ATTACHMENT 17        |  |                                      |                                     | 77,659,983.        |
| <b>Total</b> .....  |  |                                      |                                     | <b>77,659,983.</b> |
| <b>b Approved for future payment</b><br><br>SEE ATTACHMENT 17 |  |                                      |                                     | 51,586,242.        |
| <b>Total</b> .....  |  |                                      |                                     | <b>51,586,242.</b> |

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Gain or loss from sales, and Subtotal.

(See worksheet in line 13 instructions to verify calculations.)

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

Table with 2 columns: Line No. and 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.

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

- 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... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with 2 columns: Yes, No. Rows 1a(1) through 1c.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

Table with 3 columns: (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. Signature of officer or trustee: Edward P. Henry, Date: 11-8-13, Title: PRESIDENT.

Paid Preparer Use Only Print/Type preparer's name: SCOTT THOMPSETT, Preparer's signature: Scott Thompson, Date: 11/14/2013, Check self-employed if PTIN: P00741490, Firm's name: GRANT THORNTON LLP, Firm's address: 666 THIRD AVENUE NEW YORK, NY 10017-4057, Phone no: 212-599-0100, Firm's EIN: 36-605558.

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

| Kind of Property                       |                                 | Description                 |                    |                          |                              | P<br>or<br>D | Date acquired    | Date sold |
|--|---------------------------------|-----------------------------|--------------------|--------------------------|------------------------------|--------------|------------------|-----------|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis         | FMV as of 12/31/69 | Adj basis as of 12/31/69 | Excess of FMV over adj basis |              | Gain or (loss)   |           |
|  |                                 | SEE ATTACHMENT STATEMENT 15 |                    |                          |                              |              | 75175308.        |           |
| TOTAL GAIN (LOSS) .....                |                                 |                             |                    |                          |                              |              | <u>75175308.</u> |           |

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

| <u>DESCRIPTION</u>                                    | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>NET<br/>INVESTMENT<br/>INCOME</u> |
|---|---|--------------------------------------|
| MISCELLANEOUS TAX REFUNDS                             |   |                                      |
| FLOW THROUGH INCOME FROM INVESTMENTS                  |   | 6,020,766.                           |
| IN LIMITED PARTNERSHIPS                               | 608.  |                                      |
| LESS AMOUNTS REPORTED AS UNRELATED<br>BUSINESS INCOME |   | -273,358.                            |
| TOTALS  | <u>608.</u>                                       | <u>5,747,408.</u>                    |

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

| <u>DESCRIPTION</u>         | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>NET<br/>INVESTMENT<br/>INCOME</u> | <u>ADJUSTED<br/>NET<br/>INCOME</u> | <u>CHARITABLE<br/>PURPOSES</u> |
|----------------------------|---|--------------------------------------|------------------------------------|--------------------------------|
| HOLLAND & KNIGHT LLP       | 345.  |                                      |                                    | 345.                           |
| CREDIT SUISSE              | 1,000.  | 1,000.                               |                                    |                                |
| SIMPSON THACHER & BARTLETT | 9,871.  |                                      |                                    | 26,259.                        |
| TOTALS                     | <u>11,216.</u>                                    | <u>1,000.</u>                        |                                    | <u>26,604.</u>                 |

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

| <u>DESCRIPTION</u>   | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>NET<br/>INVESTMENT<br/>INCOME</u> |
|--|---|--------------------------------------|
| CUSTODY FEES   | 661,020.  | 661,020.                             |
| MANAGERS BASE FEES   | 1,678,613.  | 1,678,613.                           |
| INVESTMENT ADVISORY FEES   | 152,738.  | 152,738.                             |
| OTHER INVESTMENT EXPENSES  | 3,430,281.  | 3,430,281.                           |
| INVESTMENT EXPENSE ALLOCATED<br>TO DDF   | -36,831.  | -36,831.                             |
| BANK FEES  | 15,908.   | 15,908.                              |
| SECURITIES LENDING EXPENSE   | 38,578.   | 38,578.                              |
| CONSULTING   | 1,550.  | 1,550.                               |
| LESS INVESTMENT MANAGEMENT<br>FEES ALLOCATED TO UNRELATED<br>BUSINESS ACTIVITIES |   | -41,606.                             |
| TOTALS   | <u>5,941,857.</u>                                 | <u>5,900,251.</u>                    |

ATTACHMENT 4FORM 990PF, PART I - TAXES

| <u>DESCRIPTION</u>          | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> |
|-----------------------------|---|
| STATE UBIT TAXES            | 599.  |
| DEFERRED FEDERAL EXCISE TAX | 1,858,577.  |
| FEDERAL EXCISE TAX          | 1,488,811.  |
| TOTALS                      | <u>3,347,987.</u>                                 |

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

| DESCRIPTION                                      | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS | NET<br>INVESTMENT<br>INCOME | CHARITABLE<br>PURPOSES |
|--|---|-----------------------------|------------------------|
| MANAGEMENT FEES                                  | 8,039,043.                              | -26,250.                    | 8,258,983.             |
| INSURANCE  | 66,264.                                 |                             | 67,868.                |
| MISCELLANEOUS EXPENSES                           | 34,906.                                 |                             | 6,476.                 |
| INVESTMENT EXPENSES FROM<br>LIMITED PARTNERSHIPS |   | 10,450,386.                 |                        |
| <b>TOTALS</b>                                    | <u>8,140,213.</u>                       | <u>10,424,136.</u>          | <u>8,333,327.</u>      |

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

| <u>DESCRIPTION</u>     | <u>ENDING<br/>BOOK VALUE</u> | <u>ENDING<br/>FMV</u> |
|------------------------|------------------------------|-----------------------|
| EQUITY INVESTMENTS     | 68,545,449.                  | 68,545,449.           |
| COMMINGLED INVESTMENTS | 255,625,921.                 | 255,625,921.          |
| TOTALS                 | <u>324,171,370.</u>          | <u>324,171,370.</u>   |

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE BONDS

| <u>DESCRIPTION</u>  | <u>ENDING<br/>BOOK VALUE</u> | <u>ENDING<br/>FMV</u> |
|---|------------------------------|-----------------------|
| FIXED INCOME INVESTMENTS  | 135,546,901.                 | 135,546,901.          |
| LESS FIXED INCOME INVESTMENT<br>ALLOCATED TO DORIS DUKE<br>FOUNDATION | -4,766,946.                  | -4,766,946.           |
| TOTALS  | <u>130,779,955.</u>          | <u>130,779,955.</u>   |

ATTACHMENT 8

FORM 990PF, PART II - OTHER INVESTMENTS

| <u>DESCRIPTION</u>            | <u>ENDING<br/>BOOK VALUE</u> | <u>ENDING<br/>FMV</u> |
|-------------------------------|------------------------------|-----------------------|
| MULTI-STRATEGY ALTERNATIVES   | 431,409,793.                 | 431,409,793.          |
| PRIVATE EQUITY INVESTMENTS    | 225,324,628.                 | 225,324,628.          |
| DISTRESSED/HIGH YIELD         | 103,331,984.                 | 103,331,984.          |
| FUND OF FUNDS                 | 91,361,903.                  | 91,361,903.           |
| BUYOUTS/GROWTH NON-MARKETABLE | 111,755,040.                 | 111,755,040.          |
| VENTURE CAPITAL               | 77,036,961.                  | 77,036,961.           |
| DISTRESSED NON-MARKETABLE ALT | 16,047,608.                  | 16,047,608.           |
| REAL ASSETS                   | 58,431,471.                  | 58,431,471.           |
| TOTALS                        | <u>1,114,699,388.</u>        | <u>1,114,699,388.</u> |

ATTACHMENT 9FORM 990PF, PART II - OTHER ASSETS

| <u>DESCRIPTION</u>  | <u>ENDING<br/>BOOK VALUE</u> | <u>ENDING<br/>FMV</u> |
|---|------------------------------|-----------------------|
| SALES COMMITMENT RECEIVABLE                                       | 126,876,144.                 | 126,876,144.          |
| INTEREST RECEIVABLE   | 938,246.                     | 938,246.              |
| DIVIDENDS RECEIVABLE  | 146,220.                     | 146,220.              |
| TAX RECLAIM RECEIVABLE  | 46,452.                      | 46,452.               |
| OTHER INVESTMENT INCOME<br>RECEIVABLE                             | 6,945.                       | 6,945.                |
| DUE FROM DORIS DUKE FOUNDATION                                    | 2,232.                       | 2,232.                |
| DUE FROM DORIS DUKE FOUNDATION<br>FOR ISLAMIC ART<br>COLLECTIBLES | 24,034.                      | 24,034.               |
|   | 380,970.                     | 380,970.              |
| TOTALS  | <u>128,421,243.</u>          | <u>128,421,243.</u>   |



ATTACHMENT 11

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

| <u>DESCRIPTION</u>                | <u>AMOUNT</u>       |
|-----------------------------------|---------------------|
| NET UNREALIZED GAIN ON SECURITIES | 100,037,781.        |
| TOTAL                             | <u>100,037,781.</u> |

ATTACHMENT 12FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNTCHANGE IN VALUE OF BENEFICIAL INTEREST  
IN TRUSTS HELD BY OTHERS

-146,565.

TOTAL

-146,565.

**Doris Duke Charitable Foundation**  
**Form 990-PF - Return of Private Foundation**  
**FYE: 12/31/2012**  
**Attachment 13**

**The Doris Duke Charitable Foundation maintained expenditure responsibility for seven grants to:**

**Grantees**

---

Doris Duke Foundation for Islamic Arts

Duke Farms Foundation

Doris Duke Foundation

Doris Duke Monument Foundation

International Network for Cancer Treatment and Research, USA ("INCTR-USA")

Sapling Foundation

Newport Restoration Foundation

The expenditure responsibility reports follow this attachment 13 cover sheet.

The Doris Duke Charitable Foundation also maintained expenditure responsibility for various grants that were approved in 2012, but were not actually disbursed until the following year. The expenditure responsibility statement for those grants will be included with the 12/31/2013 form 990-PF, annual filings.



October 23, 2013

Mr. Peter Simmons  
Chief Operating Officer  
Doris Duke Foundation for Islamic Art  
650 Fifth Avenue, 19<sup>th</sup> Floor  
New York, New York 10019

Dear Mr. Simmons:

The Doris Duke Charitable Foundation has made grants to the Doris Duke Foundation for Islamic Art in 2012 totaling \$6,895,140 to be used for the Doris Duke Foundation for Islamic Art's general operating expenses (referred to collectively as the "Grant"). Because the Doris Duke Foundation for Islamic Art is a private foundation, rather than a publicly supported charity, this Grant is subject to the "expenditure responsibility" requirements contained in the Treasury regulations. Under these regulations, the Doris Duke Charitable Foundation is required to obtain certain written commitments from the Doris Duke Foundation for Islamic Art before making payment of the Grant funds. By signing this letter, you agree on behalf of the Doris Duke Foundation for Islamic Art to the following specific obligations with respect to this Grant:

- (1) To repay any portion of the amount granted as well as income earned thereon which is not used for the purposes of the Grant stated above;
- (2) From the time the Grant is made or any portion of the Grant is received until it is fully expended or otherwise terminated, to submit a full and complete annual narrative and financial reports and a final report upon completion of the grant period, attested by the responsible financial officer of your organization or a certified public accountant, within a reasonable period of time after the close of your annual accounting period on the manner in which the Grant and income earned thereon are spent, compliance with the terms of the Grant, what was accomplished by the expenditure of funds (including a description of the progress made in accomplishing the purposes of the Grant);
- (3) To report the Grant separately on your books of account and to charge expenditures made in furtherance of the Grant purposes against the Grant.
- (4) To maintain written records of receipts and expenditures adequate to enable the use of the Grant funds to be checked readily and to make your books, records and other information available for the Doris Duke Charitable Foundation's inspection at reasonable times, which we believe necessary to keep us fully apprised of the status or use of the Grant or income arising therefrom, including any information regarding the ultimate effect of the Grant, whether or not required under the terms of section 4945 of the Internal Revenue code of 1986, as amended (the "Code");

Mr. Peter Simmons  
Page 2  
October 23, 2013

- (5) To keep these records of receipts and expenditures and copies of reports submitted to the Doris Duke Charitable Foundation for at least four years after completion of the use of the Grant funds, and
- (6) Not to use any of the Grant or income arising therefrom,
  - a) To carry on propaganda, or otherwise attempt to influence legislation (within the meaning of section 4945(d)(1) of the Code),
  - b) To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Code),
  - c) To make any grant which does not comply with the individual grant requirements of section 4945(d)(3) of the Code or the organization grant requirements of section 4945(d)(4) of the Code, or
  - d) To undertake any activity for any purpose other than one that is charitable, scientific, literary, educational or for the prevention of cruelty to animals, or as defined in section 170(c)(2)(B) of the Code.

In the event that you violate the terms of this letter agreement by using any portion of this Grant or any income thereon for purposes other than the purpose of the Grant as previously set forth in this letter, you agree that you will refund to the Doris Duke Charitable Foundation the full amount of the Grant and pay over to the Doris Duke Charitable Foundation any additional amount which may be necessary to effect a correction under section 4945 of the Code.

The foregoing conditions are intended to comply with obligations under United States law to make reasonable efforts and establish adequate procedures to see that grant funds are spent solely for the purposes for which they are granted, and to obtain full and complete records on how grant funds have been expended. Changes in United States laws, or in regulations interpreting them, may require the Doris Duke Charitable Foundation to ask that more detailed reports be submitted or that other steps be taken. The Doris Duke Charitable Foundation will promptly inform you of any such changes, and by signing this letter you indicate your agreement to provide such additional information and comply with such requests.

The Doris Duke Foundation for Islamic Art also agrees that no later than the end of its first taxable year after the taxable year in which it receives the Grant, it will make a qualifying distribution out of corpus, as defined in section 4942 of the Code, equal to the value of the Grant, and, within such time period, the Doris Duke Foundation for Islamic Art agrees to provide adequate records or other sufficient evidence to the Doris Duke Charitable Foundation to demonstrate that this distribution has been made. Such records or evidence will state that the qualifying distribution has been made and will specify (1) the names and addresses of the recipients of any such qualifying distribution and the

Mr. Peter Simmons  
Page 3  
October 23, 2013

amounts paid to each, (ii) the details concerning the payment of any operating expenses which are a part of such qualifying distribution and (iii) the details concerning any operating expenses paid during any of the preceding five years which the Doris Duke Foundation for Islamic Art elects pursuant to Treas. Reg. 53.4942(A)-3(c)(2)(iv) to treat as a current distribution of corpus in order to make such qualifying distribution. Such records or evidence will also state that the qualifying distribution would be treated as a distribution of corpus under section 4942 of the Code if the Doris Duke Foundation for Islamic Art were not an operating foundation

If this letter and its attachment correctly set forth your understanding of the arrangements made regarding this Grant, please countersign the letter and return it to the Doris Duke Charitable Foundation.

Very truly yours,

The Doris Duke Charitable Foundation

By: Edward P. Henry  
Edward P. Henry, President

Agreed to and accepted on behalf of the  
Doris Duke Foundation for Islamic Art this 25<sup>th</sup>  
day of October, 2013

By: Peter Simmons

Peter Simmons, Chief Operating Officer

October 28, 2013



D O R I S D U K E  
FOUNDATION FOR ISLAMIC ART

Mr. Edward P Henry  
President  
Doris Duke Charitable Foundation  
650 Fifth Avenue, 19<sup>th</sup> Floor  
New York, New York 10019

Dear Mr. Henry:

In 2012, the Doris Duke Charitable Foundation ("DDCF") made grants totaling \$6,895,140 to the Doris Duke Foundation for Islamic Art ("DDFIA"). By a letter dated October 23, 2013, I agreed on behalf of DDFIA to submit certain reports to DDCF for each year during which any grant funds remained unspent and a final report for the year in which all of the grant funds were spent. Since all of the grant funds were spent during 2012 the year in which they were granted, this is both a first and final report.

Name and address of grantee:  
Doris Duke Foundation for Islamic Art  
4055 Papu Circle  
Honolulu, HI 96816

Purpose of Grants:

To be used for DDFIA's general operating expenses. Property owned by DDFIA is used for a charitable purpose since DDFIA facilitates the study and understanding of Middle Eastern Art and Culture.

650 Fifth Avenue 19th Floor New York NY 10019  
tel 212 974 7000 fax 212 974 7590 [www.ddcf.org](http://www.ddcf.org)

An operating foundation supported by the  
Doris Duke Charitable Foundation

Mr. Edward P. Henry

Page 2

October 28, 2013

The following table contains the date of payment of each part of the grant that was spent in 2012, and a description of how the grant was spent by DDFIA:

| <u>Date of Payment</u> | <u>Amount of Grant</u> | <u>Purpose for which Grant was Used</u>  |
|------------------------|------------------------|--|
| 01/31/12               | \$393,925              | Employee Related Expenses; General Admin Expenses; Program Related Expenses; General Operating Expenses; Capital Expenditures. |
| 02/28/12               | \$193,592              | "  |
| 03/31/12               | \$987,352              | "  |
| 04/30/12               | \$353,231              | "  |
| 05/31/12               | \$485,661              | "  |
| 06/30/12               | \$777,857              | "  |
| 07/31/12               | \$368,306              | "  |
| 08/31/12               | \$403,407              | "  |
| 09/30/12               | \$907,688              | "  |
| 10/31/12               | \$699,087              | "  |
| 11/30/12               | \$411,257              | "  |
| 12/31/12               | \$913,777              | "  |

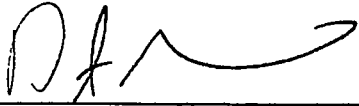
All of the grant funds have been spent for DDFIA's operating expenses, and no portion of the grant funds has been diverted from such purpose.

In addition, in the letter dated October 23, 2013 I represented that before the end of 2012, DDFIA would make a qualifying distribution out of corpus as defined in Section 4942 of the Internal Revenue Code, in the amount of \$6,895,140 and that I would provide DDCF with adequate records or other sufficient evidence to demonstrate that this distribution has been made.

As described above, all of the grant funds were spent for reasonable and necessary administration expenses to accomplish DDFIA's charitable purposes, which are qualifying distributions. Therefore, a qualifying distribution was made of the entire value of the grants in 2012.

Since DDFIA has otherwise made qualifying distributions equal to the amount of its minimum investment return, this distribution would be treated as a distribution out of corpus if DDFIA were not a private operating foundation.

Very truly yours,  
Doris Duke Foundation for Islamic Art

By:   
Peter Simmons, Chief Operating Officer



October 23, 2013

Mr. Peter Simmons  
Chief Operating Officer  
Duke Farms Foundation  
1112 Dukes Parkway West  
Hillsborough, New Jersey 08844

Dear Mr. Simmons:

The Doris Duke Charitable Foundation has made grants to Duke Farms Foundation in 2012 totaling \$10,429,483 to be used for Duke Farms Foundation's general operating expenses (referred to collectively as the "Grant"). Because Duke Farms Foundation is a private foundation, rather than a publicly supported charity, this Grant is subject to the "expenditure responsibility" requirements contained in the Treasury regulations. Under these regulations, the Doris Duke Charitable Foundation is required to obtain certain written commitments from Duke Farms Foundation before making payment of the Grant funds. By signing this letter, you agree on behalf of Duke Farms Foundation to the following specific obligations with respect to this Grant:

- (1) To repay any portion of the amount granted as well as income earned thereon which is not used for the purposes of the Grant stated above;
- (2) From the time the Grant is made or any portion of the Grant is received until it is fully expended or otherwise terminated, to submit a full and complete annual narrative and financial reports and a final report upon completion of the grant period, attested by the responsible financial officer of your organization or a certified public accountant, within a reasonable period of time after the close of your annual accounting period on the manner in which the Grant and income earned thereon are spent, compliance with the terms of the Grant, what was accomplished by the expenditure of funds (including a description of the progress made in accomplishing the purposes of the Grant);
- (3) To report the Grant separately on your books of account and to charge expenditures made in furtherance of the Grant purposes against the Grant.
- (4) To maintain written records of receipts and expenditures adequate to enable the use of the Grant funds to be checked readily and to make your books, records and other information available for the Doris Duke Charitable Foundation's inspection at reasonable times, which we believe necessary to keep us fully apprised of the status or use of the Grant or income arising therefrom, including any information regarding the ultimate effect of the Grant, whether or not required under the terms of section 4945 of the Internal Revenue code of 1986, as amended (the "Code"),

Mr. Peter Simmons  
Page 2  
October 23, 2013

- (5) To keep these records of receipts and expenditures and copies of reports submitted to the Doris Duke Charitable Foundation for at least four years after completion of the use of the Grant funds, and
- (6) Not to use any of the Grant or income arising therefrom,
  - a. To carry on propaganda, or otherwise attempt to influence legislation (within the meaning of section 4945(d)(1) of the Code),
  - b. To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Code),
  - c. To make any grant which does not comply with the individual grant requirements of section 4945(d)(3) of the Code or the organization grant requirements of section 4945(d)(4) of the Code, or
  - d. To undertake any activity for any purpose other than one that is charitable, scientific, literary, educational or for the prevention of cruelty to animals, or as defined in section 170(c)(2)(B) of the Code.

In the event that you violate the terms of this letter agreement by using any portion of this Grant or any income thereon for purposes other than the purpose of the Grant as previously set forth in this letter, you agree that you will refund to the Doris Duke Charitable Foundation the full amount of the Grant and pay over to the Doris Duke Charitable Foundation any additional amount which may be necessary to effect a correction under section 4945 of the Code.

The foregoing conditions are intended to comply with obligations under United States law to make reasonable efforts and establish adequate procedures to see that grant funds are spent solely for the purposes for which they are granted, and to obtain full and complete records on how grant funds have been expended. Changes in United States laws, or in regulations interpreting them, may require the Doris Duke Charitable Foundation to ask that more detailed reports be submitted or that other steps be taken. The Doris Duke Charitable Foundation will promptly inform you of any such changes, and by signing this letter you indicate your agreement to provide such additional information and comply with such requests.

Duke Farms Foundation also agrees that no later than the end of its first taxable year after the taxable year in which it receives the Grant, it will make a qualifying distribution out of corpus, as defined in section 4942 of the Code, equal to the value of the Grant, and, within such time period, Duke Farms Foundation agrees to provide adequate records or other sufficient evidence to the Doris Duke Charitable Foundation to demonstrate that this distribution has been made. Such records or evidence will state that the qualifying distribution has been made and will specify (1) the names and addresses of the recipients of any such qualifying distribution and the amounts paid to each, (ii) the details

Mr. Peter Simmons  
Page 3  
October 23, 2013

concerning the payment of any operating expenses which are a part of such qualifying distribution and (iii) the details concerning any operating expenses paid during any of the preceding five years which Duke Farms Foundation elects pursuant to Treas. Reg. 53.4942(A) 3(c)(2)(iv) to treat as a current distribution of corpus in order to make such qualifying distribution. Such records or evidence will also state that the qualifying distribution would be treated as a distribution of corpus under section 4942 of the Code if Duke Farms Foundation were not an operating foundation.

If this letter and its attachment correctly set forth your understanding of the arrangements made regarding this Grant, please countersign the letter and return it to the Doris Duke Charitable Foundation.

Very truly yours,  
The Doris Duke Charitable Foundation

By: Edward P. Henry  
Edward P. Henry, President

Agreed to and accepted on behalf of  
Duke Farms Foundation this 25<sup>th</sup>  
day of October, 2013

By: P. Simmons  
Peter Simmons, Chief Operating Officer



**Duke Farms**  
Living Habitats

October 28, 2013

Mr. Edward P. Henry  
President  
Doris Duke Charitable Foundation  
650 Fifth Avenue, 19<sup>th</sup> Floor  
New York, New York 10019

Dear Mr. Henry:

In 2012, the Doris Duke Charitable Foundation ("DDCF") made grants totaling \$10,429,483 to Duke Farms Foundation ("DFF"). By a letter dated October 23, 2013, I agreed on behalf of DFF to submit certain reports to DDCF for each year during which any grant funds remained unspent and a final report for the year in which all of the grant funds were spent. Since all of the grant funds were spent during 2012 the year in which they were granted, this is both a first and final report.

Name and address of grantee:  
Duke Farms Foundation  
80 Route 206 South  
Hillsborough, NJ 08844

Purpose of Grants:

To be used for DFF's general operating expenses. Property owned by DFF is used for a charitable purpose since DFF is transitioning to become a regional center for environmental stewardship. DFF provides educational programs to visitors as well as serving as a critical habitat for protecting endangered species of all kinds, both flora and fauna.

Mr. Edward P Henry

Page 2

October 28, 2013

The following table contains the date of payment of each part of the grant that was spent in 2012 and a description of how the grant was spent by DFF.


| <u>Date of Payment</u> | <u>Amount of Grant</u> | <u>Purpose for which Grant was Used</u>  |
|------------------------|------------------------|--|
| 1/31/12                | \$2,318,355            | Employee Related Expenses, General Admin Expenses; Program Related Expenses; General Operating Expenses; Capital Expenditures. |
| 2/29/12                | (\$661,844)            | "  |
| 3/31/12                | \$1,220,749            | "  |
| 4/30/12                | \$673,577              | "  |
| 5/31/12                | \$780,335              | "  |
| 6/30/12                | \$1,164,287            | "  |
| 7/31/12                | \$1,438,617            | "  |
| 8/31/12                | \$504,763              | "  |
| 9/30/12                | \$1,336,913            | "  |
| 10/31/12               | \$739,811              | "  |
| 11/30/12               | \$311,895              | "  |
| 12/31/12               | \$602,025              | "  |

All of the grant funds have been spent for DFF's operating expenses, and no portion of the grant funds has been diverted from such purpose.

In addition, in the letter dated October 23, 2013, I represented that before the end of 2012, DFF would make a qualifying distribution out of corpus as defined in Section 4942 of the Internal Revenue Code, in the amount of \$10,429,483 and that I would provide DDCF with adequate records or other sufficient evidence to demonstrate that this distribution has been made. As described above, all of the grant funds were spent for reasonable and necessary administration expenses to accomplish DFF's charitable purposes, which are qualifying distributions. Therefore, a qualifying distribution was made of the entire value of the grants in 2012.

Since DFF has otherwise made qualifying distributions equal to the amount of its minimum investment return, this distribution would be treated as a distribution out of corpus if DFF were not a private operating foundation.

Very truly yours,  
Duke Farms Foundation

By:   
Peter Simmons, Chief Operating Officer



October 29, 2013

Edward P. Henry  
President  
Doris Duke Charitable Foundation  
650 Fifth Avenue, 19<sup>th</sup> Floor  
New York, NY 10019

Re: Doris Duke Charitable Foundation Grant No. 2012015

Dear Mr. Henry:

In 2012, the Doris Duke Charitable Foundation (DDCF) made a grant to the Doris Duke Foundation ("DDF") totaling \$5,775,000 (the "Grant").

By grant agreement executed April 3, 2012 and Amendment executed May 18, 2012 (collectively, the "Grant Agreement"), DDF agreed to submit an expenditure responsibility report (as required by Treas. Reg. §53.4945-5(c)) to DDCF for each year during which any Grant funds remained unspent and a final report for the year in which all of the Grant funds were spent. In addition, in the Grant Agreement, DDF represented that before the end of DDF's fiscal year following the year in which grant payments were received, DDF would make a qualifying distribution out of corpus as defined in IRC §4942, equal to the value of those, and that DDF would provide DDCF with adequate records or sufficient other evidence to demonstrate that this distribution has been made.

**Name and address of grantee:**

Doris Duke Foundation  
650 Fifth Avenue, 19<sup>th</sup> Floor  
New York, NY 10019

**Purpose of Grant:** To support the first cohort of Doris Duke Artists Award recipients selected for funding through the Doris Duke Performing Artists Awards Program (the "Awards Program")

**Use of Qualifying Distribution Grant funds by DDF:** This is a report for calendar year 2012. DDF received grant payments from DDCF totaling \$938,500 in 2012. The grant funds were fully expended in 2012 toward the first cohort of Awards Program recipients, as shown on the following pages.

No portion of the grant funds has been diverted from the approved purpose of the Grant.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Peter Simmons', with a long horizontal flourish extending to the right.

Peter Simmons  
Chief Operating Officer  
Doris Duke Foundation

**Doris Duke Artist Awards - 2012 Cohort (21 Artists)**  
**Grants Approved and Paid 2012**

| Recipient*          | Purpose  | Approvals<br>2012 | Amount Paid<br>2012 | Balance |
|---------------------|--|-------------------|---------------------|---------|
| Anne Bogart         | Doris Duke Artist Award - Unrestricted         | 225,000           | 0                   | 225,000 |
|                     | Doris Duke Artist Award - Incentive Funding    | 25,000            | 0                   | 25,000  |
| Don Byron           | Doris Duke Artist Award - Unrestricted         | 225,000           | 80,000              | 145,000 |
|                     | Doris Duke Artist Award - Audience Development | 25,000            | 5,000               | 20,000  |
|                     | Doris Duke Artist Award - Incentive Funding    | 25,000            | 0                   | 25,000  |
| Wally Cardona       | Doris Duke Artist Award - Unrestricted         | 225,000           | 50,000              | 175,000 |
|                     | Doris Duke Artist Award - Audience Development | 25,000            | 0                   | 25,000  |
|                     | Doris Duke Artist Award - Incentive Funding    | 25,000            | 0                   | 25,000  |
| Rinde Eckert        | Doris Duke Artist Award - Unrestricted         | 225,000           | 45,000              | 180,000 |
|                     | Doris Duke Artist Award - Audience Development | 25,000            | 0                   | 25,000  |
|                     | Doris Duke Artist Award - Incentive Funding    | 25,000            | 0                   | 25,000  |
| Bill Frisell        | Doris Duke Artist Award - Unrestricted         | 225,000           | 45,000              | 180,000 |
|                     | Doris Duke Artist Award - Audience Development | 25,000            | 0                   | 25,000  |
|                     | Doris Duke Artist Award - Incentive Funding    | 25,000            | 2,500               | 22,500  |
| Deborah Hay         | Doris Duke Artist Award - Unrestricted         | 225,000           | 0                   | 225,000 |
|                     | Doris Duke Artist Award - Audience Development | 25,000            | 0                   | 25,000  |
|                     | Doris Duke Artist Award - Incentive Funding    | 25,000            | 0                   | 25,000  |
| John Hollenbeck     | Doris Duke Artist Award - Unrestricted         | 225,000           | 50,000              | 175,000 |
|                     | Doris Duke Artist Award - Audience Development | 25,000            | 0                   | 25,000  |
|                     | Doris Duke Artist Award - Incentive Funding    | 25,000            | 0                   | 25,000  |
| Vijay Iyer          | Doris Duke Artist Award - Unrestricted         | 225,000           | 0                   | 225,000 |
|                     | Doris Duke Artist Award - Audience Development | 25,000            | 0                   | 25,000  |
|                     | Doris Duke Artist Award - Incentive Funding    | 25,000            | 0                   | 25,000  |
| Marc Bamuthi Joseph | Doris Duke Artist Award - Unrestricted         | 225,000           | 35,000              | 190,000 |
|                     | Doris Duke Artist Award - Audience Development | 25,000            | 10,000              | 15,000  |
|                     | Doris Duke Artist Award - Incentive Funding    | 25,000            | 0                   | 25,000  |
| Elizabeth LeCompte  | Doris Duke Artist Award - Unrestricted         | 225,000           | 75,000              | 150,000 |
|                     | Doris Duke Artist Award - Audience Development | 25,000            | 0                   | 25,000  |
|                     | Doris Duke Artist Award - Incentive Funding    | 25,000            | 0                   | 25,000  |
| Young Jean Lee      | Doris Duke Artist Award - Unrestricted         | 225,000           | 53,000              | 172,000 |
|                     | Doris Duke Artist Award - Incentive Funding    | 25,000            | 0                   | 25,000  |

\* Artist addresses are on file at DDF and have been provided to DDCF.

**Doris Duke Artist Awards - 2012 Cohort (21 Artists)  
Grants Approved and Paid 2012**

| <b>Recipient*</b>             | <b>Purpose</b>  | <b>Approvals<br/>2012</b> | <b>Amount Paid<br/>2012</b> | <b>Balance</b>     |
|-------------------------------|---|---------------------------|-----------------------------|--------------------|
| <b>Ralph Lemon</b>            | <i>Doris Duke Artist Award - Unrestricted</i>         | 225,000                   | 0                           | 225,000            |
|                               | <i>Doris Duke Artist Award - Audience Development</i> | 25,000                    | 0                           | 25,000             |
|                               | <i>Doris Duke Artist Award - Incentive Funding</i>    | 25,000                    | 0                           | 25,000             |
| <b>Richard Maxwell</b>        | <i>Doris Duke Artist Award - Unrestricted</i>         | 225,000                   | 57,500                      | 167,500            |
|                               | <i>Doris Duke Artist Award - Audience Development</i> | 25,000                    | 0                           | 25,000             |
|                               | <i>Doris Duke Artist Award - Incentive Funding</i>    | 25,000                    | 5,000                       | 20,000             |
| <b>Sarah Michelson</b>        | <i>Doris Duke Artist Award - Unrestricted</i>         | 225,000                   | 0                           | 225,000            |
|                               | <i>Doris Duke Artist Award - Audience Development</i> | 25,000                    | 0                           | 25,000             |
|                               | <i>Doris Duke Artist Award - Incentive Funding</i>    | 25,000                    | 0                           | 25,000             |
| <b>Bebe Miller</b>            | <i>Doris Duke Artist Award - Unrestricted</i>         | 225,000                   | 90,000                      | 135,000            |
|                               | <i>Doris Duke Artist Award - Audience Development</i> | 25,000                    | 0                           | 25,000             |
|                               | <i>Doris Duke Artist Award - Incentive Funding</i>    | 25,000                    | 8,000                       | 17,000             |
| <b>Nicole Mitchell</b>        | <i>Doris Duke Artist Award - Unrestricted</i>         | 225,000                   | 0                           | 225,000            |
|                               | <i>Doris Duke Artist Award - Audience Development</i> | 25,000                    | 0                           | 25,000             |
|                               | <i>Doris Duke Artist Award - Incentive Funding</i>    | 25,000                    | 0                           | 25,000             |
| <b>Meredith Monk</b>          | <i>Doris Duke Artist Award - Unrestricted</i>         | 225,000                   | 90,000                      | 135,000            |
|                               | <i>Doris Duke Artist Award - Incentive Funding</i>    | 25,000                    | 5,000                       | 20,000             |
| <b>Eiko Otake</b>             | <i>Doris Duke Artist Award - Unrestricted</i>         | 225,000                   | 25,000                      | 200,000            |
|                               | <i>Doris Duke Artist Award - Audience Development</i> | 25,000                    | 0                           | 25,000             |
|                               | <i>Doris Duke Artist Award - Incentive Funding</i>    | 25,000                    | 0                           | 25,000             |
| <b>Takashi Koma<br/>Otake</b> | <i>Doris Duke Artist Award - Unrestricted</i>         | 225,000                   | 0                           | 225,000            |
|                               | <i>Doris Duke Artist Award - Audience Development</i> | 25,000                    | 0                           | 25,000             |
|                               | <i>Doris Duke Artist Award - Incentive Funding</i>    | 25,000                    | 5,000                       | 20,000             |
| <b>Basil Twist</b>            | <i>Doris Duke Artist Award - Unrestricted</i>         | 225,000                   | 75,000                      | 150,000            |
|                               | <i>Doris Duke Artist Award - Audience Development</i> | 25,000                    | 25,000                      | 0                  |
|                               | <i>Doris Duke Artist Award - Incentive Funding</i>    | 25,000                    | 0                           | 25,000             |
| <b>Reggie Wilson</b>          | <i>Doris Duke Artist Award - Unrestricted</i>         | 225,000                   | 40,000                      | 185,000            |
|                               | <i>Doris Duke Artist Award - Audience Development</i> | 25,000                    | 0                           | 25,000             |
|                               | <i>Doris Duke Artist Award - Incentive Funding</i>    | 25,000                    | 0                           | 25,000             |
| <b>TOTAL to Individuals</b>   |   | <b>\$5,700,000</b>        | <b>\$876,000</b>            | <b>\$4,824,000</b> |

\* Artist addresses are on file at DDF and have been provided to DDCF.

**Doris Duke Artist Awards - 2012 Cohort (21 Artists)  
Grants Approved and Paid 2012**

| Recipient  | Purpose  | Approvals<br>2012  | Amount Paid<br>2012 | Balance            |
|--|--|--------------------|---------------------|--------------------|
| <b>From Anne Bogart Audience Development funds (\$25,000):</b>         |  |                    |                     |                    |
| Saratoga International Theater Institute, Inc.                         | 520 8th Ave, Ste 310, 3rd fl. New York, NY 10018<br><i>To support public relations for SITI's 20th Anniversary season</i>  | \$25,000           | \$12,500            | \$12,500           |
| <b>From Meredith Monk Audience Development funds (\$25,000):</b>       |  |                    |                     |                    |
| House Foundation for the Arts, Inc.                                    | 260 West Broadway, Suite 2<br>New York, NY 10013<br><i>To support "The Secondary Education Audience Development Campaign."</i>   | \$25,000           | \$25,000            | \$0                |
| <b>From Young Jean Lee Audience Development funds</b>                  |  |                    |                     |                    |
| Young Jean Lee's Theater Company                                       | 138 S Oxford St Ste 1D<br>Brooklyn, NY 11217-1694<br><i>Diversifying audiences by reaching music fans as well as theater fans</i>  | \$7,000            | \$7,000             | \$0                |
| Young Jean Lee's Theater Company                                       | 138 S Oxford St Ste 1D<br>Brooklyn, NY 11217-1694<br><i>To cultivate YJLTC's core audience and create a system for identifying audience members who could become supporters of YJLTC</i> | \$18,000           | \$18,000            | \$0                |
| <b>TOTAL to Organizations</b>  |  | <b>\$75,000</b>    | <b>\$62,500</b>     | <b>\$12,500</b>    |
| <b>TOTAL Grants Approved and Paid in 2012 from DDCF Grant #2012115</b> |  | <b>\$5,775,000</b> | <b>\$938,500</b>    | <b>\$4,836,500</b> |



Doris Duke Monument Foundation

July 31, 2013

Adrienne A. Fisher  
Director of Grants Management  
Doris Duke Charitable Foundation  
650 Fifth Avenue, 19<sup>th</sup> Floor  
New York, NY 10019

Re: Doris Duke Charitable Foundation Grant No. 2011139.

Dear Ms. Fisher:

In 2011, the Doris Duke Charitable Foundation (DDCF) made a grant to Doris Duke Monument Foundation ("DDMF") totaling \$8,060 (the "Grant").

DDMF agreed to submit an expenditure responsibility report (as required by Treas. Reg. §53.4945-5(c)) to DDCF for each year during which any Grant funds remained unspent and a final report for the year in which all of the Grant funds were spent.

**Name and address of grantee:**

Doris Duke Monument Foundation  
51 Touro Street  
Newport, RI 02840

**Purpose of Grant:** To support renovation of Queen Anne Square with a design by Maya Lin that will commemorate the work of Doris Duke in Newport, RI

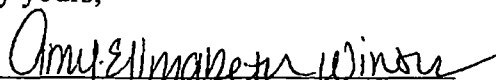
**Use of Qualifying Distribution Grant funds by DDMF:**

This is a report for calendar year 2011. DDMF received DDCF grant payments totaling \$8,060 during 2011. Construction of the project began on October 11, 2012 and was substantially completed by May 31, 2013. \$258,419 was spent during 2011 toward the Queen Anne Square restoration project, including \$8,060 from the DDCF grant, as detailed in the attached report. No portion of the grant funds has been diverted from the approved purpose of the Grant.

In addition, in the Grant Agreement, DDMF represented that before the end of tax year following receipt of grant funds, DDMF would make a qualifying distribution out of corpus as defined in IRC §4942, equal to the value of the payments received, and that DDMF would provide DDCF with adequate records or sufficient other evidence to demonstrate that this distribution has been made. Within a reasonable period of time after the close of the 2013 calendar year DDMF will provide another expenditure responsibility report.

Very truly yours,

By:

  
Amy Winsor, Director of Finance  
Doris Duke Monument Foundation



Doris Duke Monument Foundation

July 31, 2013

Adrienne A. Fisher  
Director of Grants Management  
Doris Duke Charitable Foundation  
650 Fifth Avenue, 19<sup>th</sup> Floor  
New York, NY 10019

Re: Doris Duke Charitable Foundation Grant No. 2012162.

Dear Ms. Fisher:

In 2012, the Doris Duke Charitable Foundation (DDCF) made a grant to Doris Duke Monument Foundation ("DDMF") totaling \$2,064 (the "Grant").

DDMF agreed to submit an expenditure responsibility report (as required by Treas. Reg. §53.4945-5(c)) to DDCF for each year during which any Grant funds remained unspent and a final report for the year in which all of the Grant funds were spent.

**Name and address of grantee:**

Doris Duke Monument Foundation  
51 Touro Street  
Newport, RI 02840

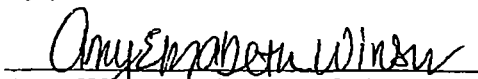
**Purpose of Grant:** To support renovation of Queen Anne Square with a design by Maya Lin that will commemorate the work of Doris Duke in Newport, RI

**Use of Qualifying Distribution Grant funds by DDMF:**

This is a report for calendar year 2012. DDMF received DDCF grant payments totaling \$2,064 during 2012. Construction of the project began on October 11, 2012 and was substantially completed by May 31, 2013. \$1,032,148 was spent during 2012 toward the Queen Anne Square restoration project, including \$2,064 from the DDCF grant, as detailed in the attached report. No portion of the grant funds has been diverted from the approved purpose of the Grant.

In addition, in the Grant Agreement, DDMF represented that before the end of tax year following receipt of grant funds, DDMF would make a qualifying distribution out of corpus as defined in IRC §4942, equal to the value of the payments received, and that DDMF would provide DDCF with adequate records or sufficient other evidence to demonstrate that this distribution has been made. Within a reasonable period of time after the close of the 2013 calendar year DDMF will provide another expenditure responsibility report.

Very truly yours,

By:   
Amy Winsor, Director of Finance  
Doris Duke Monument Foundation

9<sup>th</sup> August 2013

Adrienne A. Fisher  
Director of Grants Management  
Doris Duke Charitable Foundation  
650 Fifth Avenue, 19<sup>th</sup> Floor  
New York, NY 10019

Re: Doris Duke Charitable Foundation Grant No. 2011110

Dear Ms. Fisher:

In 2011, the Doris Duke Charitable Foundation (DDCF) made a grant to International Network for Cancer Treatment and Research, USA ("INCTR-USA") totaling \$100,000 (the "Grant").

By grant agreement dated November 18, 2011 (the "Grant Agreement"), INCTR-USA agreed to submit an expenditure responsibility report (as required by Treas. Reg. §53.4945-5(c)) to DDCF for each year during which any Grant funds remained unspent and a final report for the year in which all of the Grant funds were spent. In addition, the Grant Agreement, INCTR-USA represented that before the end of 2013, INCTR-USA would make a qualifying distribution out of corpus as defined in IRC §4942, equal to the value of the Grant, and that INCTR-USA would provide DDCF with adequate records or sufficient other evidence to demonstrate that this distribution has been made.

**Name and address of grantee:**

International Network for Cancer Treatment and Research, USA  
2000 Massachusetts Avenue, NW, Suite 100  
Washington, DC 20036

**Purpose of Grant:** To support the East African Registry Network (EARN), which is working to enhance cancer registration in East Africa

**Use of Qualifying Distribution Grant funds by INCTR-USA:**

This is a report for calendar year 2012. The grant funds were fully expended toward the cancer registration in East Africa project, as described in the narrative report submitted to DDCF on July 8, 2013 and the revised financial report dated July 24, 2013.

No portion of the grant funds has been diverted from the approved purpose of the Grant.

This is our final expenditure responsibility report for Grant No. 2011110.

Very truly yours,



Dr Max Parkin  
Co-ordinator  
International Network for Cancer Treatment  
and Research, African Cancer Registry Programme

September 10, 2013

Adrienne A. Fisher  
Director of Grants Management  
Doris Duke Charitable Foundation  
650 Fifth Avenue, 19<sup>th</sup> Floor  
New York, NY 10019

Re: Doris Duke Charitable Foundation Grant No. 2011145.

Dear Ms. Fisher:

In 2011, the Doris Duke Charitable Foundation (DDCF) made a grant to the Sapling Foundation totaling \$26,000 (the "Grant").

By grant agreement dated December 9, 2011 (the "Grant Agreement"), Sapling Foundation agreed to submit an expenditure responsibility report (as required by Treas. Reg. §53.4945-5(c)) to DDCF for each year during which any Grant funds remained unspent and a final report for the year in which all of the Grant funds were spent.

**Name and address of grantee:**

Sapling Foundation  
250 Hudson St, Rm. 1002  
New York, NY 10001

**Purpose of Grant:** To support one Senior TED Fellow in the Performing Arts

**Use of Qualifying Distribution Grant funds:**

This is a report for calendar year 2012. \$26,000 was spent to support one Senior TED Fellow in the Performing Arts to attend two conferences (\$13,000 per conference) as outlined in our initial grant request. Please see , as detailed below:

*Please see attached outline of the 2012 TED Fellows expenditures.*

No portion of the grant funds has been diverted from the approved purpose of the Grant.

In addition, in the Grant Agreement, Sapling Foundation represented that before the end of 2012, Sapling Foundation would make a qualifying distribution out of corpus as defined in IRC §4942, equal to the value of the Grant; with this letter Sapling Foundation provides DDCF with adequate records or sufficient other evidence to demonstrate that this distribution has been made. As stated in such letter, the grant was to be used to support one Senior TED Fellow in the Performing Arts. Sapling Foundation used the funds as intended. This is our final expenditure responsibility report on this grant.

Very truly yours,



Tom Valentino  
Chief Financial Officer

September 10, 2013

Adrienne A. Fisher  
Director of Grants Management  
Doris Duke Charitable Foundation  
650 Fifth Avenue, 19<sup>th</sup> Floor  
New York, NY 10019

Re: Doris Duke Charitable Foundation Grant No. 2011152.

Dear Ms. Fisher:

In 2011, the Doris Duke Charitable Foundation (DDCF) made a grant to the Sapling Foundation totaling \$30,000 (the "Grant").

By grant agreement dated December 9, 2011 (the "Grant Agreement"), Sapling Foundation agreed to submit an expenditure responsibility report (as required by Treas. Reg. §53.4945-5(c)) to DDCF for each year during which any Grant funds remained unspent and a final report for the year in which all of the Grant funds were spent.

**Name and address of grantee:**

Sapling Foundation  
250 Hudson St, Rm. 1002  
New York, NY 10001

**Purpose of Grant:** To support three TED Fellows from Sub-Saharan Africa working to improve the lives of Africans

**Use of Qualifying Distribution Grant funds:**

This is a report for calendar year 2012. \$30,000 was spent to support three TED Fellows from Sub-Saharan Africa (, as detailed below:

*Please see attached outline of the 2012 TED Fellows expenditures.*

No portion of the grant funds has been diverted from the approved purpose of the Grant.

In addition, in the Grant Agreement, Sapling Foundation represented that before the end of 2012, Sapling Foundation would make a qualifying distribution out of corpus as defined in IRC §4942, equal to the value of the Grant; Sapling Foundation with this letter provides DDCF with adequate records or sufficient other evidence to demonstrate that this distribution has been made. As stated in such letter, the grant was to be used to support three TED Fellows from Sub-Saharan Africa. Sapling Foundation used the funds as intended. This is our final expenditure responsibility report on this grant.

Very truly yours,



Tom Valentino  
Chief Financial Officer

NEWPORT RESTORATION FOUNDATION

Founded by Doris Duke, 1968



51 TOURO STREET  
NEWPORT, RHODE ISLAND 02840-2932  
Telephone 401 849-7300  
Facsimile 401 849 0125  
[www.newportrestoration.org](http://www.newportrestoration.org)

October 28, 2013

Mr. Edward P. Henry  
President  
Doris Duke Charitable Foundation  
650 Fifth Avenue, 19<sup>th</sup> Floor  
New York, New York 10019

Dear Mr. Henry:

In 2012, the Doris Duke Charitable Foundation ("DDCF") made grants totaling \$2,270,000 to the Newport Restoration Foundation ("NRF") in support of Rough Point. By a letter dated October 23, 2013, I agreed on behalf of NRF to submit certain reports to DDCF for each year during which any grant funds remained unspent and a final report for the year in which all of the grant funds were spent. This is a report covering the portion of the grant funds spent in 2012.

**Name and address of grantee:**

Newport Restoration Foundation  
51 Touro Street  
Newport, Rhode Island 02840

**Purpose of Grants:**

To be used for Rough Point's general operating expenses. The Rough Point Property owned by NRF is used for a charitable purpose since it is a historic house, which is open to the public.

**The following table contains the date of payment of each grant, the amount of the grant, and a description of how the grant was spent by NRF:**

| <u>Date of Payment</u> | <u>Amount of Grant</u> | <u>Purpose for which Grant was Used</u>   |
|------------------------|------------------------|---|
| 01/09/12               | \$582,500              | Employee Related Expenses; General Operating Expenses; General Administrative Expenses and Capital Expenses |
| 03/07/12               | \$671,875              | " "   |
| 06/04/12               | \$671,875              | " "   |
| 09/10/12               | \$268,750              | " "   |
| 11/20/12               | \$75,000               | " "   |


All of the grant funds have been spent for Rough Point's general operating expenses, and no portion of the grant funds has been diverted from such purpose.

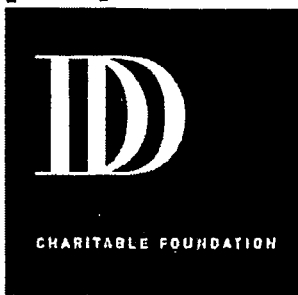
Mr. Edward P. Henry  
Page 2  
October 28, 2013

In addition, in the letter dated October 23, 2013, I represented that before the end of 2012 NRF would make a qualifying distribution out of corpus as defined in Section 4942 of the Internal Revenue Code, in the amount of \$2,270,000 and that I would provide DDCF with adequate records or other sufficient evidence to demonstrate that this distribution has been made.

As described above, \$2,155,292 of the grant funds were spent for reasonable and necessary administration expenses to accomplish NRF's charitable purposes, which are qualifying distributions and \$114,708 will be spent in 2013. Therefore, a qualifying distribution was made of \$2,155,292 of the grant funds in 2012. Since NRF has otherwise made qualifying distributions equal to the amount of its minimum investment return, this distribution would be treated as a distribution out of corpus if NRF were not a private operating foundation. NRF will make a qualifying distribution out of corpus of the balance of the grant funds in 2013.

Very truly yours,  
Newport Restoration Foundation

By:   
Amy Winsor  
Director of Finance



October 23, 2013

Ms. Amy Winsor  
Director of Finance  
Newport Restoration Foundation  
51 Touro Street  
Newport, Rhode Island 02840

Dear Ms. Winsor:

The Doris Duke Charitable Foundation has made grants to the Newport Restoration Foundation in 2012 totaling \$2,270,000 to be used for Rough Point's general operating expenses (referred to collectively as the "Grant"). Because the Newport Restoration Foundation is a private foundation, rather than a publicly supported charity, this Grant is subject to the "expenditure responsibility" requirements contained in the Treasury regulations. Under these regulations, the Doris Duke Charitable Foundation is required to obtain certain written commitments from the Newport Restoration Foundation before making payment of the Grant funds. By signing this letter, you agree on behalf of the Newport Restoration Foundation to the following specific obligations with respect to this Grant:

- (1) To repay any portion of the amount granted as well as income earned thereon which is not used for the purposes of the Grant stated above;
- (2) From the time the Grant is made or any portion of the Grant is received until it is fully expended or otherwise terminated, to submit a full and complete annual narrative and financial reports and a final report upon completion of the grant period, attested by the responsible financial officer of your organization or a certified public accountant, within a reasonable period of time after the close of your annual accounting period on the manner in which the Grant and income earned thereon are spent, compliance with the terms of the Grant, what was accomplished by the expenditure of funds (including a description of the progress made in accomplishing the purposes of the Grant);
- (3) To report the Grant separately on your books of account and to charge expenditures made in furtherance of the Grant purposes against the Grant.
- (4) To maintain written records of receipts and expenditures adequate to enable the use of the Grant funds to be checked readily and to make your books, records and other information available for the Doris Duke Charitable Foundation's inspection at reasonable times, which we believe necessary to keep us fully appraised of the status or use of the Grant or income arising there from, including any information regarding the ultimate effect of the Grant, whether or not required under the terms of section 4945 of the Internal Revenue code of 1986, as amended (the "Code");

- (5) To keep these records of receipts and expenditures and copies of reports submitted to the Doris Duke Charitable Foundation for at least four years after completion of the use of the Grant funds; and
- (6) Not to use any of the Grant or income arising there from,
  - (a) To carry on propaganda, or otherwise attempt to influence legislation (within the meaning of section 4945(d)(1) of the Code),
  - (b) To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Code),
  - (c) To make any grant which does not comply with the individual grant requirements of section 4945(d)(3) of the Code or the organization grant requirements of section 4945(d)(4) of the Code, or
  - (d) To undertake any activity for any purpose other than one that is charitable, scientific, literary, educational or for the prevention of cruelty to animals, or as defined in section 170(c)(2)(B) of the Code

In the event that you violate the terms of this letter agreement by using any portion of this Grant or any income thereon for purposes other than the purpose of the Grant as previously set forth in this letter, you agree that you will refund to the Doris Duke Charitable Foundation the full amount of the Grant and pay over to the Doris Duke Charitable Foundation any additional amount which may be necessary to effect a correction under section 4945 of the Code.

The foregoing conditions are intended to comply with obligations under United States law to make reasonable efforts and establish adequate procedures to see that grant funds are spent solely for the purposes for which they are granted, and to obtain full and complete records on how grant funds have been expended. Changes in United States laws, or in regulations interpreting them, may require the Doris Duke Charitable Foundation to ask that more detailed reports be submitted or that other steps be taken. The Doris Duke Charitable Foundation will promptly inform you of any such changes, and by signing this letter you indicate your agreement to provide such additional information and comply with such requests.

The Newport Restoration Foundation also agrees that no later than the end of its first taxable year after the taxable year in which it receives the Grant, it will make a qualifying distribution out of corpus, as defined in section 4942 of the Code, equal to the value of the Grant, and, within such time period, the Newport Restoration Foundation agrees to provide adequate records or other sufficient evidence to the Doris Duke Charitable Foundation to demonstrate that this distribution has been made. Such records or evidence will state that the qualifying distribution has been made and will specify (1) the names and addresses of the recipients of any such qualifying distribution and the amounts paid to each, (ii) the details concerning the payment of any operating expenses

Ms. Amy Winsor  
Page 3  
October 23, 2013

which are a part of such qualifying distribution and (iii) the details concerning any operating expenses paid during any of the preceding five years, which the Newport Restoration Foundation elects pursuant to Treas. Reg. 53.4942(A)-3(c)(2)(iv) to treat as a current distribution of corpus in order to make such qualifying distribution. Such records or evidence will also state that the qualifying distribution would be treated as a distribution of corpus under section 4942 of the Code if the Newport Restoration Foundation were not an operating foundation

If this letter and its attachment correctly set forth your understanding of the arrangements made regarding this Grant, please countersign the letter and return it to the Doris Duke Charitable Foundation.

Very truly yours,

The Doris Duke Charitable Foundation

By: Edward P. Henry  
Edward P. Henry, President

Agreed to and accepted on behalf of the  
Newport Restoration Foundation this  
day of November, 2013

By: Amy Winsor  
Amy Winsor, Director of Finance

11/14  
Barbara E. Schickel  
my commission expires 7/30/2013

**Doris Duke Charitable Foundation**  
**Form 990-PF - Return of Private Foundation**  
**FYE: 12/31/2012**  
**Attachment 14**

**Form 990-PF, Part VIII - List of Officers, Directors and Trustees**

| Name                   | Title                             | Hrs Worked         | Employee Expense |          |          |
|------------------------|-----------------------------------|--------------------|------------------|----------|----------|
|                        |                                   |                    | Comp             | Benefits | Accounts |
| John Zuccotti          | Chairperson                       | 124 hours per year | NONE             | NONE     | NONE     |
| Anthony S. Fauci       | Vice Chairperson                  | 96 hours per year  | NONE             | NONE     | NONE     |
| Kathy Halbreich        | Trustee                           | 96 hours per year  | 98,061           | NONE     | NONE     |
| Harry Demopoulos       | Trustee                           | 108 hours per year | 98,061           | NONE     | NONE     |
| Jide Zeitlin           | Trustee                           | 108 hours per year | NONE             | NONE     | NONE     |
| James F. Gill          | Trustee                           | 108 hours per year | 98,061           | NONE     | NONE     |
| Anne Hawley            | Trustee (thru 05/2012)            | 54 hours per year  | 98,061           | NONE     | NONE     |
| Peter A. Nadosy        | Trustee                           | 96 hours per year  | NONE             | NONE     | NONE     |
| William H. Schlesinger | Trustee                           | 108 hours per year | 98,061           | NONE     | NONE     |
| Nannerl O. Keohane     | Trustee                           | 116 hours per year | 49,030           | NONE     | NONE     |
| Angela K. Mwanza       | Trustee                           | 96 hours per year  | NONE             | NONE     | NONE     |
| Nicholas Scoppetta     | Trustee                           | 84 hours per year  | NONE             | NONE     | NONE     |
| Edward P. Henry        | Chief Executive Officer/President | 28 hours per week  | NONE             | NONE     | NONE     |
| Peter Simmons          | Chief Operating Officer/Treasurer | 12 hours per week  | NONE             | NONE     | NONE     |
| Erica Dziedzic         | Secretary (as of 05/2012)         | 12 hours per week  | NONE             | NONE     | NONE     |
| Elizabeth Fader        | Secretary (thru 02/2012)          | 40 hours per week  | NONE             | NONE     | NONE     |
| <b>Totals</b>          |                                   |                    | <b>539,335</b>   | <b>-</b> | <b>-</b> |

All trustees and officers provide services to five related entities (Doris Duke Charitable Foundation, Doris Duke Management Foundation, Duke Farms Foundation, Doris Duke Foundation for Islamic Art, Doris Duke Foundation), and may be reached at the Doris Duke Charitable Foundation's corporate address at 650 Fifth Avenue, 19th Floor, NY, NY, 10019. See Attachment 14(a) Note (1), Note (2) and Note (3) for further information.

**Doris Duke Charitable Foundation**  
**Form 990-PF - Return of Private Foundation**  
**FYE: 12/31/2012**  
**Attachment 14a**

Notes:

(1) Compensation reported for the trustees disclosed on this schedule reflects payment for each individual's board service in 2011. The actual cash payments were made in January of 2012 (and the amounts have been reported on the Form 990-PF in Part I, Line 13, column (d)) as part of the Foundation's current year charitable disbursements.

(2) The officers are paid compensation by the Doris Duke Management Foundation (DDMF). The hours shown on the Form 990-PF are based on an allocation of time spent on matters related to the Doris Duke Charitable Foundation (DDCF) and are for informational purposes only. These officers provide services to other related entities (Doris Duke Foundation (DDF), Doris Duke Management Foundation (DDMF), Duke Farms Foundation (DFF), and Doris Duke Foundation for Islamic Art (DDFIA)) and in the aggregate, hours worked on matters related to these entities equal or exceed 40 hours a week. The allocation of compensation paid by the Doris Duke Management Foundation and allocated to other related entities is based on an annual survey and is shown in Note (3) below for informational purposes only. The salary allocation shown in Note (3) is included in the management fee shown on Line 23, Part I, Other Expenses.

(3) The trustees who receive compensation are paid by the Doris Duke Charitable Foundation, even though they provide services to each of the five foundations (DDCF, DDMF, DDF, DFF and DDFIA). The hours reported on Attachment 14 of the Form 990-PF represent an allocation of the trustees' time spent on matters related to DDCF including attendance at Board meetings, assorted committee meetings and various foundation-related events and discussions. These hour allocations are reported to comply with the Form 990-PF reporting requirement, and are for informational purposes only. Trustees have oversight responsibilities and perform multiple tasks across all five foundations; and thus, significant additional hours are reported on the DDF, DFF, DDMF and DDFIA tax returns.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 15

| <u>NAME AND ADDRESS</u>   | <u>TYPE OF SERVICE</u> | <u>COMPENSATION</u> |
|---|------------------------|---------------------|
| NORTHERN TRUST COMPANY<br>50 S. LASALLA ST.<br>CHICAGO, IL 60675            | BANKING/INVESTMENTS    | 490,893.            |
| CAMBRIDGE ASSOCIATES LLC<br>100 SUMMER STREET<br>BOSTON, MA 02110           | INVESTMENT FEES        | 152,738.            |
| MCCARTER & ENGLISH LLP<br>245 PARK AVENUE, 27TH FLOOR<br>NEW YORK, NY 10167 | LEGAL                  | 98,061.             |
|   | TOTAL COMPENSATION     | <u>741,692.</u>     |

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 16

| <u>DESCRIPTION</u>        | <u>BUSINESS<br/>CODE</u> | <u>AMOUNT</u> | <u>EXCLUSION<br/>CODE</u> | <u>AMOUNT</u> | <u>RELATED OR EXEMPT<br/>FUNCTION INCOME</u> |
|---------------------------|--------------------------|---------------|---------------------------|---------------|--|
| MISCELLANEOUS TAX REFUNDS |                          |               | 01                        | 608.          |  |
| TOTALS                    |                          |               |                           | <u>608.</u>   |  |

Doris Duke Charitable Foundation  
 Form 990-PF - Return of Private Foundation  
 FYE: 12/31/2012  
 Attachment 17

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID

| RECIPIENT NAME AND ADDRESS                          | RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT | PURPOSE OF GRANT OR CONTRIBUTION | GRANTS PAID       | GRANTS APPROVED   |
|---|--|----------------------------------|-------------------|-------------------|
| PROGRAM GRANTS                                      |  |                                  | 58,000,664        | 49,986,058        |
| NEWPORT RESTORATION FOUNDATION(NRF) FOR ROUGH POINT |  |                                  | 2,270,000         |                   |
| DUKE FARMS FOUNDATION                               | RELATED ENTITY   |                                  | 10,429,483        |                   |
| DORIS DUKE FOUNDATION FOR ISLAMIC ART               | RELATED ENTITY   |                                  | 6,894,836         | 1,600,184         |
| DONATIONS TO DUKE UNIVERSITY                        |  |                                  | 65,000            |                   |
| <b>TOTAL</b>  |  |                                  | <b>77,659,983</b> | <b>51,586,242</b> |

DORIS DUKE CHARITABLE FOUNDATION

FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT

|                                  | Beginning  | Approvals  | Amended   | Amount     | Approved   |
|----------------------------------|------------|------------|-----------|------------|------------|
|                                  | Balance    |            |           |            |            |
|                                  | 2012       | 2012       | 2012      | 2012       | Payment    |
| TOTAL ARTS                       | 5,912,458  | 13,472,714 | (441,388) | 13,193,937 | 5,749,847  |
| TOTAL ENVIRONMENT                | 2,616,871  | 19,702,441 | -         | 13,474,412 | 8,844,900  |
| TOTAL MEDICAL RESEARCH           | 8,539,400  | 15,969,650 | -         | 13,088,050 | 11,421,000 |
| TOTAL CHILD ABUSE PREVENTION     | 3,357,436  | 8,361,500  | -         | 5,281,806  | 6,437,130  |
| TOTAL PHILANTHROPIC SECTOR/OTHER | -          | 149,200    | -         | 149,200    | -          |
| TOTAL CROSS PROGRAM GRANTS       | -          | 462,000    | -         | 462,000    | -          |
| TOTAL AFRICAN HEALTH INITIATIVE  | 22,357,423 | 209,480    | -         | 10,060,222 | 12,506,681 |
| TOTAL ARTS INITIATIVE            | 616,537    | 5,775,000  | -         | 1,555,037  | 4,836,500  |
| TOTAL CLIMATE CHANGE INITIATIVE  | 200,000    | 726,000    | -         | 736,000    | 190,000    |
| GRAND TOTAL                      | 43,600,125 | 64,827,985 | (441,388) | 58,000,664 | 49,986,058 |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

Fed. Status      Total Grants Year Approved      Balance 2012      Approvals 2012      Available 2012      Total Available      Pop. Served (est.)

|   | Fed. Status | Total Grants Year Approved | Balance 2012 | Approvals 2012 | Available 2012 | Total Available | Pop. Served (est.) |
|---|-------------|----------------------------|--------------|----------------|----------------|-----------------|--------------------|
| <b>AFRICAN HEALTH INITIATIVE</b>  |             |                            |              |                |                |                 |                    |
| Accordia Global Health Foundation<br>1101 14th St NW, Suite 801<br>Washington, DC 20005<br><i>To support the 2012 African Centers of Excellence Summit</i>  | 501(c)3     | \$15,000<br>2012           | \$0          | \$15,000       | \$0            | \$15,000        | \$0                |
| African Center For Global Health And Social Transformation Inc<br>1072 Thomas Jefferson Street NW<br>Washington, DC 20007-3835<br><i>To support research prior to the Global Health Systems Conference in Bellagio</i>                | 501(c)3     | \$10,000<br>2012           | \$0          | \$10,000       | \$0            | \$10,000        | \$0                |
| Brigham and Women's Hospital Inc<br>75 Francis Street<br>Boston, MA 02115<br><i>Strengthening and Studying Community-Based, Integrated Primary Health Care Systems in Rural Rwanda</i>  | 501(c)3     | \$8,505,000<br>2009        | \$4,132,909  | \$0            | \$0            | \$1,710,325     | \$2,422,584        |
| Brigham and Women's Hospital Inc<br>75 Francis Street<br>Boston, MA 02115<br><i>To support capacity building at the PHIT Partnership in Rwanda</i>  | 501(c)3     | \$50,000<br>2011           | \$50,000     | \$0            | \$0            | \$50,000        | \$0                |
| Brigham and Women's Hospital Inc<br>75 Francis Street<br>Boston, MA 02115<br><i>To support participation in the 2nd Global Symposium on Health Systems Research</i>   | 501(c)3     | \$7,000<br>2012            | \$0          | \$7,000        | \$0            | \$7,000         | \$0                |
| Brigham Young University<br>E Campus Drive<br>Provo, UT 84602<br><i>To support health systems strengthening implementation planning</i>   | 501(c)3     | \$49,680<br>2012           | \$0          | \$49,680       | \$0            | \$49,680        | \$0                |
| Trustees of Columbia University in the City of New York<br>630 West 168th Street<br>New York, NY 10032<br><i>Accelerating Millennium Development Goal Progress by Exchanging Health System Innovations between Tanzania and Ghana</i> | 501(c)3     | \$16,089,400<br>2009       | \$6,075,896  | \$0            | \$0            | \$2,814,779     | \$3,261,117        |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Entity Name  | Ind. Status | Total Grant/Year Approved | Balance 2012 | Approvals 2012 | Expenditure 2012 | Payable 2012 | For Future Payment |
|--|-------------|---------------------------|--------------|----------------|------------------|--------------|--------------------|
| Trustees of Columbia University in the City of New York<br>630 West 168th Street<br>New York, NY 10032 | 501(c)3     | \$50,000                  | \$50,000     | \$0            | \$0              | \$50,000     | \$0                |
| To support capacity building at the PHIT Partnership in Ghana  |             | 2011                      |              |                |                  |              |                    |
| Trustees of Columbia University in the City of New York<br>630 West 168th Street<br>New York, NY 10032 | 501(c)3     | \$50,000                  | \$50,000     | \$0            | \$0              | \$50,000     | \$0                |
| To support capacity building at the PHIT Partnership in Tanzania                                       |             | 2011                      |              |                |                  |              |                    |
| Trustees of Columbia University in the City of New York<br>630 West 168th Street<br>New York, NY 10032 | 501(c)3     | \$7,000                   | \$0          | \$7,000        | \$0              | \$7,000      | \$0                |
| To support participation in the 2nd Global Symposium on Health Systems Research                        |             | 2012                      |              |                |                  |              |                    |
| Trustees of Columbia University in the City of New York<br>630 West 168th Street<br>New York, NY 10032 | 501(c)3     | \$7,000                   | \$0          | \$7,000        | \$0              | \$7,000      | \$0                |
| To support participation in the 2nd Global Symposium on Health Systems Research                        |             | 2012                      |              |                |                  |              |                    |
| Health Alliance International<br>1107 NE 45th St Ste 350<br>Seattle, WA 98105                          | 501(c)3     | \$10,505,000              | \$5,799,439  | \$0            | \$0              | \$1,809,019  | \$3,990,420        |
| To support participation in the 2nd Global Symposium on Health Systems Research                        |             | 2009                      |              |                |                  |              |                    |
| Strengthening Integrated Primary Health Care and Workforce Training in Sofala Province, Mozambique     |             |                           |              |                |                  |              |                    |
| Health Alliance International<br>1107 NE 45th St Ste 350<br>Seattle, WA 98105                          | 501(c)3     | \$50,000                  | \$50,000     | \$0            | \$0              | \$50,000     | \$0                |
| To support capacity building at the PHIT Partnership in Mozambique                                     |             | 2011                      |              |                |                  |              |                    |
| Health Alliance International<br>1107 NE 45th St Ste 350<br>Seattle, WA 98105                          | 501(c)3     | \$7,000                   | \$0          | \$7,000        | \$0              | \$7,000      | \$0                |
| To support participation in the 2nd Global Symposium on Health Systems Research                        |             | 2012                      |              |                |                  |              |                    |
| University of Cape Town Fund, Inc.   | 501(c)3     | \$89,800                  | \$0          | \$89,800       | \$0              | \$89,800     | \$0                |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Project  | Year Approved                   | Balance 2012        | Approvals 2012   | Amended 2012 | Final 2012          | Remaining           |
|--|---------------------------------|---------------------|------------------|--------------|---------------------|---------------------|
| 132 East 43rd St<br>New York, NY 10017<br><i>Understanding implementation experiences in the DDCF African Health Initiative</i><br><b>University of North Carolina at Chapel Hill</b><br>104 Airport Drive, Ste 2200, Campus Box 1350<br>Chapel Hill, NC 27599   | 501(c)3<br>\$11,337,300<br>2009 | \$6,099,179         | \$0              | \$0          | \$3,266,619         | \$2,832,560         |
| <i>Clinical Mentoring and Community Engagement to Improve Millennium Development Goals Health Outcomes in Lusaka Province of Zambia</i><br><b>University of North Carolina at Chapel Hill</b><br>104 Airport Drive, Ste 2200, Campus Box 1350<br>Chapel Hill, NC 27599<br><i>To support capacity building at the PHIT Partnership in Zambia</i>                  | 501(c)3<br>\$50,000<br>2011     | \$50,000            | \$0              | \$0          | \$50,000            | \$0                 |
| <i>To support participation in the 2nd Global Symposium on Health Systems Research</i><br><b>United Nations Foundation</b><br>1800 Massachusetts Ave NW 4 Flr<br>Washington, DC 20036-1806<br><i>Nothing But Nets</i>  | 501(c)3<br>\$7,000.00<br>2012   | \$0                 | \$7,000          | \$0          | \$7,000             | \$0                 |
| <b>ARTS</b><br><b>Amherst H Wilder Foundation</b><br>451 Lexington Parkway North<br>St Paul, MN 55104<br><i>To support leaders in the dance, jazz, theatre and presenting fields participating in The James P Shannon Institute</i><br><b>Appalshop, Inc.</b><br>91 Madison Avenue<br>Whitesburg, KY 41858<br><i>To evaluate Roadside Theater/Thousand Kites</i> | 501(c)3<br>\$10,000<br>2012     | \$0                 | \$10,000         | \$0          | \$10,000            | \$0                 |
| <b>TOTAL African Health</b>  |                                 | <b>\$22,357,423</b> | <b>\$209,480</b> | <b>\$0</b>   | <b>\$10,060,222</b> | <b>\$12,506,681</b> |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Applicant Name   | Tax Status | Total Grants Year Approved | Balance 2012 | Approvals 2012 | Awarded 2012 | Paid 2012 | Remaining 2012 |
|--|------------|----------------------------|--------------|----------------|--------------|-----------|----------------|
| <b>Appalshop, Inc.</b><br>91 Madison Avenue<br>Whitesburg, KY 41858<br><i>Bringing the Roadside / Thousand Kites platform to scale, engaging new and diverse theater audiences</i>   | 501(c)3    | \$152,150<br>2010          | \$54,000     | \$0            | \$0          | \$54,000  | \$0            |
| <b>Arts Midwest</b><br>2908 Hennepin Ave, Suite 200<br>Minneapolis, MN 55408   | 501(c)3    | \$152,576<br>2012          | \$0          | \$152,576      | \$0          | \$78,836  | \$73,740       |
| <i>To support a public will building effort that will</i><br><b>Association of Performing Arts Presenters, Inc.</b><br>1211 Connecticut Avenue, NW, Suite 200<br>Washington, DC 20036  | 501(c)3    | \$1,280,000<br>2012        | \$0          | \$1,280,000    | \$0          | \$135,598 | \$1,144,402    |
| <i>To support the "Building Bridges: Campus Community Engagement Program," a re-granting program promoting community engagement in Muslim arts and culture through activities on campuses and other community presenters</i>           |            |                            |              |                |              |           |                |
| <b>California Institute of the Arts</b><br>24700 McBean Parkway<br>Valencia, CA 91355-2397<br><i>To support the National Interdisciplinary Initiative, to be held with the interdisciplinary RADAR LA Festival in the Fall of 2013</i> | 501(c)3    | \$174,375<br>2011          | \$111,875    | \$0            | \$0          | \$105,875 | \$6,000        |
| <b>Chamber Music America</b><br>99 Madison Ave, 5th Fl<br>New York, NY 10016<br><i>To renew support for Jazz Regranting Programs</i>   | 501(c)3    | \$613,750<br>2012          | \$0          | \$613,750      | \$0          | \$613,750 | \$0            |
| <b>Childsplay, Inc.</b><br>900 S Mitchell Dr<br>Tempe, AZ 85281<br><i>To support New Plays for Young Audiences Symposia</i>  | 501(c)3    | \$112,500<br>2011          | \$62,500     | \$0            | \$0          | \$12,500  | \$50,000       |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Trustee or Recipient Name   | Tax Status | Total Grants Year Approved | Balance 2012 | Approvals 2012 | Amended 2012 | Paid 2012   | For Future Payment |
|---|------------|----------------------------|--------------|----------------|--------------|-------------|--------------------|
| <b>Trustees of Columbia University in the City of New York</b><br>630 West 168th Street<br>New York, NY 10032<br><i>To support the Jazz Composers Orchestra Institute at the Center for Jazz Studies</i>                | 501(c)3    | \$150,000<br>2011          | \$54,000     | \$0            | \$0          | \$0         | \$54,000           |
| <b>Creative Capital Foundation</b><br>65 Bleecker St, 7th Fl<br>New York, NY 10012<br><i>To support the Performing Arts Program, which provides project re-grants and advisory services to performing arts grantees</i> | 501(c)3    | \$1,200,000<br>2011        | \$870,000    | \$0            | \$0          | \$400,000   | \$470,000          |
| <b>Creative Capital Foundation</b><br>65 Bleecker St, 7th Fl<br>New York, NY 10012<br><i>To renew support for The Multi-Arts Production Fund (MAP Fund)</i>   | 501(c)3    | \$2,630,000<br>2012        | \$0          | \$2,630,000    | \$0          | \$1,439,000 | \$1,191,000        |
| <b>Creative Capital Foundation</b><br>65 Bleecker St, 7th Fl<br>New York, NY 10012<br><i>Support for Multi-Arts Production Fund, which supports new work in live performance</i>  | 501(c)3    | \$2,630,000<br>2010        | \$1,115,000  | \$0            | \$0          | \$1,115,000 | \$0                |
| <b>Dance USA</b><br>1111 16th Street, NW Suite 300<br>Washington, DC 20036<br><i>To support round two of Engaging Dance Audiences</i>   | 501(c)3    | \$1,748,000<br>2011        | \$826,423    | \$0            | \$0          | \$382,423   | \$444,000          |
| <b>Denver Center For The Performing Arts</b><br>1101 13th St.<br>Denver, CO 80204<br><i>To support Off-Center - a new series of nontraditional programming</i>  | 501(c)3    | \$127,150<br>2011          | \$45,000     | \$0            | \$0          | \$0         | \$45,000           |
| <b>Denver Center For The Performing Arts</b><br>1101 13th St<br>Denver, CO 80204<br><i>To support the Continuing Innovation Cohort 2 Convening</i>  | 501(c)3    | \$100,000<br>2012          | \$0          | \$100,000      | \$0          | \$100,000   | \$0                |
| <b>DDCF Arts Program</b><br><i>Fund for National Projects</i>   | 501(c)3    | \$3,000,000<br>2008        | 441,388      | 0              | (441,388)    | 0           | 0                  |
| <b>Eastside Arts Alliance</b><br>2277 International Blvd.<br>PO Box 17008<br>Oakland, CA 94601-7008   | 501(c)3    | \$67,500<br>2011           | \$33,750     | \$0            | \$0          | \$33,750    | \$0                |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Entity Name  | Tax Status | Total Grant/Year Approved | Balance 2012 | Approvals 2012 | Awarded 2012 | Paid 2012   | Unpaid Payment |
|--|------------|---------------------------|--------------|----------------|--------------|-------------|----------------|
| <i>To support national dialogue to strengthen the infrastructure for jazz presenting</i>   |            |                           |              |                |              |             |                |
| Emc Arts Inc<br>127 W 122nd St<br>New York, NY 10027   | 501(c)3    | \$1,600,000<br>2012       | \$0          | \$1,600,000    | \$0          | \$1,055,215 | \$544,785      |
| <i>To support the Innovation Lab for the Performing Arts</i>   |            |                           |              |                |              |             |                |
| Emc Arts Inc<br>127 W 122nd St<br>New York, NY 10027   | 501(c)3    | \$158,081<br>2012         | \$0          | \$158,081      | \$0          | \$81,680    | \$76,401       |
| <i>To support national and local learning communities around adaptive change in the country's first 3-day intensive national Innovation Summit</i> |            |                           |              |                |              |             |                |
| Emerson College Dept Of Finance<br>120 Boylston St<br>Boston, MA 02116   | 501(c)3    | \$67,553<br>2012          | \$0          | \$67,553       | \$0          | \$34,951    | \$32,602       |
| <i>To support a national convening of Latina/o theater artists to establish a Latina/o Theater Commons</i>   |            |                           |              |                |              |             |                |
| Fractured Atlas Productions Inc<br>248 W 35th St FL 10<br>New York, NY 10001   | 501(c)3    | \$196,875<br>2011         | \$101,875    | \$0            | \$0          | \$101,875   | \$0            |
| <i>To support America Dance Abroad, a pilot program to implement a broad-based, strategic international export plan for American dance</i>         |            |                           |              |                |              |             |                |
| Fractured Atlas Productions Inc<br>248 W 35th St FL 10<br>New York, NY 10001   | 501(c)3    | \$10,000<br>2012          | \$0          | \$10,000       | \$0          | \$10,000    | \$0            |
| <i>To develop Arfuijy/ ATHENA 2.0 in collaboration with Atlantic Theater Company</i>   |            |                           |              |                |              |             |                |
| Fractured Atlas Productions Inc<br>248 W 35th St FL 10<br>New York, NY 10001   | 501(c)3    | \$150,000<br>2010         | \$54,000     | \$0            | \$0          | \$54,000    | \$0            |
| <i>To support the next phase of ATHENA Tix, an open source ticketing platform</i>  |            |                           |              |                |              |             |                |
| Future of Music Coalition Inc<br>1615 L Street NW<br>Washington, DC 20036-5610   | 501(c)3    | \$174,494<br>2012         | \$0          | \$174,494      | \$0          | \$90,000    | \$84,494       |
| <i>To support a 2-year curriculum development</i>  |            |                           |              |                |              |             |                |
| Home for Contemporary Theatre and Art Ltd<br>145 Sixth Ave   | 501(c)3    | \$10,000<br>2012          | \$0          | \$10,000       | \$0          | \$10,000    | \$0            |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Organization Name  | Tax Status | Total Grants/Year Approved | Balance 2012 | Approved 2012 | Amended 2012 | Total Available | Future Payment |
|--|------------|----------------------------|--------------|---------------|--------------|-----------------|----------------|
| New York, NY 10013<br>To enhance HERE: On Demand by implementing and testing improvements  | 501(c)3    | \$150,000<br>2010          | \$54,000     | \$0           | \$0          | \$54,000        | \$0            |
| Home for Contemporary Theatre and Art Ltd<br>145 Sixth Ave.<br>New York, NY 10013  | 501(c)3    | \$25,000<br>2012           | \$0          | \$25,000      | \$0          | \$25,000        | \$0            |
| To expand HERE: On Demand, encouraging an ongoing dialogue between artists and audiences   | 501(c)3    | \$152,350<br>2011          | \$54,000     | \$0           | \$0          | \$54,000        | \$54,000       |
| International Society For The Performing Arts Foundation<br>630 9th Avenue, Suite 213<br>New York, NY 10036-4752<br>To support Global Voices in Dialogue   | 501(c)3    | \$225,154<br>2012          | \$0          | \$225,154     | \$0          | \$225,154       | \$108,817      |
| Jazz Arts Group Of Columbus<br>769 E Long St<br>Columbus, OH 43203<br>To support the launch and evaluation of targeted theory-to-practice experiments based on the Jazz Audiences Initiative (JAI) research findings                         | 501(c)3    | \$67,553<br>2012           | \$0          | \$67,553      | \$0          | \$67,553        | \$32,602       |
| L A Stage Alliance<br>644 S Figueroa St<br>Los Angeles, CA 90017-3411<br>To support national and localized research on arts participation through a network of newly established regional community databases                                | 501(c)3    | \$59,355<br>2012           | \$0          | \$59,355      | \$0          | \$59,355        | \$0            |
| MAPP International Productions<br>140 Second Ave Ste 502<br>New York, NY 10003<br>To support a structural expansion, bringing more US artists and arts organizations into global cultural dialogue with communities on the African continent | 501(c)3    | \$123,835                  | \$0          | \$123,835     | \$0          | \$123,835       | \$59,849       |
| Mid Atlantic Arts Foundation Inc<br>201 N Charles Street, Suite 401<br>Baltimore, MD 21201<br>To support the 2013 French American Jazz Exchange  | 501(c)3    | \$123,835                  | \$0          | \$123,835     | \$0          | \$123,835       | \$59,849       |
| National New Play Network  | 501(c)3    | \$123,835                  | \$0          | \$123,835     | \$0          | \$123,835       | \$59,849       |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

Total Grants, #4  
 Year Approved  
 Tax Status  
 Balance, 2012  
 Approved 2012  
 Amended 2012  
 Total 2012  
 Total 2012  
 Total 2012

| Organization Name   | Total Grants, #4<br>Year Approved | Tax Status | Balance, 2012 | Approved 2012 | Amended 2012 | Total 2012  | Total 2012 |
|---|-----------------------------------|------------|---------------|---------------|--------------|-------------|------------|
| c/o Woolly Mammoth Theatre Company<br>917 M Street NW<br>Washington, DC 20001   |                                   |            |               |               |              |             |            |
| <i>To support work by a consortium of the field to create an online tool, the New Play Exchange, to revolutionize the way playwrights and theaters connect in the nonprofit arena</i> |                                   |            |               |               |              |             |            |
| <b>National Performance Network Inc</b><br>866 Camp Street<br>New Orleans, LA 70130   | \$1,764,000<br>2012               | 501(c)3    | \$0           | \$1,764,000   | \$0          | \$1,764,000 | \$882,000  |
| <i>Renewal support for Performing Arts programs</i>   |                                   |            |               |               |              |             |            |
| <b>National Public Radio Inc</b><br>635 Massachusetts Avenue<br>Washington, DC 20001  | \$10,000<br>2012                  | 501(c)3    | \$0           | \$10,000      | \$0          | \$10,000    | \$0        |
| <i>To advance NPR's jazz offerings online by incorporating technological innovations</i>  |                                   |            |               |               |              |             |            |
| <b>Network of Ensemble Theaters</b><br>1709 N Ave 56<br>Los Angeles, CA 90042-1118  | \$163,125<br>2011                 | 501(c)3    | \$58,125      | \$0           | \$0          | \$58,125    | \$0        |
| <i>To support NET Touring and Exchange Network (NETTEN)</i>   |                                   |            |               |               |              |             |            |
| <b>New England Foundation for the Arts</b><br>145 Tremont Street, 7th floor<br>Boston, MA 02111   | \$3,330,000<br>2012               | 501(c)3    | \$0           | \$3,330,000   | \$0          | \$3,330,000 | \$0        |
| <i>To support the National Dance Project</i>  |                                   |            |               |               |              |             |            |
| <b>New York Live Arts Inc</b><br>219 West 19th Street<br>New York, NY 10011   | \$10,000<br>2012                  | 501(c)3    | \$0           | \$10,000      | \$0          | \$10,000    | \$0        |
| <i>To further develop the New York Live Arts web site by fully integrating the ticketing and donor systems</i>  |                                   |            |               |               |              |             |            |
| <b>New York Live Arts Inc</b><br>219 West 19th Street<br>New York, NY 10011   | \$150,000<br>2010                 | 501(c)3    | \$54,000      | \$0           | \$0          | \$54,000    | \$0        |

Merger of Bill T. Jones/Arnie Zane Dance Company with Dance Theater Workshop as a model for creating new homes for dance in NYC

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Organization Name   | Subsidiary | Total Grant Year Approved | Fiscal Year | Approved 2012 | Approved 2013 | Approved 2014 | Approved 2015 |
|---|------------|---------------------------|-------------|---------------|---------------|---------------|---------------|
| <b>Newark Public Radio Inc.</b><br>54 Park Pl<br>Newark, NJ 07102<br><i>To support programming featuring New Jazz Works on the radio series JazzSet with Dee Dee Bridgewater</i>  | 501(c)3    | \$75,000<br>2012          |             | \$0           | \$75,000      | \$0           | \$75,000      |
| <b>Nonprofit Finance Fund</b><br>70 West 36th Street, 11th Floor<br>New York, NY 10018<br><i>Leadership Arts Organizations Initiative</i>   | 501(c)3    | \$15,125,000<br>2007      |             | \$1,081,843   | \$0           | \$1,081,843   | \$0           |
| <b>Northwestern University Settlement</b><br>1012 N. Noble St<br>Chicago, IL 60642<br><i>Organizational transformation by integrating social service delivery with artistic practice</i>  | 501(c)3    | \$152,050<br>2011         |             | \$54,000      | \$0           | \$0           | \$54,000      |
| <b>On The Boards</b><br>PO Box 19515<br>Seattle, WA 98109<br><i>The Presenting Online Partnership Program (POPP) pilot project, expanding the online presentation of contemporary performance</i>   | 501(c)3    | \$200,000<br>2010         |             | \$58,600      | \$0           | \$58,600      | \$0           |
| <b>Pangea World Theater</b><br>711 W Lake St, #101<br>Minneapolis, MN 55408-3357<br><i>To develop the National Directing and Ensemble Creation Institute, dedicated to training the next generation of theater artists of color and enabling peer dialogue and exchange</i> | 501(c)3    | \$75,000<br>2010          |             | \$23,822      | \$0           | \$23,822      | \$0           |
| <b>Performance Zone, Inc</b><br>161 Sixth Avenue, 14th Floor<br>New York, NY 10013<br><i>To support the New York Dance and Performance Awards, a/k/a The Bessies</i>  | 501(c)3    | \$25,000<br>2012          |             | \$0           | \$25,000      | \$0           | \$25,000      |
| <b>The Pew Charitable Trusts</b><br>2005 Market Street, Suite 1700<br>Philadelphia, PA 19103<br><i>To support the transition of the Cultural Data Project to an independent organization</i>  | 501(c)3    | \$500,000<br>2012         |             | \$0           | \$500,000     | \$0           | \$500,000     |
| <b>The Pop Tech Institute</b>   | 501(c)3    | \$50,000                  |             | \$0           | \$50,000      | \$0           | \$50,000      |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Organization  | City/State | Total Grants Year Approved | Balance 2012 | Approved 2012 | Approved 2011 | Future Pmt | Total Pmt |
|---|------------|----------------------------|--------------|---------------|---------------|------------|-----------|
| 21 Elm Street, 2nd Floor<br>Camden, ME 04843<br>To support participation of performing arts professionals in the Pop Tech Social Innovation Fellows Program                                       | 501(c)3    | \$225,000<br>2011          | \$105,000    | \$0           | \$105,000     | \$0        | \$0       |
| South Arts Inc<br>1800 Peachtree St NW STE 808<br>Atlanta, GA 30309<br>To support ArtsReady, an online tool to help organizations in the arts sector plan for and respond to emergency situations | 501(c)3    | \$150,000<br>2011          | \$54,000     | \$0           | \$0           | \$0        | \$54,000  |
| STREB Inc.<br>51 N 1st St<br>Brooklyn, NY 11211<br>To support SLAM REMOTE, a new presentation model to expand, extend and enrich how audiences experience dance                                   | 501(c)3    | \$152,250<br>2011          | \$54,000     | \$0           | \$0           | \$0        | \$54,000  |
| Theatre Bay Area<br>1663 Mission St, Ste 525<br>San Francisco, CA 94103<br>To support the Intrinsic Impact project  | 501(c)3    | \$25,000<br>2012           | \$0          | \$25,000      | \$0           | \$0        | \$25,000  |
| Theatre Bay Area<br>1663 Mission St, Ste 525<br>San Francisco, CA 94103<br>To support national dissemination of findings from two years of research into the intrinsic impact of live theatre     | 501(c)3    | \$1,451,500<br>2011        | \$201,500    | \$0           | \$201,500     | \$0        | \$0       |
| Theatre Communications Group Inc.<br>520 8th Avenue<br>24th floor<br>New York, NY 10018-4156<br>To support New Audience Engagement for the 21st Century American Theatre                          | 501(c)3    | \$10,000<br>2012           | \$0          | \$10,000      | \$0           | \$0        | \$10,000  |
| University Musical Society<br>881 N University Ave<br>Ann Arbor, MI 48109<br>To support Phase 2 of the Lobby Project  | 501(c)3    | \$151,900<br>2010          | \$54,000     | \$0           | \$54,000      | \$0        | \$0       |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Organization Name  | Year Approved   | Balance 2012 | Approved 2012 | Balance 2013 | Approved 2013 | Total 2013 |
|--|-----------------|--------------|---------------|--------------|---------------|------------|
| <i>The Virtual Lobby. Connecting Artists and Audiences in New Spaces, Online and Off</i><br><b>University of Southern California</b><br>1333 San Pablo Street<br>Los Angeles, CA 90033   | 501(c)3<br>2012 | \$0          | \$208,267     | \$0          | \$107,612     | \$100,655  |
| <i>To support a series of experiments to develop new models for communicating about the arts</i><br><b>UBW, Inc</b><br>138 S Oxford Street, #4B<br>Brooklyn, NY 11217  | 501(c)3<br>2011 | \$25,500     | \$0           | \$0          | \$0           | \$25,500   |
| <i>To support Project Next Generation, examining environmental conditions which impact the participation of young women of color in the field of modern and contemporary dance</i><br><b>Wesleyan University</b><br>45 Wyllys Avenue<br>Middletown, CT 06459 | 501(c)3<br>2012 | \$0          | \$10,000      | \$0          | \$10,000      | \$0        |
| <i>To implement new strategies for Feet to the Fire. infusing generative artists into environmental issues and providing a model for campuses nationwide</i><br><b>Wesleyan University</b><br>45 Wyllys Avenue<br>Middletown, CT 06457                       | 501(c)3<br>2010 | \$48,257     | \$0           | \$0          | \$48,257      | \$0        |
| <i>Continuation of Feet to the Fire Exploring Global Climate Change from Science to Art</i><br><b>Woolly Mammoth Theatre Co</b><br>641 D Street NW<br>Washington, DC 20004   | 501(c)3<br>2011 | \$54,000     | \$0           | \$0          | \$0           | \$54,000   |
| <i>To support a connectivity function surrounding each individual show</i><br><b>Wooster Group, Inc.</b><br>PO Box 654, Canal Street Station<br>New York, NY 10013   | 501(c)3<br>2011 | \$54,000     | \$0           | \$0          | \$0           | \$54,000   |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Organization Name  | Year Approved   | Total Grant | Balance 2012 | Approved 2012 | Approved 2013 | Approved 2014 | Approved 2015 |                    |                     |                    |                     |                    |
|--|-----------------|-------------|--------------|---------------|---------------|---------------|---------------|--------------------|---------------------|--------------------|---------------------|--------------------|
| <i>To support Wooster Web, an artistic and marketing platform that provides audiences with increased access to the Wooster Group's work</i>  |                 |             |              |               |               |               |               |                    |                     |                    |                     |                    |
| Yerba Buena Center for the Arts<br>701 Mission St<br>San Francisco, CA 94103-3138<br><i>To strengthen and expand YBCA CONNECT which integrates onsite programs and technology to reach audiences at all stages of engagement</i> | 501(c)3<br>2012 | \$10,000    | \$0          | \$10,000      | \$0           | \$10,000      | \$0           |                    |                     |                    |                     |                    |
| Yerba Buena Center for the Arts<br>701 Mission St<br>San Francisco, CA 94103-3138<br><i>YBCA. CONNECT, an immersive visitor experience innovation</i>  | 501(c)3<br>2010 | \$152,300   | \$54,000     | \$0           | \$0           | \$54,000      | \$0           |                    |                     |                    |                     |                    |
| New Professional Theatre Inc<br>229 W 42nd St #501<br>New York, NY 10598<br><i>General Support</i>   | 501(c)3<br>2012 | \$7,064     | \$0          | \$7,064       | \$0           | \$7,064       | \$0           |                    |                     |                    |                     |                    |
| Oxfam-America Inc<br>226 Causeway St., 5th Floor<br>Boston, MA 02114<br><i>General Support</i>   | 501(c)3<br>2012 | \$21,032    | \$0          | \$21,032      | \$0           | \$21,032      | \$0           |                    |                     |                    |                     |                    |
| Playwrights Horizons Inc.<br>416 W 42nd St<br>New York, NY 10036<br><i>General Support</i>   | 501(c)3<br>2012 | \$40,000    | \$0          | \$40,000      | \$0           | \$40,000      | \$0           |                    |                     |                    |                     |                    |
| Studio Museum In Harlem Inc<br>144 W 125th St<br>New York, NY 10027<br><i>General Support</i>  | 501(c)3<br>2012 | \$20,000    | \$0          | \$20,000      | \$0           | \$20,000      | \$0           |                    |                     |                    |                     |                    |
| <b>TOTAL Arts</b>  |                 |             |              |               |               |               |               | <b>\$5,912,458</b> | <b>\$13,472,714</b> | <b>(\$441,388)</b> | <b>\$13,193,937</b> | <b>\$5,749,847</b> |
| <b>ARTS INITIATIVE</b>   |                 |             |              |               |               |               |               |                    |                     |                    |                     |                    |
| Creative Capital Foundation<br>65 Bleecker St, 7th Fl<br>New York, NY 10012<br><i>To support the Doris Duke Performing Artist Awards Program</i>   | 501(c)3<br>2011 | \$986,537   | \$616,537    | \$0           | \$0           | \$616,537     | \$0           |                    |                     |                    |                     |                    |
| Doris Duke Foundation Inc.<br>650 5th Ave, 19th Floor  | 501(c)3<br>2012 | \$5,775,000 | \$0          | \$5,775,000   | \$0           | \$938,500     | \$4,836,500   |                    |                     |                    |                     |                    |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

13-7043679  
 New York, NY 10019-6108  
 To support the first cohort of Leading Artists Award  
 Total Grants Year Approved Balance 2012 Approvals 2012 Balance 2012 Total Grants Year Approved Balance 2012

\$616,537 \$5,775,000 \$0 \$1,555,037 \$4,836,500

**TOTAL Arts Initiative**

**CHILD ABUSE PREVENTION**

**Boston Medical Center Corporation**  
 One Boston Medical Center Place  
 Boston, MA 02118  
 To support planning for the Vital Villages project, which seeks to develop a community-wide intervention in three low-income neighborhoods to promote child well-being and prevent child abuse and neglect

National Foundation for the Centers for Disease Control & Prevention  
 55 Park Place, Suite 400  
 Atlanta, GA 30303  
 Building state-based public health leadership to prevent child maltreatment

National Foundation for the Centers for Disease Control & Prevention  
 55 Park Place, Suite 400  
 Atlanta, GA 30303  
 To support Division of Violence Prevention's launch of the Triple P (Positive Parenting Program) system through partnerships between Federally Qualified Health Centers and local public health agencies

Center for the Study of Social Policy  
 1575 Eye St. NW, Ste 500  
 Washington, DC 20005  
 To support planning for Outreach to Popular Media to Prevent child Maltreatment (Phase I)

Chapin Hall Center For Children  
 1313 E. 60th Street  
 Chicago, IL 60637

| Organization   | Fed Status | Total Grants Year Approved | Balance 2012 | Approvals 2012     | Balance 2012 | Total Grants Year Approved | Balance 2012       |
|--|------------|----------------------------|--------------|--------------------|--------------|----------------------------|--------------------|
| Boston Medical Center Corporation                                    | 501(c)3    | \$200,000                  | \$0          | \$200,000          | \$0          | \$200,000                  | \$0                |
| National Foundation for the Centers for Disease Control & Prevention | 501(c)3    | \$1,222,520                | \$0          | \$0                | \$0          | \$0                        | \$0                |
| National Foundation for the Centers for Disease Control & Prevention | 501(c)3    | \$1,495,000                | \$225,000    | \$0                | \$225,000    | \$225,000                  | \$0                |
| Center for the Study of Social Policy                                | 501(c)3    | \$54,500                   | \$0          | \$54,500           | \$0          | \$54,500                   | \$0                |
| Chapin Hall Center For Children                                      | 501(c)3    | \$2,071,000                | \$0          | \$2,071,000        | \$0          | \$2,071,000                | \$140,074          |
| <b>TOTAL Arts Initiative</b>   |            | <b>\$4,836,500</b>         | <b>\$0</b>   | <b>\$4,836,500</b> | <b>\$0</b>   | <b>\$4,836,500</b>         | <b>\$1,930,926</b> |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| IR-501(c)(3) Name  | Tax Status | Total Grant/Year Approved | Balance 2012 | Approvals 2012 | Amended 2012 | Paid 2012 | Original Paid 2012 |
|--|------------|---------------------------|--------------|----------------|--------------|-----------|--------------------|
| <b>To renew support for the Doris Duke Fellowships for the Promotion of Child Well-Being (formerly DD Fellowships for the Prevention of Child Abuse)</b>   |            |                           |              |                |              |           |                    |
| Chapin Hall Center For Children<br>1313 E 60th Street<br>Chicago, IL 60637   | 501(c)3    | \$2,397,791<br>2009       | \$967,791    | \$0            | \$0          | \$320,000 | \$647,791          |
| <i>Doris Duke Fellowships for the Prevention of Child Abuse and Neglect</i>  |            |                           |              |                |              |           |                    |
| Common Ground Communities Inc<br>14 East 28th Street, PH<br>New York, NY 10016   | 501(c)3    | \$250,000<br>2012         | \$0          | \$250,000      | \$0          | \$250,000 | \$0                |
| <i>To support implementation and assessment of a community systems approach to improving outcomes for children</i>   |            |                           |              |                |              |           |                    |
| Corporation For The Advancement of Policy Evaluation<br>600 Alexander Park<br>Princeton, NJ 08540  | 501(c)3    | \$100,000<br>2012         | \$0          | \$100,000      | \$0          | \$100,000 | \$0                |
| <i>To support an assessment of the Cost of Evidence-Based Home Visiting Programs designed to prevent child maltreatment</i>  |            |                           |              |                |              |           |                    |
| Erikson Institute<br>451 N. LaSalle St<br>Chicago, IL 60654  | 501(c)3    | \$450,000<br>2012         | \$0          | \$450,000      | \$0          | \$300,000 | \$150,000          |
| <i>To support "Fussy Baby Network - Infusion into Systems of Care "</i>  |            |                           |              |                |              |           |                    |
| <b>Fund for Public Health in New York</b>  |            |                           |              |                |              |           |                    |
| 22 Cortlandt Street, Suite 1103<br>New York, NY 10007  | 501(c)3    | \$2,636,000<br>2012       | \$0          | \$2,636,000    | \$0          | \$800,000 | \$1,836,000        |
| <i>Support for Adolescent Pregnancy Prevention in President and Fellows of Harvard College</i>   |            |                           |              |                |              |           |                    |
| 2 Arrow Street, 4th Floor<br>Boston, MA 02466  | 501(c)3    | \$950,800<br>2011         | \$567,070    | \$0            | \$0          | \$320,140 | \$246,930          |
| <i>To build knowledge translation and communicating capacity about the science of early childhood development, focused particularly on neglect and resilience, at the Center on the Developing Child</i> |            |                           |              |                |              |           |                    |
| <b>National Alliance of Child Abuse Prevention Funds</b>   |            |                           |              |                |              |           |                    |
| 5712 30th Avenue NE<br>Seattle, WA 98105   | 501(c)3    | \$1,750,000<br>2011       | \$1,050,000  | \$0            | \$0          | \$600,000 | \$450,000          |
| <i>To support a new national initiative to prevent child</i>   |            |                           |              |                |              |           |                    |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Organization  | Tax Status | Total Grant Year Approved | Balance 2012 | Approved 2012 | Amended 2012 | Period 2012 | Period 2013 |
|---|------------|---------------------------|--------------|---------------|--------------|-------------|-------------|
| National Center on Shaken Baby Syndrome<br>1433 N Hwy 89, Ste 110<br>Farmington, UT 84025<br>Period of PURPLE Crying Program, Phase III   | 501(c)3    | \$367,000<br>2010         | \$87,000     | \$0           | \$0          | \$87,000    | \$0         |
| Prevent Child Abuse America<br>228 S Wabash Ave fl 10<br>Chicago, IL 60604  | 501(c)3    | \$400,000<br>2012         | \$0          | \$400,000     | \$0          | \$250,000   | \$150,000   |
| To support "Social Movements, What Works,<br>Consciousness Maintenance, and The National<br>Movement for America's Children "   | 501(c)3    | \$1,000,000<br>2012       | \$0          | \$1,000,000   | \$0          | \$350,000   | \$650,000   |
| Teachers College Columbia University<br>525 West 120th Street<br>New York, NY 10027   | 501(c)3    | \$629,000<br>2011         | \$222,000    | \$0           | \$0          | \$222,000   | \$0         |
| Univ of Maryland Baltimore Foundation Inc<br>660 W Redwood St Ste 021<br>Baltimore, MD 21201-1541   | 501(c)3    | \$100,000<br>2012         | \$0          | \$100,000     | \$0          | \$100,000   | \$0         |
| To disseminate the SEEK (A Safe Environment for<br>Every Kid) model of pediatric primary care   | 501(c)3    | \$276,000<br>2010         | \$126,000    | \$0           | \$0          | \$126,000   | \$0         |
| University of Minnesota Foundation<br>200 Oak St Se Ste 500<br>Minneapolis, MN 55455-2010   | 501(c)3    | \$440,800                 | \$112,575    | \$0           | \$0          | \$112,575   | \$0         |
| Midwest Expansion of the Child-Parent Center<br>University of North Carolina at Chapel Hill<br>104 Airport Drive, Ste 2200, Campus Box 1350<br>Chapel Hill, NC 27599            | 501(c)3    | \$276,000<br>2010         | \$126,000    | \$0           | \$0          | \$126,000   | \$0         |
| To Disseminate Findings and Develop<br>Recommendations from LONGSCAN (Longitudinal<br>Study of Child Abuse and Neglect)   | 501(c)3    | \$440,800                 | \$112,575    | \$0           | \$0          | \$112,575   | \$0         |
| Urban Institute<br>2100 M Street NW<br>Washington, DC 20037   | 501(c)3    | \$440,800                 | \$112,575    | \$0           | \$0          | \$112,575   | \$0         |
| To support development and dissemination of<br>policy and system reforms to prevent child abuse<br>and neglect by linking low-income depressed<br>mothers to effective services | 501(c)3    | \$440,800                 | \$112,575    | \$0           | \$0          | \$112,575   | \$0         |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Recipients - Individual, Non-Profit   | Ex. Status | Total Grant Year Approved | Balance 2012 | Approvals 2012 | Amended 2012 | Paid 2012 | For Future Payment |                    |                    |                    |
|---|------------|---------------------------|--------------|----------------|--------------|-----------|--------------------|--------------------|--------------------|--------------------|
| <b>Zero to Three: National Center for Infants, Toddlers and Families</b><br>1255 23rd St, NW - Suite 350<br>Washington, DC 20037  | 501(c)3    | \$1,000,000<br>2012       | \$0          | \$1,000,000    | \$0          | \$624,517 | \$375,483          |                    |                    |                    |
| <i>To develop and disseminate the "Preventing Child Abuse and Neglect Parent-Provider Partnerships in Child Care (PCAN)" curriculum</i><br><b>American Humane Association</b><br>1400 16th Street NW, Suite 360<br>Washington, DC 20036<br><i>General Support</i> | 501(c)3    | \$10,000<br>2012          | \$0          | \$10,000       | \$0          | \$10,000  | \$0                |                    |                    |                    |
| <b>Common Ground Community Housing Development Fund Corporation Inc</b><br>505 Eighth Ave<br>New York, NY 10018<br><i>General Support</i>   | 501(c)3    | \$25,000<br>2012          | \$0          | \$25,000       | \$0          | \$25,000  | \$0                |                    |                    |                    |
| <b>New Yorkers For Children Inc</b><br>450 Seventh Avenue, Suite 403<br>New York, NY 10123<br><i>General Support</i>  | 501(c)3    | \$50,000<br>2012          | \$0          | \$50,000       | \$0          | \$50,000  | \$0                |                    |                    |                    |
| <b>United States Fund for UNICEF</b><br>125 Maiden Lane<br>New York, NY 10038<br><i>General Support</i>   | 501(c)3    | \$15,000<br>2012          | \$0          | \$15,000       | \$0          | \$15,000  | \$0                |                    |                    |                    |
| <b>TOTAL Child Abuse Prevention</b>   |            |                           |              |                |              |           | <b>\$3,357,436</b> | <b>\$8,361,500</b> | <b>\$5,281,806</b> | <b>\$6,437,130</b> |
| <b>CLIMATE CHANGE INITIATIVE</b><br><b>Carnegie Mellon University</b><br>5000 Forbes Avenue<br>Pittsburgh, PA 15213<br><i>Facilitate the large-scale adoption of variable and intermittent sources of renewable electricity</i>                                   | 501(c)3    | \$800,000<br>2009         | \$200,000    | \$0            | \$0          | \$200,000 | \$0                |                    |                    |                    |
| <b>The Energy Foundation</b><br>301 Battery, 5th Floor<br>San Francisco, CA 94111<br><i>To support coordinated analysis of the potential for philanthropy's impact on Building Retrofits</i>  | 501(c)3    | \$100,000<br>2012         | \$0          | \$100,000      | \$0          | \$100,000 | \$0                |                    |                    |                    |
| <b>Massachusetts Institute of Technology</b><br><i>To support coordinated analysis of the potential for philanthropy's impact on Building Retrofits</i>   | 501(c)3    | \$86,000                  | \$0          | \$86,000       | \$0          | \$86,000  | \$0                |                    |                    |                    |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| 77 Massachusetts Avenue<br>Cambridge, MA 02139<br>To support U S Energy Innovation Building<br>New York City Energy Efficiency Corporation<br>110 William Street, Fl. 3<br>New York, NY 10011<br>General Operating Support | 501(c)3 | Total Grant<br>Year Approved<br>2012 | Balance<br>2012 | Approved<br>2012 | Anticipated<br>2012 | Final<br>2012 | Pay to date<br>12/31/2012 |
|--|---------|--------------------------------------|-----------------|------------------|---------------------|---------------|---------------------------|
|  |         | \$540,000<br>2012                    | \$0             | \$540,000        | \$0                 | \$350,000     | \$190,000                 |
| <b>TOTAL Climate Change</b>  |         |                                      |                 |                  |                     |               |                           |
|  |         |                                      | \$200,000       | \$726,000        | \$0                 | \$736,000     | \$190,000                 |
| <b>ENVIRONMENT</b>   |         |                                      |                 |                  |                     |               |                           |
| American Farmland Trust<br>1200 18th St NW, Ste 800<br>Washington, DC 20036<br>To support building a Greater Hudson Valley<br>Farmlink Network   | 501(c)3 | \$80,000<br>2012                     | \$0             | \$80,000         | \$0                 | \$80,000      | \$0                       |
| American Museum of Natural History<br>Central Park West At 79th St<br>New York, NY 10024-5192  | 501(c)3 | \$832,000<br>2012                    | \$0             | \$832,000        | \$0                 | \$335,000     | \$497,000                 |
| Supports augmentation of the existing Science<br>Research Mentoring Program to generate interest<br>among students in conservation science and<br>conservation careers   |         |                                      |                 |                  |                     |               |                           |
| Americas Wildlife Association For Resource<br>Education<br>444 North Capitol Street NW, Suite 725<br>Washington, DC 20001<br>Improving State Wildlife Action Plan<br>implementation  | 501(c)3 | \$800,000<br>2009                    | \$200,000       | \$0              | \$0                 | \$200,000     | \$0                       |
| City Parks Foundation<br>830 5th Avenue<br>NY, NY 10065<br>To complete the NYC Conservancy for Natural<br>Areas business plan  | 501(c)3 | \$20,000<br>2012                     | \$0             | \$20,000         | \$0                 | \$20,000      | \$0                       |
| City Parks Foundation<br>830 5th Avenue<br>NY, NY 10065<br>To launch the Natural Areas Conservancy   | 501(c)3 | \$1,000,000<br>2012                  | \$0             | \$1,000,000      | \$0                 | \$500,000     | \$500,000                 |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Organization Name  | City                 | State | Year Approved | Amount      | Year Approved | Amount    | Year Approved | Amount    |
|--|----------------------|-------|---------------|-------------|---------------|-----------|---------------|-----------|
| Trustees of Columbia University in the City of New York<br>630 West 168th Street<br>New York, NY 10032                               | New York             | NY    | 2012          | \$100,000   | 2012          | \$100,000 | 2012          | \$100,000 |
| To develop criteria for identifying land suitable for urban agriculture and "green infrastructure"                                   |                      |       |               |             |               |           |               |           |
| Conservation Resources Inc.<br>100 North Rd, Ste 2, PO Box 594<br>Chester, NJ 07930  | New Jersey           | NJ    | 2011          | \$1,048,200 | 2011          | \$0       | 2012          | \$398,200 |
| To support the Raritan Piedmont Wildlife Habitat   |                      |       |               |             |               |           |               |           |
| Consulative Group on Biological Diversity<br>Presidio Building 1016, PO Box 29361<br>San Francisco, CA 94129-0361                    | California           | CA    | 2012          | \$40,000    | 2012          | \$40,000  | 2012          | \$40,000  |
| Membership renewal and support for the Climate and Energy Funders Group  |                      |       |               |             |               |           |               |           |
| Council On The Environment Inc<br>51 Chambers St, Room 228<br>New York, NY 10007   | New York             | NY    | 2012          | \$200,000   | 2012          | \$200,000 | 2012          | \$150,000 |
| To support the launch of Greenmarket Wholesale   |                      |       |               |             |               |           |               |           |
| Council On The Environment Inc<br>51 Chambers St, Room 228<br>New York, NY 10007   | New York             | NY    | 2012          | \$200,000   | 2012          | \$200,000 | 2012          | \$150,000 |
| To support the launch of the Greenmarket Technical Assistance Project  |                      |       |               |             |               |           |               |           |
| Defenders of Wildlife<br>1130 17th St, NW<br>Washington, DC 20036  | District of Columbia | DC    | 2009          | \$1,200,001 | 2009          | \$0       | 2009          | \$300,000 |
| Promoting State Wildlife Actions Plans to address the impacts of global warming and develop a national network of conservation lands |                      |       |               |             |               |           |               |           |
| Design Trust for Public Space<br>40 Worth St #603<br>New York, NY 10013  | New York             | NY    | 2012          | \$100,000   | 2012          | \$100,000 | 2012          | \$100,000 |
| To support the Five Borough Farm project, Phase  |                      |       |               |             |               |           |               |           |
| Environmental Defense Fund Incorporated<br>257 Park Ave S, FL 16<br>New York, NY 10010   | New York             | NY    | 2009          | \$2,000,000 | 2009          | \$0       | 2009          | \$500,000 |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Organization   | Tax Status | Total Grants Year Approved | Balance 2012 | Approvals 2012 | Payments 2012 | Balance 2013 |
|--|------------|----------------------------|--------------|----------------|---------------|--------------|
| <i>Integrating State Wildlife Action Plans into implementation of conservation incentive programs for private lands</i>  |            |                            |              |                |               |              |
| Glynwood Center, Inc.<br>Glynwood Drive<br>Cold Spring, NY 10516<br><i>To support the Farm Business Incubator project</i>  | 501(c)3    | \$350,000<br>2012          | \$0          | \$350,000      | \$0           | \$350,000    |
| Land Trust Alliance Incorporated<br>1660 L Street NW, Suite 1100<br>Washington, DC 20036-5635<br><i>To prepare land trusts for accreditation and to ensure the long term success of the accreditation program</i>    | 501(c)3    | \$1,000,000<br>2009        | \$250,000    | \$0            | \$250,000     | \$0          |
| National Public Radio Inc<br>635 Massachusetts Avenue<br>Washington, DC 20001  | 501(c)3    | \$450,000<br>2011          | \$50,000     | \$0            | \$50,000      | \$0          |
| <i>To support NPR news programming, including coverage of energy, the environment, and climate change</i>  |            |                            |              |                |               |              |
| National Wildlife Federation<br>11100 Wildlife Center Drive<br>Reston, VA 20190<br><i>Protect wildlife and wildlife habitats from the combined effects of global warming and habitat destruction and degradation</i> | 501(c)3    | \$1,200,281<br>2009        | \$300,281    | \$0            | \$300,281     | \$0          |
| National Wildlife Federation<br>11100 Wildlife Center Drive<br>Reston, VA 20190<br><i>To safeguard wildlife biodiversity in the face of a rapidly expanding bioenergy industry</i>                                   | 501(c)3    | \$899,700<br>2010          | \$199,700    | \$0            | \$0           | \$199,700    |
| Natural Resources Defense Council Inc<br>40 West 20th Street<br>New York, NY 10011<br><i>To support the Mayors' Energy Initiative in conjunction with the Institute for Market Transformation (IMT)</i>              | 501(c)3    | \$3,230,000<br>2012        | \$0          | \$3,230,000    | \$0           | \$3,230,000  |
| The Nature Conservancy, Inc.<br>4245 North Fairfax Drive, Suite 100<br>Arlington, VA 22203-1606  | 501(c)3    | \$549,000<br>2011          | \$149,000    | \$0            | \$149,000     | \$0          |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Organization Name | Tax Status | Total Grants Year Approved | Balance 2012 | Approved 2012 | Amount 2012 | For Payment |
|-------------------|------------|----------------------------|--------------|---------------|-------------|-------------|
|-------------------|------------|----------------------------|--------------|---------------|-------------|-------------|

To test a new methodology to identify a climate resilient network of conservation lands in portions of the Southeast and Northwest

NatureServe  
4600 N Fairfax Dr 7th FL  
Arlington, VA 22203

|         |                   |           |     |     |           |     |
|---------|-------------------|-----------|-----|-----|-----------|-----|
| 501(c)3 | \$600,000<br>2009 | \$100,000 | \$0 | \$0 | \$100,000 | \$0 |
|---------|-------------------|-----------|-----|-----|-----------|-----|

To ceatlea national wildlife conservation system

New Yorkers For Parks  
55 Broad St, 23rd Fl  
New York, NY 10004

|         |                  |     |          |     |          |     |
|---------|------------------|-----|----------|-----|----------|-----|
| 501(c)3 | \$50,000<br>2012 | \$0 | \$50,000 | \$0 | \$50,000 | \$0 |
|---------|------------------|-----|----------|-----|----------|-----|

To monitor and guide establishment of the Natural Areas Conservancy (NAC) and craft recommendations for improving the public-private partnership model

Open Space Conservancy Inc  
1350 Broadway, Suite 201  
New York, NY 10018

|         |                     |     |             |     |             |             |
|---------|---------------------|-----|-------------|-----|-------------|-------------|
| 501(c)3 | \$6,000,000<br>2012 | \$0 | \$6,000,000 | \$0 | \$3,000,000 | \$3,000,000 |
|---------|---------------------|-----|-------------|-----|-------------|-------------|

To protect sites in the Northeast/Mid-Atlantic region of the United States that can enable wildlife adaptation to climate change

Scenic Hudson, Inc  
One Civic Center Plaza, Suite 200  
Poughkeepsie, NY 12601-3157

|         |                   |     |           |     |           |     |
|---------|-------------------|-----|-----------|-----|-----------|-----|
| 501(c)3 | \$100,000<br>2012 | \$0 | \$100,000 | \$0 | \$100,000 | \$0 |
|---------|-------------------|-----|-----------|-----|-----------|-----|

To support the development a farmland conservation plan in the Hudson Valley

Society For Conservation Biology  
1017 O St. NW  
Washington, DC 20001

|         |                  |     |          |     |          |     |
|---------|------------------|-----|----------|-----|----------|-----|
| 501(c)3 | \$20,000<br>2012 | \$0 | \$20,000 | \$0 | \$20,000 | \$0 |
|---------|------------------|-----|----------|-----|----------|-----|

To present the first SBS North America congress,

Society For Conservation Biology  
1017 O St NW  
Washington, DC 20001

|         |                  |     |          |     |          |     |
|---------|------------------|-----|----------|-----|----------|-----|
| 501(c)3 | \$50,000<br>2012 | \$0 | \$50,000 | \$0 | \$50,000 | \$0 |
|---------|------------------|-----|----------|-----|----------|-----|

To support "Conserving the stage encouraging scientists, managers, and investors to use geophysical units in conservation planning for a changing climate "

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Payee Name  | Address | City | State | Year Approved | Total Grants | Balance 2012 | Approvals 2012 | Approved 2012 | Future Payment |
|---|---------|------|-------|---------------|--------------|--------------|----------------|---------------|----------------|
| <b>Terrafirma Risk Retention Group LLC</b><br>660 L St NW Ste 1100<br>Washington, DC 20036<br><i>National conservation defense insurance capitalization</i>   |         |      |       | 2012          | \$1,000,000  | \$0          | \$1,000,000    | \$0           | \$1,000,000    |
| <b>Theodore Roosevelt Conservation Partnership Inc</b><br>1660 L St NW Ste 208<br>Washington, DC 20036-5603   |         |      |       | 2009          | \$399,690    | \$99,690     | \$0            | \$0           | \$99,690       |
| <i>To Educate sportsmen on how State Wildlife Action Plans will be a key factor in maintaining their future hunting and fishing opportunities</i>   |         |      |       |               |              |              |                |               |                |
| <b>The Trust for Public Land</b><br>National Office<br>116 New Montgomery St., 4th Floor<br>San Francisco, CA 94105<br><i>To support for the Conservation Finance Initiative.</i>   |         |      |       | 2012          | \$2,000,000  | \$0          | \$2,000,000    | \$0           | \$1,200,000    |
| <b>Regents of the University of California</b><br>1111 Franklin St. 12th fl<br>Oakland, CA 94607<br><i>To support research and design of whole building retrofit approaches for the multi-tenant light commercial buildings</i> |         |      |       | 2010          | \$350,000    | \$70,000     | \$0            | \$0           | \$0            |
| <b>Wildlife Conservation Society</b><br>2300 Southern Blvd<br>Bronx, NY 10460<br><i>Support for outreach and communication to promote climate change adaptation to conservation professionals</i>                               |         |      |       | 2012          | \$42,345     | \$0          | \$42,345       | \$0           | \$42,345       |
| <b>Wildlife Conservation Society</b><br>2300 Southern Blvd<br>Bronx, NY 10460   |         |      |       | 2012          | \$4,155,000  | \$0          | \$4,155,000    | \$0           | \$4,155,000    |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Organization Name  | Tax Status | Total Grant/Year Approved | Balance 2012       | Approvals 2012      | Amounts 2012 | Future Payment      |
|--|------------|---------------------------|--------------------|---------------------|--------------|---------------------|
| <i>To provide additional support for the Climate Adaptation Fund, a re-granting program to support applied projects that demonstrate effective interventions for wildlife adaptation to climate change</i> |            |                           |                    |                     |              |                     |
| <b>Captain Planet Foundation Inc</b><br>133 Luckie Street, 2nd Floor<br>Atlanta, GA 30303<br>General Support   | 501(c)3    | \$10,000<br>2012          | \$0                | \$10,000            | \$0          | \$10,000            |
| <b>The Carl Schurz Park Conservancy Inc</b><br>1562 First Avenue, Suite 331<br>New York, NY 10028<br>General Support   | 501(c)3    | \$85,000<br>2012          | \$0                | \$85,000            | \$0          | \$85,000            |
| <b>Central Park Conservancy Inc</b><br>14 East 60th St.<br>New York, NY 10022<br>General Support   | 501(c)3    | \$5,000<br>2012           | \$0                | \$5,000             | \$0          | \$5,000             |
| <b>Doris Duke Monument Foundation</b><br>51 Touro St<br>Providence, RI 02940<br>General support  | 501(c)3    | \$2,064<br>2012           | \$0                | \$2,064             | \$0          | \$2,064             |
| <b>Environmental Defense Fund Incorporated</b><br>257 Park Ave S, FL 16<br>New York, NY 10010<br>General Support   | 501(c)3    | \$10,000<br>2012          | \$0                | \$10,000            | \$0          | \$10,000            |
| <b>Wildlife Conservation Society</b><br>2300 Southern Blvd<br>Bronx, NY 10460<br>NY Aquarium   | 501(c)3    | \$21,032<br>2012          | \$0                | \$21,032            | \$0          | \$21,032            |
| <b>TOTAL Environment</b>   |            |                           | <b>\$2,616,871</b> | <b>\$19,702,441</b> | <b>\$0</b>   | <b>\$13,474,412</b> |
| <b>MEDICAL RESEARCH</b>  |            |                           |                    |                     |              |                     |
| <b>American Federation for Medical Research</b><br>500 Cummings Center, Suite 4550<br>Beverly, MA 01915<br><i>To support the Fellowship Travel and Research</i>  | 501(c)3    | \$20,000<br>2012          | \$0                | \$20,000            | \$0          | \$20,000            |
| <b>American Federation for Medical Research</b><br>500 Cummings Center, Suite 4550<br>Beverly, MA 01915<br><i>To support the 2013 Travel and Research Awards</i>   | 501(c)3    | \$48,150<br>2012          | \$0                | \$48,150            | \$0          | \$48,150            |
| <b>American Society for Clinical Investigation Inc</b><br>15 Research Drive  | 501(c)3    | \$15,000<br>2012          | \$0                | \$15,000            | \$0          | \$15,000            |
| <b>TOTAL MEDICAL RESEARCH</b>  |            |                           | <b>\$0</b>         | <b>\$0</b>          | <b>\$0</b>   | <b>\$0</b>          |
| <b>TOTAL</b>   |            |                           | <b>\$2,616,871</b> | <b>\$19,702,441</b> | <b>\$0</b>   | <b>\$13,474,412</b> |
|  |            |                           |                    |                     |              | <b>\$8,844,900</b>  |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

Ann Arbor, MI 48103  
 Mentoring activities and poster session at the 2012 American Society for Clinical Investigation Annual Meeting/Association of American Physicians Meeting  
 Baylor College of Medicine  
 One Baylor Plaza  
 Houston, TX 77030

Characterization of neuropsychiatric phenotypes and therapeutic intervention in patients with copy number variants of CHRNA7  
 Baylor College of Medicine  
 One Baylor Plaza  
 Houston, TX 77030

Genetic Predictors of Cerebrovascular Disease in Sickle Cell Anemia  
 Baylor College of Medicine  
 One Baylor Plaza  
 Houston, TX 77030

Pediatric Glioblastoma Multiforme (GBM) Genomic Analysis and Clinical Correlation  
 Beth Israel Deaconess Medical Center  
 330 Brookline Avenue  
 Boston, MA 02215

APOL1 Variants and Renal Disease in African Americans  
 Beth Israel Deaconess Medical Center  
 330 Brookline Avenue  
 Boston, MA 02215

Molecular identification and inhibition of the deoxygenation-activated, calcium-permeable cation channel of the sickle erythrocyte, Psickle, a novel therapeutic target for treatment of sickle disease.  
 Broad Institute Inc  
 7 Cambridge Ctr  
 Cambridge, MA 02142-1401

Translating genetic discoveries to improve sickle cell disease prognosis and treatment

| Tax Status | Total Grants Year Approved | Balance 2012 | Approvals 2012 | Amended 2012 | Paid 2012 | Balance 2011 |
|------------|----------------------------|--------------|----------------|--------------|-----------|--------------|
| 501(c)3    | \$486,000<br>2011          | \$243,000    | \$0            | \$0          | \$162,000 | \$81,000     |
| 501(c)3    | \$486,000<br>2010          | \$162,000    | \$0            | \$0          | \$162,000 | \$0          |
| 501(c)3    | \$486,000<br>2010          | \$162,000    | \$0            | \$0          | \$162,000 | \$0          |
| 501(c)3    | \$486,000<br>2011          | \$243,000    | \$0            | \$0          | \$162,000 | \$81,000     |
| 501(c)3    | \$486,000<br>2011          | \$243,000    | \$0            | \$0          | \$0       | \$243,000    |
| 501(c)3    | \$486,000<br>2012          | \$0          | \$486,000      | \$0          | \$243,000 | \$243,000    |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Organization   | Year Approved | Balance 2012 | Approved 2012 | Plan 2012 | Commitment 2012 |
|--|---------------|--------------|---------------|-----------|-----------------|
| Children's Hospital & Research Center at Oakland<br>747 52nd St<br>Oakland, CA 94609<br><i>Effect of Simvastatin Treatment on Vaso-occlusive Pain in Sickle Cell Disease</i>   | 2011          | \$243,000    | \$0           | \$0       | \$243,000       |
| Children's Hospital Corporation<br>300 Longwood Avenue<br>Boston, MA 02115<br><i>Modeling Sickle Cell Anemia with Induced Pluripotent Stem Cells</i>   | 2011          | \$243,000    | \$0           | \$0       | \$243,000       |
| Children's Hospital of Philadelphia<br>34th and Civic Center Blvd<br>Philadelphia, PA 19104<br><i>Genomic Approaches to Prevent Red Blood Cell Alloimmunization in Patients with Sickle Cell Disease</i>   | 2011          | \$243,000    | \$0           | \$0       | \$243,000       |
| Children's Hospital of Philadelphia<br>34th and Civic Center Blvd<br>Philadelphia, PA 19104<br><i>Immune Response To The Airway Microbiome In Cystic Fibrosis: A Longitudinal Study On The Etiology Of Pulmonary Exacerbation</i>  | 2012          | \$0          | \$486,000     | \$243,000 | \$243,000       |
| Trustees of Columbia University in the City of New York<br>630 West 168th Street<br>New York, NY 10032<br><i>Trustees of Columbia University in the City of New York<br/>630 West 168th Street<br/>New York, NY 10032<br/>To support the Summer Program for Under-Represented Students (SPURS)</i> | 2012          | \$0          | \$486,000     | \$243,000 | \$243,000       |
| Trustees of Columbia University in the City of New York<br>630 West 168th Street<br>New York, NY 10032<br><i>Trustees of Columbia University in the City of New York<br/>630 West 168th Street<br/>New York, NY 10032<br/>To support the Summer Program for Under-Represented Students (SPURS)</i> | 2012          | \$0          | \$25,000      | \$25,000  | \$0             |
| Conquer Cancer Fdn of the American Society of Clinical Oncology<br>2318 Mill Rd, Ste 800<br>Alexandria, VA 22314   | 2012          | \$0          | \$40,000      | \$40,000  | \$0             |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Organization  | Tax Status | Total Grant<br>Year Approved | Balance<br>2012 | Approvals<br>2012 | Amendments<br>2012 | Paid<br>2012 | Year Approved |
|---|------------|------------------------------|-----------------|-------------------|--------------------|--------------|---------------|
| <i>To support the Conquer Cancer Foundation of<br/>ASCO Medical Student Rotation for<br/>Underrepresented Populations<br/>Cornell University<br/>410 Thurston Avenue<br/>Ithaca, NY 14850</i> | 501(c)3    | \$486,000.00<br>2012         | \$0             | \$486,000         | \$0                | \$243,000    | \$243,000     |
| <i>Identification of prognostic markers and novel<br/>therapeutic targets in non-Hodgkin lymphoma<br/>(NHL) patients by comprehensive metabolomic<br/>profiling</i>                           | 501(c)3    | \$486,000<br>2012            | \$0             | \$486,000         | \$0                | \$243,000    | \$243,000     |
| <i>Dana-Farber Cancer Institute<br/>44 Binney St<br/>Boston, MA 02115<br/>Targeting SOX2-Driven Squamous Cell<br/>Carcinoma</i>   | 501(c)3    | \$486,000<br>2012            | \$0             | \$486,000         | \$0                | \$243,000    | \$243,000     |
| <i>Dana-Farber Cancer Institute<br/>44 Binney St<br/>Boston, MA 02115<br/>Targeted derepression of fetal hemoglobin in<br/>sickle cell disease</i>  | 501(c)3    | \$486,000<br>2011            | \$243,000       | \$0               | \$0                | \$0          | \$243,000     |
| <i>Duke University<br/>108 Seeley G Mudd Building<br/>Durham, NC 27710<br/>NRF2 induction as novel treatment for sickle cell<br/>disease</i>  | 501(c)3    | \$864,000<br>2012            | \$0             | \$864,000         | \$0                | \$324,000    | \$540,000     |
| <i>Duke University<br/>108 Seeley G. Mudd Building<br/>Durham, NC 27710<br/>International Clinical Research Fellowships for<br/>Medical Students</i>  | 501(c)3    | \$486,000<br>2010            | \$162,000       | \$0               | \$0                | \$162,000    | \$0           |
| <i>Eastern Virginia Medical School<br/>Center for Pediatric Research<br/>855 West Brambleton Ave</i>  | 501(c)3    | \$486,000                    | \$0             | \$486,000         | \$0                | \$243,000    | \$243,000     |



**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Organization   | IR Section | Year | Amount    | Year | Amount    | Year | Amount    |
|--|------------|------|-----------|------|-----------|------|-----------|
| Durham, NC 27709-3901<br>Memberships<br>Health Research Alliance Inc.<br>21 T W Alexander Drive<br>Durham, NC 27709-3901<br>To support training and technical support for Data Collection, Curation, and Analysis of U.S. Biomedical Research  | 501(c)3    | 2012 | \$42,000  | 2012 | \$42,000  |      | \$0       |
| Imperial College Foundation Inc<br>837 State Street<br>Atlanta, GA 30332-0430  | 501(c)3    | 2012 | \$20,000  |      | \$20,000  |      | \$0       |
| To support video and radio training for health communicators in Africa to produce high quality health campaigns and training materials<br>Johns Hopkins University<br>Broadway Research Building, Suite 117<br>733 North Broadway<br>Baltimore, MD 21205<br>HIV and HSV-2 shedding and transmission in recently circumcised men<br>Johns Hopkins University<br>Broadway Research Building, Suite 117<br>733 North Broadway<br>Baltimore, MD 21205<br>To support an innovative approach to biomedical Masters and PhD training with a research focus on human infectious diseases in Durban, South Africa | 501(c)3    | 2011 | \$486,000 |      | \$162,000 |      | \$81,000  |
| General Hospital Corporation, dba<br>Massachusetts General Hospital<br>55 Fruit Street<br>Boston, MA 02114<br>Tumor Suppressor Genes in Acute Myeloid Leukemia   | 501(c)3    | 2000 | \$454,000 |      | \$100,000 |      | \$0       |
| The Medical College Of Wisconsin Inc<br>8701 Watertown Plank Rd<br>Milwaukee, WI 53045<br>Effects of the Adenosine 2A Receptor Agonist Regadenoson on Sickle Cell Vaso-occlusion and Inflammation  | 501(c)3    | 2011 | \$486,000 |      | \$0       |      | \$243,000 |
| Memorial Sloan-Kettering Cancer Center   | 501(c)3    |      | \$486,000 |      | \$0       |      | \$243,000 |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Address  | Project Title  | Year Approved | Balance 2012 | Approvals 2012 | Approved 2011 | Future Payment |
|--|--|---------------|--------------|----------------|---------------|----------------|
| 1275 York Avenue<br>New York, NY 10021   | Preclinical evaluation of globin gene transfer in mobilized SCD patient CD34+ cells  | 2011          | \$0          | \$486,000      | \$243,000     | \$243,000      |
| Memorial Sloan-Kettering Cancer Center<br>1275 York Avenue<br>New York, NY 10021 | Evaluating the predictive potential of signature-based molecular subclasses in malignant glioma                            | 501(c)3       | \$0          | \$486,000      | \$0           | \$0            |
| Memorial Sloan-Kettering Cancer Center<br>1275 York Avenue<br>New York, NY 10021 | Targeting Disease-Initiating Cells in Acute Myeloid Leukemia and the Myelodysplastic Syndromes for Clinical Benefit        | 501(c)3       | \$0          | \$486,000      | \$0           | \$0            |
| Miltons S Hershey Medical Center<br>500 University Dr<br>Hershey, PA 17033       | MicroRNAs as Biomarkers and Therapeutic Targets in Allergy   | 501(c)3       | \$243,000    | \$0            | \$162,000     | \$81,000       |
| Miltons S Hershey Medical Center<br>500 University Dr<br>Hershey, PA 17033       | Longitudinal study of the determinants of mental health outcomes in rural women exposed to intimate partner violence (IPV) | 501(c)3       | \$0          | \$486,000      | \$243,000     | \$243,000      |
| Minnesota Medical Foundation 1342<br>200 SE Oak Street<br>Minneapolis, MN 55455  | Role of NK Cell Receptors in Improving Outcomes after Umbilical Cord Blood Transplantation for Hematologic Malignancies    | 501(c)3       | \$243,000    | \$0            | \$162,000     | \$81,000       |
| Minnesota Medical Foundation 1342<br>200 SE Oak Street<br>Minneapolis, MN 55455  | International Clinical Research Fellowships for Medical Students   | 501(c)3       | \$0          | \$864,000      | \$324,000     | \$540,000      |
| New York University<br>11 W 42nd St<br>New York, NY 10036                        | Platelet Activity in Cardiovascular Disease  | 501(c)3       | \$162,000    | \$0            | \$162,000     | \$0            |
| New York University  |  | 501(c)3       | \$162,000    | \$0            | \$162,000     | \$0            |



**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Organization Name   | Address   | City          | State | Year | Amount    | Year | Amount    | Year | Amount    |
|---|---|---------------|-------|------|-----------|------|-----------|------|-----------|
| <b>Universities Allied For Essential Medicines Corp</b>     | 1611 Telegraph Ave, #550<br>Oakland, CA 94612     | Oakland       | CA    | 2012 | \$39,000  | 2012 | \$39,000  | 2012 | \$39,000  |
| <b>Regents of the University of California at Berkeley</b>  | 2150 Shattuck Ave Ste 313<br>Berkeley, CA 94704   | Berkeley      | CA    | 2011 | \$486,000 | 2011 | \$243,000 | 2012 | \$162,000 |
| <b>Regents of the University of California at San Diego</b> | 9500 Gilman Drive<br>La Jolla, CA 92103-8756      | La Jolla      | CA    | 2010 | \$486,000 | 2010 | \$324,000 | 2012 | \$243,000 |
| <b>Regents of the University of California at San Diego</b> | 9500 Gilman Drive<br>La Jolla, CA 92103-8756      | La Jolla      | CA    | 2010 | \$486,000 | 2010 | \$162,000 | 2012 | \$162,000 |
| <b>University Of California San Francisco</b>               | 505 Parnassus Ave M696<br>San Francisco, CA 94118 | San Francisco | CA    | 2012 | \$486,000 | 2012 | \$243,000 | 2012 | \$162,000 |
| <b>University Of California San Francisco</b>               | 505 Parnassus Ave M696<br>San Francisco, CA 94118 | San Francisco | CA    | 2012 | \$486,000 | 2012 | \$486,000 | 2012 | \$243,000 |
| <b>University Of California San Francisco</b>               | 505 Parnassus Ave M696<br>San Francisco, CA 94118 | San Francisco | CA    | 2012 | \$864,000 | 2012 | \$0       | 2012 | \$324,000 |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Grantee Name   | Tax Status | Total Grant Year Approved | Balance - 2012 | Approvals 2012 | Amendment 2012 | YTD 2012  | Future Payment |
|--|------------|---------------------------|----------------|----------------|----------------|-----------|----------------|
| <i>International Clinical Research Fellowships for</i>   |            |                           |                |                |                |           |                |
| <i>Medical Students</i>  |            |                           |                |                |                |           |                |
| <b>University Of California San Francisco</b><br>505 Parnassus Ave M696<br>San Francisco, CA 94118   | 501(c)3    | \$405,000<br>2009         | \$0            | \$0            | \$0            | \$0       | \$0            |
| <b>Neuroimaging of Locus Coeruleus Modulation for Cognitive Disability in Schizophrenia</b><br><b>Regents of the University of Colorado</b><br>4200 East Ninth Avenue<br>Denver, CO 80262<br><i>To support the Sickle Cell Adult Provider Network (SCAPN) Expanding A Research Resource for the Study of Adult Sickle Cell Disease</i>                                 | 501(c)3    | \$50,000<br>2012          | \$0            | \$50,000       | \$0            | \$50,000  | \$0            |
| <b>Regents of the University of Michigan</b><br>2074 Fleming Building<br>Ann Arbor, MI 48109-1115  | 501(c)3    | \$486,000<br>2011         | \$243,000      | \$0            | \$0            | \$162,000 | \$81,000       |
| <i>Epigenetic characterization of progressive vs stable myelodysplastic syndromes (MDS)</i><br><b>Regents of the University of Michigan</b><br>2074 Fleming Building<br>Ann Arbor, MI 48109-1115   | 501(c)3    | \$486,000<br>2012         | \$0            | \$486,000      | \$0            | \$243,000 | \$243,000      |
| <i>Genetic Epidemiology Studies of Nonalcoholic</i><br><b>University of North Carolina at Chapel Hill</b><br>104 Airport Drive, Ste 2200, Campus Box 1350<br>Chapel Hill, NC 27599<br><i>Myeloid Derived Suppressor Cells in Type 1</i><br><b>University of North Carolina at Chapel Hill</b><br>104 Airport Drive, Ste 2200, Campus Box 1350<br>Chapel Hill, NC 27599 | 501(c)3    | \$486,000<br>2011         | \$243,000      | \$0            | \$0            | \$162,000 | \$81,000       |
| <i>International Clinical Research Fellowships for</i><br><i>Medical Students</i>  | 501(c)3    | \$864,000<br>2012         | \$0            | \$864,000      | \$0            | \$324,000 | \$540,000      |
| <b>Trustees of the University of Pennsylvania</b><br>3451 Walnut Street, Room P221<br>Philadelphia, PA 19104-6205<br><i>Parkinson's disease biomarkers: Finding and</i><br><b>Trustees of the University of Pennsylvania</b><br>3451 Walnut Street, Room P221<br>Philadelphia, PA 19104-6205   | 501(c)3    | \$486,000<br>2012         | \$243,000      | \$0            | \$0            | \$162,000 | \$81,000       |
| <b>Trustees of the University of Pennsylvania</b><br>3451 Walnut Street, Room P221<br>Philadelphia, PA 19104-6205  | 501(c)3    | \$486,000<br>2012         | \$0            | \$486,000      | \$0            | \$243,000 | \$243,000      |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Recipient  | Tax Status | Total Grant Year Approved | Balance 2012 | Approvals 2012 | Amended 2012 | Fund 2012 | Total 2012 Payment |
|--|------------|---------------------------|--------------|----------------|--------------|-----------|--------------------|
| <b>Targeting Evolution by Inhibition of an Error-Prone Polymerase in Drug-Resistant Pseudomonas aeruginosa</b>   |            |                           |              |                |              |           |                    |
| University of Southern California<br>1333 San Pablo Street<br>Los Angeles, CA 90033                              | 501(c)3    | \$486,000<br>2012         | \$0          | \$486,000      | \$0          | \$243,000 | \$243,000          |
| Effects of sugar ingestion on brain reward and energy signaling pathways in humans                               |            |                           |              |                |              |           |                    |
| University of Utah<br>201 Presidents Circle<br>Salt Lake City, UT 84112  | 501(c)3    | \$486,000<br>2012         | \$0          | \$486,000      | \$0          | \$243,000 | \$243,000          |
| <b>Identification of Novel Genetic Variants in Patients with Congenital Heart Disease</b>                        |            |                           |              |                |              |           |                    |
| University of Washington Foundation<br>407 Gerberding Hall, Box 351210<br>Seattle, WA 98195                      | 501(c)3    | \$486,000<br>2011         | \$190,400    | \$0            | \$0          | \$109,400 | \$81,000           |
| <b>Exome Sequencing of Melioidosis Patients to Illuminate Mechanisms of Host Susceptibility to Severe Sepsis</b> |            |                           |              |                |              |           |                    |
| University of Washington Foundation<br>407 Gerberding Hall, Box 351210<br>Seattle, WA 98195                      | 501(c)3    | \$486,000<br>2012         | \$0          | \$486,000      | \$0          | \$243,000 | \$243,000          |
| <b>Development of new tools to examine host-microbe interactions in the reproductive tract</b>                   |            |                           |              |                |              |           |                    |
| Vanderbilt University<br>2201 West End Ave<br>Nashville, TN 37240  | 501(c)3    | \$486,000<br>2011         | \$243,000    | \$0            | \$0          | \$162,000 | \$81,000           |
| <b>MicroRNAs in Myelodysplastic Syndrome</b>   |            |                           |              |                |              |           |                    |
| Vanderbilt University<br>2201 West End Ave<br>Nashville, TN 37240  | 501(c)3    | \$100,000<br>2012         | \$0          | \$100,000      | \$0          | \$100,000 | \$0                |
| <b>To support a two-year clinical and translational</b>  |            |                           |              |                |              |           |                    |
| Washington University<br>660 S Euclid Ave<br>St Louis, MO 63110  | 501(c)3    | \$486,000<br>2010         | \$162,000    | \$0            | \$0          | \$162,000 | \$0                |
| <b>Noninvasive quantification of the pulmonary anti-inflammatory effect of rosiglitazone</b>                     |            |                           |              |                |              |           |                    |
| Washington University<br>660 S Euclid Ave<br>St Louis, MO 63110  | 501(c)3    | \$486,000<br>2010         | \$162,000    | \$0            | \$0          | \$162,000 | \$0                |
| <b>Essential Isoprenoids in Human Malaria</b>  |            |                           |              |                |              |           |                    |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Recipient Name and Purpose  | Tax Status | Total Grants/Contributions Approved for Payment | Amount Approved for Payment 2012 | Amount Approved for Payment 2013 | Amount Approved for Payment 2014 |
|---|------------|---|----------------------------------|----------------------------------|----------------------------------|
| <b>Woodrow Wilson National Fellowship Foundation</b><br>5 Vaughn Drive, Suite 300<br>Princeton, NJ 08540<br><i>To support the Woodrow Wilson Foundation Translational Health Partnerships</i><br><b>Yale University</b>         | 501(c)3    | \$96,500  | \$243,000                        | \$0                              | \$96,500                         |
| <b>Grant &amp; Contract Administration</b><br>47 College Street, Suite 203, P O Box 208047<br>New Haven, CT 06520-8047<br><i>Genetics and pathobiology of disorders of keratinization.</i><br><b>Yale University</b>            | 501(c)3    | \$486,000                                       | \$243,000                        | \$0                              | \$0                              |
| <b>Grant &amp; Contract Administration</b><br>47 College Street, Suite 203, P O Box 208047<br>New Haven, CT 06520-8047<br><i>Nanoparticle-mediated correction of the sickle cell disease mutation</i><br><b>Yale University</b> | 501(c)3    | \$486,000                                       | \$243,000                        | \$0                              | \$0                              |
| <b>Grant &amp; Contract Administration</b><br>47 College Street, Suite 203, P O Box 208047<br>New Haven, CT 06520-8047<br><i>International Clinical Research Fellowships for Medical Students</i><br><b>Yale University</b>     | 501(c)3    | \$864,000                                       | \$0                              | \$864,000                        | \$0                              |
| <b>Grant &amp; Contract Administration</b><br>47 College Street, Suite 203, P O Box 208047<br>New Haven, CT 06520-8047<br><i>Erythrocyte Hydration Pathways as Modifiers in Sickle Cell Disease</i><br><b>Yale University</b>   | 501(c)3    | \$486,000                                       | \$162,000                        | \$0                              | \$162,000                        |
| <b>Grant &amp; Contract Administration</b><br>47 College Street, Suite 203, P O Box 208047<br>New Haven, CT 06520-8047  | 501(c)3    | \$486,000                                       | \$0                              | \$486,000                        | \$0                              |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Recipient and/or Purpose   | IR-990 Status | Fiscal Year Approved | Balance 2012 | Approved 2012 | Amended 2012 | Paid 2012 | Future Payment |
|--|---------------|----------------------|--------------|---------------|--------------|-----------|----------------|
| <b>Genomic and Functional Analyses of Erythrocyte Hydration Pathways as Modifiers in Sickle Cell Disease</b>                               |               |                      |              |               |              |           |                |
| <b>Yale University</b>   | 501(c)3       | \$261,000<br>2010    | \$87,000     | \$0           | \$0          | \$87,000  | \$0            |
| <b>Grant &amp; Contract Administration</b><br>47 College Street, Suite 203, P O Box 208047<br>New Haven, CT 06520-8047                     |               |                      |              |               |              |           |                |
| <b>Molecular Genetics of Endocrine Tumor Disease</b>   |               |                      |              |               |              |           |                |
| <b>Grassroot Soccer Inc</b><br>198 Church St<br>Norwich, VT 05055<br>General Support   | 501(c)3       | \$10,000<br>2012     | \$0          | \$10,000      | \$0          | \$10,000  | \$0            |
| <b>PHILANTHROPIC SECTOR/OTHER</b>  |               |                      |              |               |              |           |                |
| <b>Center for Effective Philanthropy Inc</b><br>675 Massachusetts Ave., 7th fl<br>Cambridge, MA 02139<br>Philanthropic Sector Support 2012 | 501(c)3       | \$10,000<br>2012     | \$0          | \$10,000      | \$0          | \$10,000  | \$0            |
| <b>Council on Foundations Inc.</b><br>2121 Crystal Dr Ste 700<br>Arlington, VA 22202<br>Philanthropic Sector Support 2012                  | 501(c)3       | \$25,000<br>2012     | \$0          | \$25,000      | \$0          | \$25,000  | \$0            |
| <b>Foundation Center</b><br>79 Fifth Avenue<br>New York, NY 10003<br>Philanthropic Sector Support 2012                                     | 501(c)3       | \$20,000<br>2012     | \$0          | \$20,000      | \$0          | \$20,000  | \$0            |
| <b>Grantmakers for Effective Organizations</b><br>1725 DeSales St NW Ste 404<br>Washington, DC 20036<br>Philanthropic Sector Support 2012  | 501(c)3       | \$9,200<br>2012      | \$0          | \$9,200       | \$0          | \$9,200   | \$0            |
| <b>Grants Managers Network Inc</b><br>1666 K St NW STE 440<br>Washington, DC 20006<br>Philanthropic Sector Support 2012                    | 501(c)3       | \$5,000<br>2012      | \$0          | \$5,000       | \$0          | \$5,000   | \$0            |
| <b>Independent Sector</b><br>1602 L St NW, Ste 900<br>Washington, DC 20036<br>Philanthropic Sector Support 2012                            | 501(c)3       | \$17,500<br>2012     | \$0          | \$17,500      | \$0          | \$17,500  | \$0            |
| <b>Philanthropy New York Inc</b><br>79 Fifth Ave, 4th fl<br>New York, NY 10003-3076  | 501(c)3       | \$25,000<br>2012     | \$0          | \$25,000      | \$0          | \$25,000  | \$0            |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

| Organization  | 2012    | 2012             | 2012       | 2012             | 2012       | 2012             | 2012       |
|---|---------|------------------|------------|------------------|------------|------------------|------------|
| <i>Philanthropic Sector Support 2012</i>  |         |                  |            |                  |            |                  |            |
| Technology Affinity Group Inc<br>23 Briar Road<br>Wayne, PA 19087   | 501(c)3 | \$2,500<br>2012  | \$0        | \$2,500          | \$0        | \$2,500          | \$0        |
| <i>Philanthropic Sector Support 2012</i>  |         |                  |            |                  |            |                  |            |
| Human Rights Watch<br>350 Fifth Avenue, 34th Floor<br>New York, NY 10118  | 501(c)3 | \$10,000<br>2012 | \$0        | \$10,000         | \$0        | \$10,000         | \$0        |
| General Support<br>Yale University  | 501(c)3 | \$25,000<br>2012 | \$0        | \$25,000         | \$0        | \$25,000         | \$0        |
| Grant & Contract Administration<br>47 College Street, Suite 203, P.O. Box 208047<br>New Haven, CT 06520-8047<br>Yale Law School General Support |         |                  |            |                  |            |                  |            |
| <b>TOTAL Strategy and Planning</b>  |         |                  | <b>\$0</b> | <b>\$149,200</b> | <b>\$0</b> | <b>\$149,200</b> | <b>\$0</b> |

**CROSS PROGRAM FUND**

|   |         |                   |     |           |     |           |     |
|---|---------|-------------------|-----|-----------|-----|-----------|-----|
| Grassroot Soccer Inc<br>198 Church St<br>Norwich, VT 05055<br><i>To support the Male Circumcision Uptake Through Soccer (MCUTS) Trial</i>   | 501(c)3 | \$60,000<br>2012  | \$0 | \$60,000  | \$0 | \$60,000  | \$0 |
| Indepth Network<br>11 Mensah Wood St, East Legon<br>Accra, GHANA<br><i>To support data analysis and scientific writing workshop by the CLIMMO Working Group</i>                             | 501(c)3 | \$80,000<br>2012  | \$0 | \$80,000  | \$0 | \$80,000  | \$0 |
| Fractured Atlas Productions Inc<br>248 W 35th St FL 10<br>New York, NY 10001<br><i>To support Ann Carlson's "The Baby Plays"</i>  | 501(c)3 | \$22,000<br>2012  | \$0 | \$22,000  | \$0 | \$22,000  | \$0 |
| Council On The Environment Inc<br>51 Chambers St, Room 228<br>New York, NY 10007<br><i>To support Grow to Learn NYC The Citywide School Gardens Initiative in NYC's highest needs areas</i> | 501(c)3 | \$100,000<br>2012 | \$0 | \$100,000 | \$0 | \$100,000 | \$0 |
| Fund for Public Health in New York<br>22 Cortlandt Street, Suite 1103<br>New York, NY 10007   | 501(c)3 | \$100,000<br>2012 | \$0 | \$100,000 | \$0 | \$100,000 | \$0 |

**PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT**

REGISTRATION NO. 13-7043679  
 ILLINOIS STATE BOARD OF CHARITIES  
 1001 EAST WASHINGTON STREET, CHICAGO, IL 60605  
 312-462-3100  
 www.illinois.gov

To support *Come See What's Cooking (for Kids)*,  
 a healthy food access program at five NYC  
 farmers markets

Regents of the University of Michigan  
 2074 Fleming Building  
 Ann Arbor, MI 48109-1115

To support the *University of Michigan Medical Arts*

| Year Approved                          | Total Grant/Year Approved | Balance 2012        | Approvals 2012      | Amendments 2012   | Payments            |
|--|---------------------------|---------------------|---------------------|-------------------|---------------------|
| 501(c)3                                | \$100,000<br>2012         | \$0                 | \$100,000           | \$0               | \$100,000           |
| <b>TOTAL Cross Program Fund Grants</b> |                           | <b>\$0</b>          | <b>\$462,000</b>    | <b>\$0</b>        | <b>\$462,000</b>    |
| <b>Grand TOTALs</b>                    |                           | <b>\$43,600,125</b> | <b>\$64,827,985</b> | <b>-\$441,388</b> | <b>\$58,000,664</b> |
|  |                           |                     |                     |                   | <b>\$49,986,058</b> |

DORIS DUKE CHARITABLE FOUNDATION  
 FYE: 12/31/2012  
 Form 990-PF, Part I, Line 6(a) & Part IV Statement  
 Attachment 18

| DESCRIPTION                           | REALIZED<br>GAINS | REALIZED<br>(LOSSES) | NET REALIZED<br>GAIN/(LOSS) |
|---------------------------------------|-------------------|----------------------|-----------------------------|
| <b>EQUITY INVESTMENTS</b>             |                   |                      |                             |
| <u>US LARGE CAP MANAGERS</u>          |                   |                      |                             |
| None                                  | -                 | -                    | -                           |
| <b>TOTAL US LARGE CAP MANAGERS</b>    | <b>-</b>          | <b>-</b>             | <b>-</b>                    |
| <u>US SMALL CAP MANAGERS</u>          |                   |                      |                             |
| 99-NTGI STRUCTURED SMALL CAP          | 134,358           | (36,660)             | <b>97,698</b>               |
| <b>TOTAL US SMALL CAP MANAGERS</b>    | <b>134,358</b>    | <b>(36,660)</b>      | <b>97,698</b>               |
| <u>NON-US DEVELOPED</u>               |                   |                      |                             |
| 98-NTGI EAFE ENHANCED FUND            | 1,245,244         | (8,781,574)          | <b>(7,536,330)</b>          |
| <b>TOTAL NON-US DEV. MANAGERS</b>     | <b>1,245,244</b>  | <b>(8,781,574)</b>   | <b>(7,536,330)</b>          |
| <u>NON-US EMERGING MANAGERS</u>       |                   |                      |                             |
| 42-GMO EMG MARKETS FUND III           | -                 | -                    | -                           |
| 37-CAP.INT'L EMG.MKTS.GROWTH          | 264,591           | -                    | <b>264,591</b>              |
| 132-BGI FRONTIER FUND                 | 14,916            | (5,806,447)          | <b>(5,791,531)</b>          |
| <b>TOTAL NON-US EMERGING MANAGERS</b> | <b>279,507</b>    | <b>(5,806,447)</b>   | <b>(5,526,940)</b>          |
| <u>GLOBAL EQUITY</u>                  |                   |                      |                             |
| 36-CAPITAL GUARDIAN GLOBAL E          | 3,176,571         | (737,249)            | <b>2,439,322</b>            |
| 57-WALTER SCOTT & PARTNERS            | 575,782           | (29,648)             | <b>546,134</b>              |
| 100-BRANDES INVESTMENT PTRS           | 45,463            | -                    | <b>45,463</b>               |
| 163-LONE CASCADE                      | -                 | -                    | -                           |
| <b>TOTAL GLOBAL EQUITY</b>            | <b>3,797,816</b>  | <b>(766,897)</b>     | <b>3,030,919</b>            |
| <b>TOTAL EQUITY INVESTMENTS</b>       | <b>5,456,925</b>  | <b>(15,391,578)</b>  | <b>(9,934,653)</b>          |
| <b>MARKETABLE ALTERNATIVE INVST</b>   |                   |                      |                             |
| <u>MULTI-STRATEGY</u>                 |                   |                      |                             |
| 41-FARALLON CAP INST. PTRS            | 3,558,044         | -                    | <b>3,558,044</b>            |
| 30-AG PRINCESS LP                     | -                 | -                    | -                           |
| 50-OCH-ZIFF OFFSEAS FUND              | -                 | -                    | -                           |
| 78-BRIDGewater PURE ALPHA FN          | 16,983,490        | -                    | <b>16,983,490</b>           |
| 103-OLD LANE CAYMAN HFF               | -                 | -                    | -                           |
| 121-TACONIC OPPORTUNITY FUND          | -                 | -                    | -                           |
| 127-PAULSON ADVANTAGE PLUS            | -                 | (848,056)            | <b>(848,056)</b>            |
| 129-BAUPOST VALUE PTNRS IV            | -                 | -                    | -                           |
| 138-GSO SPECIAL SITUATIONS            | -                 | -                    | -                           |
| 145-GMO MEAN REVERSION                | -                 | -                    | -                           |

## DORIS DUKE CHARITABLE FOUNDATION

FYE: 12/31/2012

Form 990-PF, Part I, Line 6(a) &amp; Part IV Statement

Attachment 18

| DESCRIPTION                             | REALIZED<br>GAINS | REALIZED<br>(LOSSES) | NET REALIZED<br>GAIN/(LOSS) |
|---|-------------------|----------------------|-----------------------------|
| 149-WOODBINE CAPITAL FUND               | 141,590           | -                    | 141,590                     |
| 150-EAGLE QUANTITATIVE (was FRONTPOINT) | 764,837           | -                    | 764,837                     |
| 157-WELLINGTON FUND                     | -                 | (6,780)              | (6,780)                     |
| <b>TOTAL MULTI-STRATEGY</b>             | <b>21,447,961</b> | <b>(854,836)</b>     | <b>20,593,125</b>           |
| <b>LONG/SHORT EQUITY</b>                |                   |                      |                             |
| 35-BROOKSIDE CAP PARTNERS               | 49,026            | -                    | 49,026                      |
| 52-PEQUOT ENDOWMENT FUND LP             | 264,009           | -                    | 264,009                     |
| 67-SOUTHPORT ENERGY PLUS OS             | 5,743,463         | -                    | 5,743,463                   |
| 87-PROSPECT HARBOR CR PTRS              | 166,945           | -                    | 166,945                     |
| 90-CONVEXITY CAPITAL OFFSH              | -                 | -                    | -                           |
| 104-KING STREET CAPITAL                 | -                 | -                    | -                           |
| 110-RENAISSANCE INSTIT EQTYS            | -                 | -                    | -                           |
| 112-GALLEON TECHNOLOGY FUND             | -                 | -                    | -                           |
| 114-STEEL PARTNERS OFFSHORE             | -                 | -                    | -                           |
| 152-STEEL PTNRS OFFSH (INTL)            | 32                | -                    | 32                          |
| 115-STEEL PARTNERS JAPAN                | -                 | -                    | -                           |
| 147-ADAGE CAPITAL PARTNERS              | -                 | -                    | -                           |
| 148-PFM DIVERSIFIED OFFSHORE            | 795,889           | -                    | 795,889                     |
| 151-CONATUS CAPITAL OVERSEAS            | -                 | -                    | -                           |
| 156-PFM MERITAGE OFFSHR FND             | -                 | -                    | -                           |
| 158-CHILTON GLBL NTRL RESOURC           | -                 | -                    | -                           |
| 159-FINE OFFSHORE FUND                  | -                 | -                    | -                           |
| 164-SOROBAN CAYMAN FUND                 | -                 | -                    | -                           |
| 166-JAT CAPITAL                         | -                 | -                    | -                           |
| 170-CENTERBRIDGE CREDIT                 | -                 | -                    | -                           |
| 171-GOLDENTREE CLO DEBT                 | -                 | -                    | -                           |
| 175-SILCHESTER INT'L INVSTRS            | 607,546           | -                    | 607,546                     |
| 176-DOUBLINE OPPORT INCOME              | -                 | -                    | -                           |
| 177-BAKER BROS LIFE SCIENCES            | -                 | -                    | -                           |
| 178-DOUBLELINE TOTAL RETURN             | -                 | -                    | -                           |
| <b>TOTAL LONG/SHORT EQUITY</b>          | <b>7,626,910</b>  | <b>-</b>             | <b>7,626,910</b>            |
| <b>TOTAL MARKETABLE ALT INVSTMNTS</b>   | <b>29,074,871</b> | <b>(854,836)</b>     | <b>28,220,035</b>           |
| <b>NON-MARKETABLE ALTERNATIVE AST</b>   |                   |                      |                             |
| 43-HARBOUR VEST IPEP I LP               | 959,223           | -                    | 959,223                     |
| 39-COMMONFUND CAP PE V LP               | 2,332,538         | -                    | 2,332,538                   |
| 40-COMMONFUND CAP VP VI LP              | 4,710,639         | -                    | 4,710,639                   |
| 54-SPO PARTNERS II LP                   | -                 | -                    | -                           |

## DORIS DUKE CHARITABLE FOUNDATION

FYE: 12/31/2012

Form 990-PF, Part I, Line 6(a) &amp; Part IV Statement

Attachment 18

| DESCRIPTION                   | REALIZED<br>GAINS | REALIZED<br>(LOSSES) | NET REALIZED<br>GAIN/(LOSS) |
|-------------------------------|-------------------|----------------------|-----------------------------|
| 65-BAIN CAPITAL FUND VIII LP  | 1,379,172         | -                    | 1,379,172                   |
| 68-HEARTWOOD FORESTRY FUND V  | 301,817           | -                    | 301,817                     |
| 69-GMO FORESTRY FUND VIII     | 629,050           | -                    | 629,050                     |
| 70-PORTFOLIO ADVISORS         | 2,311,273         | -                    | 2,311,273                   |
| 72-KIRTLAND CAPITAL CO LP     | -                 | -                    | -                           |
| 75-OAK HILL CAP PART. II      | 3,551,742         | -                    | 3,551,742                   |
| 76-SANKATY CREDIT OPP II LP   | -                 | -                    | -                           |
| 81-SEQUOIA CAP GROWTH FNDIII  | 267,136           | -                    | 267,136                     |
| 82-SEQUOIA CAP CHINA I        | 448,196           | -                    | 448,196                     |
| 88-BAY PARTNERS XI, LP        | 1,245,449         | -                    | 1,245,449                   |
| 89-LYME FOREST FUND           | -                 | -                    | -                           |
| 91-DFJ ELEMENT                | -                 | -                    | -                           |
| 92-PORTFOLIO ADVISORS PE IV   | 834,681           | -                    | 834,681                     |
| 94-TA ASSOCIATES X LP         | 327,775           | (5,525)              | 322,250                     |
| 95-BAIN CAPITAL FUND IX LP    | -                 | -                    | -                           |
| 96-NGEN PARTNERS II           | -                 | -                    | -                           |
| 101-SEQUOIA CAPITAL XII       | -                 | -                    | -                           |
| 102-TPG PARTNERS V            | 132,112           | -                    | 132,112                     |
| 105-OAK INVEST PTNRS XII      | -                 | -                    | -                           |
| 106-SEQUOIA CAP INDIA GRW I   | 36,728            | -                    | 36,728                      |
| 107-PERMIRA IV                | 963,450           | (43,550)             | 919,900                     |
| 108-ASIA ALTERNATIVES CAP PTN | -                 | -                    | -                           |
| 109-CERBERUS INSTIT PTNRS LP  | -                 | -                    | -                           |
| 111-AACP CHINA GROWTH INVESTR | -                 | -                    | -                           |
| 113-SILVER LAKE III           | 18,635            | (579)                | 18,056                      |
| 116-SANKATY CRDT OPPOR III    | -                 | -                    | -                           |
| 117-GREENPARK INTL INVST III  | 8,072             | (66,638)             | (58,566)                    |
| 118-INSIGHT VENTURE PTNRS VI  | 126,628           | -                    | 126,628                     |
| 119-HARBOURVEST PTNRS 2007    | 85,308            | -                    | 85,308                      |
| 120-SEQUOIA CAPITAL CHINA II  | 314,747           | (40,413)             | 274,334                     |
| 123-SEQUOIA CAPITAL INDIA III | 166,910           | -                    | 166,910                     |
| 125-OAK HILL CAP PTNR III     | -                 | -                    | -                           |
| 128-ASIA ALTRNTVE CAP PTR II  | 11,811            | -                    | 11,811                      |
| 131-TPG PARTNERS VI           | -                 | -                    | -                           |
| 133-NORDIC CAPITAL FUND VII   | 1,508             | (3,042)              | (1,534)                     |
| 135-INVESTCORP TECH PTNR III  | 108,886           | -                    | 108,886                     |
| 136-RIVERSTONE/CARLYLE GBL    | 387,031           | -                    | 387,031                     |
| 139-SANKATY CREDIT OPPOR IV   | 100,724           | -                    | 100,724                     |
| 140-AUSTIN VENTURES X         | 543,485           | -                    | 543,485                     |
| 141-TCV VII(A) LP             | 18,860            | -                    | 18,860                      |

DORIS DUKE CHARITABLE FOUNDATION  
 FYE: 12/31/2012  
 Form 990-PF, Part I, Line 6(a) & Part IV Statement  
 Attachment 18

| DESCRIPTION                          | REALIZED<br>GAINS  | REALIZED<br>(LOSSES) | NET REALIZED<br>GAIN/(LOSS) |
|--------------------------------------|--------------------|----------------------|-----------------------------|
| 143-SEQUOIA CAP INDIA GRW II         | -                  | -                    | -                           |
| 146-SEQUOIA CAP US GRW FND IV        | -                  | -                    | -                           |
| 153-SEQUOIA CAPITAL 2010             | -                  | -                    | -                           |
| 155-PORTFOLIO ADVISORS PE VI         | 186,628            | -                    | 186,628                     |
| 160-HAMPSHIRE PTNRS REIT VIII        | -                  | -                    | -                           |
| 161-GARRISON REAL ESTATE II          | -                  | -                    | -                           |
| 162-MERIT ENERGY PTNRS H, LP         | -                  | -                    | -                           |
| 165-PORT ADV REAL ESTATE IV          | 38,042             | -                    | 38,042                      |
| 167-SEQUOIA CAP US GRWTH V           | -                  | -                    | -                           |
| 168-CROSSHARBOR INST PTNR II         | -                  | -                    | -                           |
| 169-ASIA ALTN CAP PTNRS III          | 1,743              | -                    | 1,743                       |
| 172-DENHAM COMMODITY FUND            | -                  | -                    | -                           |
| 173-SEQUOIA CAPITAL GLOBAL GR        | -                  | -                    | -                           |
| 174-NEW ENTERPRISE ASSC 14           | -                  | -                    | -                           |
| 179-AUGUST CAPITAL VI                | -                  | -                    | -                           |
| 180-SEQUOIA CAP CHINA VEN IV         | -                  | -                    | -                           |
| 181-SEQUOIA CAP US VENT XIV          | -                  | -                    | -                           |
| 182-PORT ADV-REALIS PVT EQTY         | -                  | -                    | -                           |
| <b>TOTAL NON MKTBL ALTER. ASSE</b>   | <b>22,549,999</b>  | <b>(159,747)</b>     | <b>22,390,252</b>           |
| <b>FIXED INCOME/MISC INVESTMENTS</b> |                    |                      |                             |
| 62-BLACK ROCK CORE BOND FUND         | 2,684,281          | (2,070,403)          | 613,878                     |
| 63-PIMCO COREPLUS BOND FUND          | 12,646,017         | (10,933,892)         | 1,712,125                   |
| 64-PIMCO REAL RETURN                 | 4,124,659          | (2,626,742)          | 1,497,917                   |
| 144-PIMCO SHORT DURATION BOND        | 2,163,273          | (1,031,045)          | 1,132,228                   |
| 134-CLIFTON GROUP                    | 49,997,834         | (44,526,498)         | 5,471,336                   |
| 130-MESIROW FINANCIAL                | 9,770,534          | (11,894,993)         | (2,124,459)                 |
| <b>TOTAL FIXED INC./MISC INVESTS</b> | <b>81,386,598</b>  | <b>(73,083,573)</b>  | <b>8,303,025</b>            |
| <b>TOTAL INVESTMENT MANAGERS</b>     | <b>138,468,393</b> | <b>(89,489,734)</b>  | <b>48,978,659</b>           |
| <b>CASH AND OTHER</b>                |                    |                      |                             |
| 1-INVESTMENT CASH                    | 14,178             | -                    | 14,178                      |
| 1178-INVESTMENT ADMIN                | -                  | -                    | -                           |
| 1800-CORPORATE ADMINISTRATIO         | -                  | -                    | -                           |
| <b>TOTAL CASH AND OTHER</b>          | <b>14,178</b>      | <b>-</b>             | <b>14,178</b>               |
| <b>TOTAL 100-DDCF</b>                | <b>138,482,571</b> | <b>(89,489,734)</b>  | <b>48,992,837</b>           |

DORIS DUKE CHARITABLE FOUNDATION  
FYE: 12/31/2012  
Form 990-PF, Part I, Line 6(a) & Part IV Statement  
Attachment 18

| DESCRIPTION  | REALIZED<br>GAINS | REALIZED<br>(LOSSES) | NET REALIZED<br>GAIN/(LOSS) |
|--|-------------------|----------------------|-----------------------------|
| Total Capital Gains Per the Foundation's Books                           |                   |                      | 48,992,834                  |
| Less Capital Gains Attributable to Affiliated Foundation                 |                   |                      | (157,331)                   |
| Plus Capital Gains Attributable to Limited Partnerships via Schedule K-1 |                   |                      | 26,436,145                  |
| Less Capital Gains Reported on Form 990-T                                |                   |                      | (96,340)                    |
| <b>Net Capital Gains Reportable on Part I, Line 7 of the Form 990-PF</b> |                   |                      | <u><u>75,175,308</u></u>    |

Doris Duke Charitable Foundation  
Form 990-PF - Return of Private Foundation  
FYE: 12/31/2012  
Direct Charitable Activities  
Attachment 19

|  | <u>2012</u>                  |
|--|------------------------------|
| 2012 Africa Health Initiatives Annual Meeting        | 13,790                       |
| 2012 Clinical Scientist Meeting                      | 54,570                       |
| 2012 Clinical Research Fellows Meetings              | 92,057                       |
| 2012 Innovations in Clinical Research Award Meetings | 20,868                       |
| <b>Total</b>   | <b><u><u>181,285</u></u></b> |

**Doris Duke Charitable Foundation**  
**Form 990-PF**  
**Part IX-A: Summary of Direct Charitable Activities**  
**FYE: 12/31/2012**

***Environment Activities***

Doris Duke was a lifelong environmentalist with a keen interest in conservation. In her will, she expressed her interest in "the preservation of wildlife, both flora and fauna" and in supporting "ecological endeavors." The Doris Duke Charitable Foundation Environment Program is committed to enable communities to protect and manage wildlife habitat and create efficient built environments. The Foundation supports environmental initiatives and partners with other tax-exempt organizations like The Nature Conservancy to protect public land.

The Environment Program strives to accomplish its mission through the following strategies:

- Accelerate wildlife habitat conservation in an era of climate change - Protect important wildlife habitat and help wildlife adapt to the impacts of climate change.
- Reduce impacts on the landscape from increased energy development and energy demand - Expedite the sensitive siting of energy infrastructure and reduce energy demand by increasing energy efficiency in the buildings sector.
- Encourage land stewardship and sustainability in the Tri-State area - Support local efforts to manage wildlife habitat and create efficient, healthy, and vibrant built and natural environments.
- Help build a clean-energy economy – Support the research and analysis needed to develop government policies to foster technological innovation in the energy sector and accelerate the emergence of tomorrow's clean-energy technologies. Grants in this category are made through the Environment Program's Climate Change Initiative, which will wind down by 2013.

***Medical Research Activities***

Doris Duke was a significant supporter of medical research, making contributions to hospitals and research centers throughout her life. In her will, she expressed her interest in supporting "medical research designed to effectuate cures of major diseases."

The mission of the Medical Research Program is to support the prevention, treatment and cure of human disease. The Medical Research Program strives to accomplish its mission through the following strategies:

- Clinical Research

This strategy supports competitive award programs that build the clinical research career ladder and expand clinical research frontiers to advance the translation of biomedical discoveries into applications that improve human health.

- African Health Research

This strategy supports implementation research and builds research capacity to improve health and strengthen regional health systems in sub-Saharan Africa.

### *Child Abuse Prevention*

Doris Duke took a special interest in the needs of children, supporting nearly 85 child welfare organizations during her life. Her support included contributions to orphanages, camps, mentor programs, little league teams, hospitals, and boys and girls clubs. In her will, Doris Duke expressed her interest in "the prevention of cruelty to children."

The mission of the Child Abuse Prevention Program is to protect children from abuse and neglect in order to promote their healthy development.

The program seeks to accomplish its mission by making grants that develop and infuse best prevention practices into normal, non-stigmatizing systems that routinely serve large numbers of families with young children (birth to age six), such as the early education and child care systems. The foundation supports prevention and early intervention efforts that educate, support, and/or assist families **before** an incident of abuse or neglect occurs.

### *The Arts*

Doris Duke, in her will, expressed an interest in assisting "actors, dancers, singers, musicians and other artists of the entertainment world in fulfilling their ambitions and providing opportunities for the public presentation of their arts and talents." The Doris Duke Charitable Foundation supports this interest by focusing its support on contemporary dance, jazz and theatre artists, and the organizations that nurture, present and produce them.

The mission of the Arts Program is to support performing artists with the creation and public performance of their work. The Arts Program accomplishes this mission through the following strategies:

- **Artistic Creation & Distribution** – Through national competitive initiatives administered by intermediary organizations, the foundation supports commissioning, production and presentation of new work in each of its fields of interest. Typically these re-granting programs offer additional benefits to supported artists, including professional development, networking opportunities and participation in conferences and other meetings.
- **Organizational Transformation** – To complement its support for artistic creation and distribution, the Arts Program works to build strong organizations to serve performing artists. Through competitive initiatives administered by intermediary organizations, the foundation offers grants to support bold, innovative approaches to addressing current issues

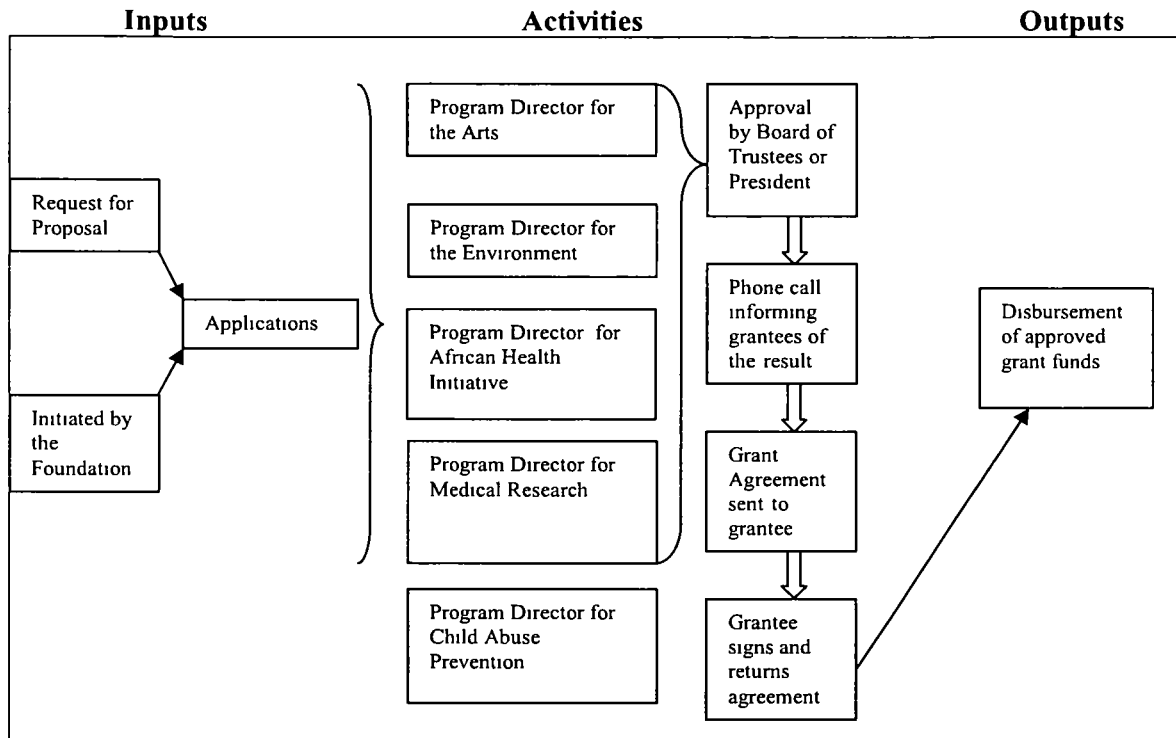
affecting the performing arts: the impact of technology, loss of audiences and/ or changes in leadership.

- **National Sector Building** – Recognizing DDCF's role as a national foundation, the Arts Program supports activities that will build strong national performing arts fields. The Arts Program directly supports national organizations critical to the health of dance, jazz, presenting and theatre, as well as national projects that have the potential to improve the health of a given field.
- **Doris Duke Performing Artists Initiative** - A ten-year program, launched in 2011, to empower, invest in and celebrate artists by offering flexible, multi-year funding for artists in contemporary dance, theatre, jazz and related interdisciplinary work.

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The \$181,285 in direct charitable expenditures listed in Part IX-A represent amounts paid by the Doris Duke Charitable Foundation to support various meetings, conferences, seminars and other climate, conservation and/or medical research endeavors. Further information about each individual program listed in the attached schedule is available upon request.

**Doris Duke Charitable Foundation  
Grants Process  
December 31, 2012**



The mission of the Doris Duke Charitable Foundation (DDCF) is to improve the quality of people's lives through grants supporting the performing arts, environmental conservation, medical research and prevention of child maltreatment, and through preservation of the cultural and environmental legacy of Doris Duke's properties.

Grant Development and Approval

Grants are either competitively awarded through Request for Proposal (RFP) processes or are initiated by the Foundation. Grants and proposed grant competitions are presented to the Board of Trustees at one of the four meetings that take place during the year. All grants must be approved by the Board of Trustees with the exception of the Program Fund, Cross-Program Fund, Trustee recommended grants, and grants selected through competitive, peer-reviewed program initiatives. In these cases, the Board approves a total amount for the program initiative or fund and delegates to DDCF's President Edward Henry the authority to approve grants. Authority for Program Fund (PF) and Cross-Program Fund grants is sought from the Board each November for the following year. PF and Cross-Program Fund grants must be for purposes that are in keeping with the mission of the Foundation; the amount of these grants is limited both on a per-grant basis (\$100,000 or less) and cumulative annual basis for each program (up to 5% of each Program's annual payout budget may be awarded as Program Fund grants). Additionally, the Board authorized the President to approve up to \$500,000 in Program Fund grants for the Climate Change Initiative and for the African Health Initiative (with individual grants totaling no more than \$100,000), with funding to come from each initiative's annual grants budgets. All Program Fund and Cross-Program Fund grants are developed by staff, undergo routine due diligence

review, and are approved by the President. Each Program Fund and Cross-Program Fund grant totaling more than \$50,000 is discussed at a Staff Program Review meeting prior to approval. Finally, in 2012, six Trustees recommended grants totaling \$376,192; the grant purpose and organizations must be vetted by staff and approved by the Board Chair prior to grant award.

***Grants solicited by the Foundation.*** Edward Henry (President) is actively involved in the entire grants cycle. Prior to performing all the research on a potential grantee, the Program Director discusses the organization or proposed project with Mr. Henry. Based on this discussion, the research will begin or the project will be set aside.

Once a completed grant application is returned to DDCF, the Program Director and staff members review it to ensure that the organization meets DDCF requirements and that the program description is in line with DDCF's mission and program objectives. The application is also reviewed by the Director of Grants Management and Program Associate for Grants Administration to ensure that all the proper documentation has been received and the organization is a qualified not-for-profit. Each proposed grant is entered into GIFTS for Windows, the Foundation's grants management database.

Once the submitted application has been reviewed and approved, the Program Director compiles a docket for presentation to the Board of Directors that describes the potential grantee organization and its proposed use of funds. Prior to the Board meeting, the Program Director presents the information to senior management and program staff at a Program Review session and at a "practice" session for the Board meeting. During the meeting the senior staff critiques the written summary and the presentation, and appropriate changes are made, as necessary.

At the next Board meeting, the docket will be presented to the Board for their approval. The Board's decisions regarding proposed grants are documented in the Board of Director Minutes. After a grant has been approved by the board, Grants Administration staff records the grant as "Approved" in GIFTS and the GIFTS system assigns a grant number. Grants Administration then sends a report detailing the grants approved to Finance and the Accounting Manager prepares a journal entry to record the liability.

***Grants awarded through competitive Requests for Proposals.*** Once the Board approves funds for a grant competition and delegates authority to approve specific grants identified through that competition to the DDCF President, program staff release a Request for Proposals (RFP). The RFP specifies the purpose of the funding available through the award program, the timeline for application, the selection process, and expectations of projects selected. Competitions may involve one or two stages of application (i.e., letter of interest followed by a full proposal or just a full proposal) with staff and/or panel review at the first stage and panel review at the second stage. Applications are brought into the foundation via the on-line forms. Review panels score applications in accordance with the criteria specific to the grant program and recommend a roster of grants to the Foundation. With authority delegated from the Board, the President approves grants to the projects selected via the competition. Grants Management staff conducts a standard pre-grant agreement due diligence of each institution approved for funding.

#### Grant Award

Once the Board or President approves a grant, the appropriate DDCF program staff member notifies the organization by telephone. The Program Associate for Grants Administration generates a draft grant agreement using the appropriate GIFTS template (grant agreement templates are stored in GIFTS and merged with the GIFTS grant data to create the grant agreement). The Program Director and Director of Grants Management review and refine the grant agreement until they are satisfied that it is complete. Once the Director of Grants

Management has approved the grant agreement and award letter and verified that all grant documentation is in order, the agreement and award letter is forwarded to the President for signature.

After the President signs the award letter and the grant agreement, the award package is sent to the grantee organization. The grant agreement specifies the total funds awarded, payment schedule, use of the funds, performance and financial reporting requirements, and various other disclosures regarding DDCF's rights (for example, to publicly announce the grant). If the grantee organization agrees to the terms of the agreement an authorized representative of the organization will sign and return the agreement to the DDCF (two originals of the agreement are sent and the grantee organization retains one original for their records). When the fully executed grant agreement is received by the Foundation, the first grant payment is initiated by Grants Administration and forwarded to Finance for processing.

Grant Payment Process

Once the Grants Manager has determined that all requirements for a grant payment have been met, the grant payment process is initiated.

The Grants Associate confirms that ACH instructions are still correct and updates the GIFTS record if necessary. Then, Grants Administration exports the grantee data from GIFTS to an Excel spreadsheet which is emailed to the Accounting Manager for upload to the Lawson Process Flow. Once the information is uploaded into Lawson and released (with links to the fully executed grant agreement & the payment authorization) an e-mail is sent to the applicable approvers, alerting them that an invoice requires approval in the Lawson system. Once the approvals have been made, an ACH file is generated via Lawson & transmitted to Bank of America via a secured transmission website. The transmission is then verified with the bank via a phone call to an ACH automated phone system. Once the payment has been sent, the grantee and appropriate program staff are alerted by email that the ACH has been executed.

*Grant signing authority requirements:*

| Grant Payment Amount             | Requirements                             | Signatories   |
|----------------------------------|--|---|
| between \$0 and \$9,999.99       | Require any one signer listed            | Peter Simmons<br>Eileen Oberlander<br>Edward Henry<br>Deborah Close<br>Jeffrey Heil |
| between \$10,000 and \$99,999.99 | Require any two signers listed           | Peter Simmons<br>Eileen Oberlander<br>Ed Henry<br>Deborah Close<br>Jeffrey Heil     |
| Equal to or over \$100,000       | Require two of the following individuals | Peter Simmons<br>Ed Henry<br>Eileen Oberlander                                      |

Grant Monitoring

Within each grant agreement the grantee agrees to provide DDCF with certain interim and final financial and program performance information. The time period for this submission varies from

grant to grant. To ensure that the DDCF funds are being used in accordance with the grant agreement, the grantee is required to submit the following information:

- A narrative describing program accomplishments, challenges, and future plans
- An assessment of the project to date (have the original goals been achieved, were any program refinements necessary?)
- Copies of any literature, reports, or media coverage that was generated as a result of the grant
- A copy of the most recent audited financial statement
- A budget to actual comparison of use of the grant funds (indicating any budget modifications and explanations for budget variances)
- If a multi-year grant, a revised budget and budget narrative for the upcoming year (if warranted)
- The grantee is also required to notify DDCF of any changes to their board, senior staff, or tax-exempt status.

This information is required whether the grant period is one year or multi-year. If the grant is multi-year, the subsequent disbursements will not be made until this information has been received, reviewed, and approved by DDCF staff.

This information will be submitted to DDCF and reviewed by the Program Director and Grants Administration staff to ensure that the grantee has been using DDCF's funds for the purpose outlined in their grant agreement. This includes determining if certain project milestones have been met, whether funds have been spent reasonably and within program guidelines, and whether the project has benefited the items/individuals targeted in the agreement. Additionally, the financial information is reviewed by the Director of Grants Management or Program Associate for Grants Management, and either the Program Director or Program Officer – and, as necessary, by a member of the Finance Department – to ensure that the grantee is not experiencing any financial difficulties.

Once this information has been evaluated and approved by DDCF, the payment request is prepared for multi-year grants or, for single year grants, the file will be closed.

#### Computer information systems

The Foundation uses GIFTS for Windows, a grants management database system purchased from MicroEdge, Inc., to track detailed information about each application for funding and each grant approved. Applications are received through an internet grants application module and retrieved into the database and their status is tracked according to their progress through the review, approval or declination, and disbursement and reporting process. The database is also used to generate grant related documentation, including (but not limited to) grant award letters and grant agreements, payment request memoranda, and reporting review checklists. GIFTS also provides reports that enable the user to project the upcoming disbursements, determine when financial or other reporting information is required, track grant expiration, and track activities related to each grant.