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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation The Grainger Foundation Inc		A Employer identification number 36-6192971
Number and street (or P O box number if mail is not delivered to street address) 100 Grainger Parkway		B Telephone number (see instructions) 847-535-2030
City or town, state, and ZIP code Lake Forest, IL 60045-5201		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 187,799,835	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	0			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	14,480	14,480		
	4 Dividends and interest from securities	3,020,684	3,020,684		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,508,582			
	b Gross sales price for all assets on line 6a	3,365,713			
	7 Capital gain net income (from Part IV, line 2)		2,508,582		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	5,543,746	5,543,746	N/A	
	13 Compensation of officers, directors, trustees, etc	257,378			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	45,574			
	16a Legal fees (attach schedule)	172,922			
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	2,556	2,556		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	119,223	9		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	73,866			
	21 Travel, conferences, and meetings	5,163			
	22 Printing and publications	110			
	23 Other expenses (attach schedule)	41,098			
	24 Total operating and administrative expenses. Add lines 13 through 23	717,890	2,565	N/A	0
	25 Contributions, gifts, grants paid	33,504,661			33,504,661
	26 Total expenses and disbursements. Add lines 24 and 25	34,222,551	2,565	N/A	33,504,661
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-28,678,805			
	b Net investment income (if negative, enter -0-)		5,541,181		
	c Adjusted net income (if negative, enter -0-)			N/A	

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form **990-PF** (2012)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash—non-interest-bearing			38,052	-6,211	-6,211
	2 Savings and temporary cash investments			10,104,107	3,860,843	3,860,843
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7 Other notes and loans receivable (attach schedule) ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments—U.S. and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule)			892,280	30,953	175,657,160
	c Investments—corporate bonds (attach schedule)			2,500,000	2,500,000	2,484,909
	11 Investments—land, buildings, and equipment: basis ▶					
Liabilities	Less: accumulated depreciation (attach schedule) ▶					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule)					
	14 Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
	15 Other assets (describe ▶ <u>Mutual Funds/Art and Furnishings</u>)			4,168,639	5,730,486	5,803,134
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)			17,703,078	12,116,071	187,799,835
	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)			0	0	
	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds			17,703,078	12,116,071	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances (see instructions)			17,703,078	12,116,071	
	31 Total liabilities and net assets/fund balances (see instructions)			17,703,078	12,116,071	

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	17,703,078
2 Enter amount from Part I, line 27a	2	-28,678,805
3 Other increases not included in line 2 (itemize) ▶ <u>Donations of Stock(FMV less cost)</u>	3	23,091,798
4 Add lines 1, 2, and 3	4	12,116,071
5 Decreases not included in line 2 (itemize) ▶	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	12,116,071

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See schedule Attached—publicly traded securities				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2 2,508,582
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		{ If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3 14,593

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.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	19,507,038	175,462,198	0.1112
2010	18,037,746	49,587,046	0.3638
2009	31,863,615	30,448,238	1.0465
2008	29,426,253	57,185,427	0.5146
2007	49,179,586	61,602,338	0.7983
2 Total of line 1, column (d)			2 2.8344
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 0.5669
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 199,155,495
5 Multiply line 4 by line 3			5 112,901,250
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 55,412
7 Add lines 5 and 6			7 112,956,662
8 Enter qualifying distributions from Part XII, line 4			8 33,504,661

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1		110,824
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		0
3	Add lines 1 and 2	3		110,824
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		110,824
6	Credits/Payments:			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	72,000	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		72,000
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		38,824
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		✓
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		✓
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ <u>N/A</u> (2) On foundation managers. ▶ \$ <u>N/A</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ <u>N/A</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		✓
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	✓	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ <u>Illinois</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	✓	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	✓	

Part VII-A Statements Regarding Activities (continued)		Yes	No
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	✓
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	✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	✓
14	The books are in care of ▶ <u>G.J Sinclair</u> Telephone no. ▶ <u>847-535-2030</u> Located at ▶ <u>100 Grainger Parkway, Lake Forest, IL</u> ZIP+4 ▶ <u>60045-5201</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>		<input type="checkbox"/>
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	✓

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required		Yes	No
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	✓
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	✓
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ▶ 20____, 20____, 20____, 20____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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	✓
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	✓

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

Yes No

- 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)
- 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

5b

6b

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

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

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

Total number of other employees paid over \$50,000 ☐ None

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Locke Lord LLP 111 South Wacker Drive, Chicago, IL 60606	Legal	172,922
Total number of others receiving over \$50,000 for professional services		172,922

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 None	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

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

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	188,614,632
b	Average of monthly cash balances	1b	13,012,123
c	Fair market value of all other assets (see instructions)	1c	561,565
d	Total (add lines 1a, b, and c)	1d	202,188,320
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	0
3	Subtract line 2 from line 1d	3	202,188,320
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	3,032,825
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	199,155,495
6	Minimum investment return. Enter 5% of line 5	6	9,957,775

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	9,957,775
2a	Tax on investment income for 2012 from Part VI, line 5	2a	110,824
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	110,824
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	9,846,951
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	9,846,951
6	Deduction from distributable amount (see instructions)	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	9,846,951

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	33,504,661
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	33,504,661
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	Adjusted qualifying distributions. Subtract line 5 from line 4	6	33,504,661

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				9,846,951
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	46,420,907			
b From 2008	26,889,026			
c From 2009	30,948,703			
d From 2010	16,012,745			
e From 2011	11,027,142			
f Total of lines 3a through e	131,298,523			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 33,504,661				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2012 distributable amount				9,846,951
e Remaining amount distributed out of corpus	23,657,710			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	154,956,233			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	46,420,907			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	108,535,326			
10 Analysis of line 9:				
a Excess from 2008	26,889,026			
b Excess from 2009	30,948,703			
c Excess from 2010	16,012,745			
d Excess from 2011	11,027,142			
e Excess from 2012	23,657,710			

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

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 ▶	Not Applicable				
b	Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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	Tax year (a) 2012	Prior 3 years (b) 2011 (c) 2010 (d) 2009			(e) Total
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon:					
a	"Assets" alternative test—enter:					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c	"Support" alternative test—enter:					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

D W. Grainger

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

None

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

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

- a** The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

N/A

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

N/A

- c** Any submission deadlines:

N/A

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

N/A

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
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. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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

b If "Yes," complete the following schedule.

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

**Sign
Here**

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

BW Haniger
Signature of officer or trustee

4-15-13

President

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

PTIN

Firm's name ▶

Firm's EIN ►

Firm's address ►

Phone no

Legal, Accounting, and Other Professional Fees
Page 1, Part 1, Line 16(a), (b), and (c)

<u>Name</u>	<u>Type of Service</u>	<u>Amount</u>
(a) Locke Lord LLP	Legal Fees	\$ 172,922
	Legal Fees - TOTAL	<u>\$ 172,922</u>
(b) --	Accounting Fees - TOTAL	<u>None</u>
(c) The Northern Trust Co.	Agency Fees	\$ 773
William Blair & Co.	Advisory Fees	\$ 1,783
	Other Professional Fees - TOTAL	<u>\$ 2,556</u>

Taxes

Page 1, Part I, Line 18

Description

2011 Federal Excise Tax on Net Investment Income		
990PF - 2011 return	\$	47,214
2012 Federal Excise Tax on Net Investment Income - Estimates	\$	72,000
Payment Summary:		
5/11/2012	\$	10,000
6/4/2012	\$	35,000
9/13/2012	\$	14,000
12/13/2012	\$	13,000
Foreign Tax Paid on Investment Income (Dividends)	\$	9
Taxes - TOTAL	\$	<u>119,223</u>

Other Expenses

Page 1, Part I, Line 23

Description

W.W. Grainger, Inc. Use Agreement, Miscellaneous Expenses	\$	40,906
Illinois Annual Report Filing Fee	\$	10
Illinois Charity Bureau Fund/Filing Fee	\$	15
Notary	\$	167
Other Expenses - TOTAL	\$	<u>41,098</u>

Balance Sheet - December 31, 2012

Cash - Non-Interest Bearing

Page 2, Part II - Line 1

<u>Investment</u>	<u>Beginning of Year</u>	<u>End of Year</u>	
	<u>Book Value</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Northern Trust Checking Account	\$ 37,842	\$ (6,211)	\$ (6,211)
William Blair Cash Agency Account	\$ 210	\$ 0	\$ 0
Cash - Non-Interest Bearing - TOTAL	<u>\$ 38,052</u>	<u>\$ (6,211)</u>	<u>\$ (6,211)</u>

Balance Sheets - December 31, 2012

Savings and Temporary Cash Investments

Page 2, Part II - Line 2

<u>Investment</u>	<u>Beginning of Year</u>	<u>End of Year</u>	
	<u>Book Value</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Commercial Paper (GE, HSBC, Toyota)	\$ 7,489,510	\$ 0	\$ 0
Money Market-Northern Trust	\$ 2,525,092	\$ 3,848,607	\$ 3,848,607
Money Market - William Blair	\$ 89,505	\$ 12,236	\$ 12,236
Savings and Temp Cash Investments - TOTAL	<u>\$ 10,104,107</u>	<u>\$ 3,860,843</u>	<u>\$ 3,860,843</u>

Balance Sheets - December 31, 2012

Investments

Page 2, Part II - Lines 10 (a), (b), and (c)

	<u>Beginning of Year</u>		<u>End of Year</u>	
	<u>Book Value</u>		<u>Book Value</u>	<u>Fair Market Value</u>
(a) <u>U.S. and State Government Obligations</u>	\$ 0		\$ 0	\$ 0
(b) <u>Corporate Stocks</u>				
0 American Express	49,714		0	0
0 Accenture PLC Ireland Class A	43,474		0	0
0 Celgene Corp.	43,764		0	0
0 Colgate/Palmolive	81,686		0	0
0 Direct TV	50,581		0	0
0 eBay	49,665		0	0
0 Ecolab Inc.	35,695		0	0
0 Google	54,428		0	0
868,000 W W. Grainger, Inc.	35,515	30,953		175,657,160
0 Intercontinental Ex	31,585	0		0
0 McDonalds Corp.	59,150	0		0
0 Mead Johnson	64,877	0		0
0 Microsoft	91,564	0		0
0 Nike Inc. - Class B	34,951	0		0
0 Praxair Inc	29,617	0		0
0 Qualcomm	45,152	0		0
0 Schlumberger Ltd.	36,138	0		0
0 Suncor Energy Inc.	9,957	0		0
0 United Parcel Svc Inc.	34,530	0		0
0 Western Union Co.	10,237	0		0
TOTAL	\$ 892,280	\$ 30,953		\$ 175,657,160
(c) <u>Corporate Bonds - PIMCO - Short-term Inst'l</u>	<u>\$ 2,500,000</u>	<u>\$ 2,500,000</u>		<u>\$ 2,484,909</u>

Balance Sheets - December 31, 2012

Investments - Other

Page 2, Part II - Line 15

<u>Investment</u>	<u>Beginning of Year</u>		<u>End of Year</u>	
	<u>Book Value</u>	<u>Book Value</u>	<u>Fair Market Value</u>	
<u>Mutual Funds</u>				
- WB Growth	\$ 0	\$ 992,066	\$ 972,922	
- WB Int'l Growth	\$ 558,275	\$ 647,295	\$ 566,982	
- WB Bond Fund	\$ 1,619,932	\$ 1,814,432	\$ 1,868,108	
- WB Mid-Cap	\$ 701,792	\$ 933,526	\$ 1,014,494	
- WB Sm-Mid	\$ 521,285	\$ 536,666	\$ 550,772	
- WB Emerging Markets	\$ 205,790	\$ 244,936	\$ 268,291	
Mutual Funds - TOTAL	\$ 3,607,074	\$ 5,168,921	\$ 5,241,569	
Artwork and Furnishings	\$ 561,565	\$ 561,565	\$ 561,565	
Line 15 - Other Assets - TOTAL	\$ 4,168,639	\$ 5,730,486	\$ 5,803,134	

Analysis of Changes in Net Assets or Fund Balances
Page 2, Part III - Line 3

Difference between Fair Market Value and Cost Basis of assets contributed on
dates of disbursement Refer to the computation below

Description of Property	Recipient	Date of Gift	Cost Basis	Fair Market Value X # of Shares	Difference between Fair Market Value and Cost Basis of Assets
4,625 shares of GWW stock	Chicago Botanic Garden	3/14/12	\$ 165	216 06 x 4,625 999,278	\$ 999,113
9,500 shares of GWW stock	Window to the World Communications (WTTW)	3/19/12	339	212 875 x 9,500 2,022,313	2,021,974
9,600 shares of GWW stock	Colonial Williamsburg Foundation	5/1/12	342	207 705 x 9,600 1,993,968	1,993,626
4,225 shares of GWW stock	Adler Planetarium	6/15/12	151	178 835 x 4,225 755,578	755,427
19,650 shares of GWW stock	The Field Museum	6/15/12	701	178 835 x 19,650 3,514,108	3,513,407
8,420 shares of GWW stock	Mayo Clinic	6/15/12	300	178 835 x 8,420 1,505,791	1,505,491
13,500 shares of GWW stock	Museum of Science and Industry	6/19/12	481	186 70 x 13,500 2,520,450	2,519,969
12,300 shares of GWW stock	Rehabilitation Institute of Chicago	7/26/12	439	203 92 x 12,300 2,508,216	2,507,777
12,335 shares of GWW stock	Yale University	8/14/12	440	202 39 x 12,335 2,496,481	2,496,041
14,440 shares of GWW stock	Rush University Medical Center	9/4/12	515	208 545 x 14,440 3,011,390	3,010,875
3,850 shares of GWW stock	Adler Planetarium	12/5/12	137	192 975 x 3,850 742,954	742,817
5,200 shares of GWW stock	Chicago Zoological Society	12/20/12	185	197 205 x 5,200 1,025,466	1,025,281
Line 3 - Other increases not included in Line 2			<u>\$ 4,195</u>	<u>\$ 23,095,993</u>	<u>\$ 23,091,798</u>

Capital Gains and Losses for Tax on Investment Income
Page 3, Part IV - Lines, 1, 2, and 3

1.a	List and describe the kind(s) of property sold, e.g. real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P-Purchase D-Donation	(c) Date Acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)	(e) Gross Sales Price minus expense of sale	(g) Cost or Other Basis	(h) Gain or (loss) (e) minus (g)	(i) Gain/Loss
1	stk	980 sh	DIRECTV	07/01/04	01/18/12	41,409 39	50,581 23	(9,171 84)	st (9,171 84)
2	stk	500 sh	ACCENTURE PLC-CL A	12/01/04	01/31/12	28,649 44	13,417 85	15,231 59	lt 15,231 59
3	stk	300 sh	ECOLAB INC	03/09/04	01/31/12	18,101 65	8,431 89	9,669 76	lt 9,669 76
4	stk	250 sh	INTERCONTINENTAL EXCHANGE	07/01/11	01/31/12	28,696 94	31,584 57	(2,887 63)	st (2,887 63)
5	stk	250 sh	MCDONALD'S CORP	09/28/09	01/31/12	24,724 52	14,356 75	10,367 77	lt 10,367 77
6	stk	1000 sh	MICROSOFT CORP	05/16/08	01/31/12	29,449 43	30,119 80	(670 37)	lt (670 37)
7	stk	200 sh	NIKE INC-CL B	04/27/06	01/31/12	20,877 59	8,081 06	12,796 53	lt 12,796 53
8	stk	200 sh	PRAXAIR INC	07/20/04	01/31/12	21,287 59	8,016 56	13,271 03	lt 13,271 03
9	stk	560 sh	ACCENTURE PLC-CL A	12/01/04	02/22/12	32,552 21	15,027 99	17,524 22	lt 17,524 22
10	stk	475 sh	AMERICAN EXPRESS CO	07/01/11	02/22/12	25,089 04	24,856 75	232 29	st 232 29
11	stk	390 sh	CELGENE CORP	09/28/09	02/22/12	28,723 99	21,882 04	6,841 95	lt 6,841 95
12	stk	575 sh	COLGATE-PALMOLIVE CO	05/16/08	02/22/12	53,307 28	41,750 75	11,556 53	lt 11,556 53
13	stk	760 sh	EBAY INC	07/01/11	02/22/12	26,302 13	24,832 47	1,469 66	st 1,469 66
14	stk	480 sh	ECOLAB INC	03/09/04	02/22/12	29,628 08	13,491 02	16,137 06	lt 16,137 06
15	stk	45 sh	GOOGLE INC-CL A	01/21/11	02/22/12	27,447 70	28,622 68	(1,174 98)	lt (1,174 98)
16	stk	390 sh	MCDONALD'S CORP	09/28/09	02/22/12	39,126 39	22,396 53	16,729 86	lt 16,729 86
17	stk	475 sh	MEAD JOHNSON NUTRITION	07/01/11	02/22/12	36,762 10	32,438 42	4,323 68	st 4,323 68
18	stk	1020 sh	MICROSOFT CORP	05/16/08	02/22/12	31,976 42	30,722 20	1,254 22	lt 1,254 22
19	stk	325 sh	NIKE INC-CL B	04/27/06	02/22/12	34,410 38	13,131 72	21,278 66	lt 21,278 66
20	stk	60 sh	PRAXAIR INC	07/20/04	02/22/12	6,582 31	2,404 97	4,177 34	lt 4,177 34
21	stk	220 sh	PRAXAIR INC	07/26/04	02/22/12	24,135 12	8,445 80	15,689 32	lt 15,689 32
22	stk	480 sh	QUALCOMM INC	09/17/08	02/22/12	30,095 45	22,300 80	7,794 65	lt 7,794 65
23	stk	10 sh	QUALCOMM INC	12/10/09	02/22/12	626 99	457 03	169 96	lt 169 96
24	stk	415 sh	SCHLUMBERGER LTD	10/27/05	02/22/12	33,087 35	18,069 10	15,018 25	lt 15,018 25
25	stk	540 sh	SUNCOR ENERGY INC	08/27/03	02/22/12	18,932 05	4,978 32	13,953 73	lt 13,953 73
26	stk	300 sh	UNITED PARCEL SERVICE-CL	09/28/09	02/22/12	22,874 58	17,265 12	5,609 46	lt 5,609 46
27	stk	1300 sh	WESTERN UNION CO	07/19/94	02/22/12	22,918 58	5,063 82	17,854 76	lt 17,854 76
28	stk	560 sh	ACCENTURE PLC-CL A	12/01/04	03/27/12	36,488 94	15,027 99	21,460 95	lt 21,460 95
29	stk	475 sh	AMERICAN EXPRESS CO	07/01/11	03/27/12	27,796 49	24,856 75	2,939 74	st 2,939 74
30	stk	390 sh	CELGENE CORP	09/28/09	03/27/12	30,389 62	21,882 04	8,507 58	lt 8,507 58
31	stk	550 sh	COLGATE-PALMOLIVE CO	05/16/08	03/27/12	53,217 04	39,935 50	13,281 54	lt 13,281 54
32	stk	760 sh	EBAY INC	07/01/11	03/27/12	28,818 68	24,832 47	3,986 21	st 3,986 21
33	stk	490 sh	ECOLAB INC	03/09/04	03/27/12	30,193 25	13,772 09	16,421 16	lt 16,421 16
34	stk	50 sh	GOOGLE INC-CL A	07/01/11	03/27/12	32,629 91	25,805 50	6,824 41	st 6,824 41
35	stk	390 sh	MCDONALD'S CORP	09/28/09	03/27/12	38,047 71	22,396 53	15,651 18	lt 15,651 18
36	stk	475 sh	MEAD JOHNSON NUTRITION	07/01/11	03/27/12	39,315 04	32,438 41	6,876 63	st 6,876 63
37	stk	1020 sh	MICROSOFT CORP	05/16/08	03/27/12	33,210 60	30,722 19	2,488 41	lt 2,488 41
38	stk	340 sh	NIKE INC-CL B	04/27/06	03/27/12	36,855 33	13,737 80	23,117 53	lt 23,117 53

	1.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	(c) Date Acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)	(e) Gross Sales Price minus expense of sale	(g) Cost or Other Basis	(h) Gain or (loss) (e) minus (g)	(l) Gain/Loss
39	sik	280 sh PRAXAIR INC	P	7/26/04	03/27/12	32,121.02	10,749.20	21,371.82	It 21,371.82
40	sik	490 sh QUALCOMM INC	P	12/10/09	03/27/12	33,672.19	22,394.22	11,277.97	It 11,277.97
41	sik	415 sh SCHLUMBERGER LTD	P	10/27/05	03/27/12	29,252.82	18,069.10	11,183.72	It 11,183.72
42	sik	540 sh SUNCOR ENERGY INC	P	08/27/03	03/27/12	17,884.47	4,978.31	12,906.16	It 12,906.16
43	sik	300 sh UNITED PARCEL SERVICE-CL	P	09/28/09	03/27/12	24,176.56	17,265.12	6,911.44	It 6,911.44
44	sik	1328 sh WESTERN UNION CO	P	07/19/94	03/27/12	24,036.36	5,172.89	18,863.47	It 18,863.47
45	sik	10300 sh W W GRAINGER INC	D	01/01/70	12/07/12	1,989,900.99	367.30	1,989,533.69	It 1,989,533.69
		Subtotal				\$ 3,275,781.72	\$ 857,130.65	\$ 2,418,651.07	\$ 2,418,651.07
		CAPITAL GAINS DISTRIBUTIONS							
46		PIMCO CAPITAL GAIN DISTRIBUTION			12/13/12	6,735.41	0.00	6,735.41	6,735.41
47		PIMCO CAPITAL GAIN DISTRIBUTION			12/13/12	529.68	0.00	529.68	529.68
48		WILLIAM BLAIR GROWTH FUND-I			12/19/12	27,139.50	0.00	27,139.50	27,139.50
49		WILLIAM BLAIR BOND FUND-I			12/19/12	12,184.22	0.00	12,184.22	12,184.22
50		WILLIAM BLAIR MID CAP VAL-I			12/19/12	30,290.40	0.00	30,290.40	30,290.40
51		WILLIAM BLAIR SM-MID CAP G-I			12/19/12	13,051.58	0.00	13,051.58	13,051.58
		Subtotal				\$ 89,930.79	\$ -	\$ 89,930.79	\$ 89,930.79
		Total				\$ 3,365,712.51	\$ 857,130.65	\$ 2,508,581.86	\$ 2,508,581.86
		Line 2 - Capital Gain Net Income							\$ 2,508,582.00
		Line 3 - Short Term Capital Gain							\$ 14,593.15

Statements Regarding Activities
Page 4, Part VII-A - Question 10

Substantial Contributor

D W Grainger
100 Grainger Parkway
Lake Forest, IL 60045

There were no contributions received in 2012

D.W. Grainger has been a substantial contributor to The Grainger Foundation in prior years
and is an officer and director of the Foundation

Officers, Directors, Trustees, Foundation Mgrs, and Their Compensation, if any
 Page 6, Part VIII - Line 1

<u>Name and Address</u>	<u>Title</u>	<u>Avg. Hrs. per week devoted to position</u>	<u>Contributions to employee benefit plans</u>	<u>Exp. Acct., other allowances</u>	<u>Compensation</u>
D. W. Grainger 100 Grainger Parkway Lake Forest, IL 60045	President & Director	20 hours	0	0	none
G. J. Sinclair 100 Grainger Parkway Lake Forest, IL 60045	Vice President & Secretary	30 hours	\$ 45,574	0	\$ 189,795
W B Hayden 100 Grainger Parkway Lake Forest, IL 60045	Vice President	4 hours	0	0	\$ 40,000
C J. Bellmore 100 Grainger Parkway Lake Forest, IL 60045	Treasurer	6 hours	0	0	\$ 27,583
J S. Chapman 111 S. Wacker Dr. Chicago, IL 60606	Director	unknown	0	0	none
J. L. Howard 100 Grainger Parkway Lake Forest, IL 60045	Director	unknown	0	0	none
D L. Kendall 111 S. Wacker Dr Chicago, IL 60606	Director	unknown	0	0	none
Total Officer Compensation			<u><u>\$ 45,574</u></u>		<u><u>\$ 257,378</u></u>

Grants and Contributions Paid During the Year
Page 11, Part XV, Line 3A

ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
CASH CONTRIBUTIONS					
4-H Foundation of Sonoma County	Rohnert Park	CA	Publicly Supported	2013 Scholarship Grants	10,000
A Better Tomorrow Services Inc.	Everett	MA	Publicly Supported	ESOL & Job Skills Programs	2,500
A Just Harvest	Chicago	IL	Publicly Supported	Food Kitchen	5,000
A New Leaf, Inc.	Broken Arrow	OK	Publicly Supported	Vocational Training- Disabled Children & Adults	10,000
A Place To Turn Inc.	Natick	MA	Publicly Supported	Purchase Food	10,000
Abby Kelley Foster House Inc.	Worcester	MA	Publicly Supported	Roof Repairs	10,000
Abraham Lincoln Presidential Library Fdn	Springfield	IL	Museum	Unrestricted / Sesquicentennial Recognitions Celebration	25,000
Ace Foundation	Cincinnati	OH	Publicly Supported	Straight A Luncheon Scholarships	10,000
Achievement Institute Scientific Studies	Santa Ana	CA	Publicly Supported	(1) Student in AISS Program	5,000
ACHLA Scholarship Foundation Inc.	Atlantic City	NJ	School	Scholarships-Hospitality/ Culinary Field	5,000
Action for Boston Community Development	Roxbury	MA	Publicly Supported	Fund Food Bank	10,000
Ada S. McKinley Community Services Inc	Chicago	IL	Publicly Supported	Scholarships/Unrestricted Support	10,000
Affiliate Societies Council ASC	Dayton	OH	Publicly Supported	2012 Tech Fest Support	5,000
Agrace Hospice Care	Janesville	WI	Publicly Supported	Capital, New Janesville Facility	2,500
Akron-Canton Regional Foodbank	Akron	OH	Publicly Supported	2012 Taste of NFL Event, Food	20,000
Alamo Colleges Foundation, Inc.	San Antonio	TX	School	Scholarships-Tech Ed	10,000
All Faiths Food Bank, Inc.	Sarasota	FL	Publicly Supported	Food	5,000
Allendale Association, Inc.	Lake Villa	IL	Publicly Supported	Program Funding	5,000 /
Alliance for Children, Inc.	Ft Worth	TX	Publicly Supported	School Supplies & Books	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Alpine Rescue Team	Evergreen	CO	Publicly Supported	Training Classes for Outdoor Safety	5,000
ALS Association	Washington	DC	Publicly Supported	Florida Chapter, Program Support	7,500
America's Second Harvest of The Big Bend	Tallahassee	FL	Publicly Supported	Brown Bag for Seniors Program	10,000
American Cancer Society, Inc.	Atlanta	GA	Publicly Supported	Mid-South Div Relay for Life	7,500
American Cancer Society, Inc.	Atlanta	GA	Publicly Supported	Charleston, WV Relay for Life	5,000
American Cancer Society, Inc.	Atlanta	GA	Publicly Supported	Midwest Div , Relay for Life Janesville, WI	3,000
American Cancer Society, Inc.	Atlanta	GA	Publicly Supported	Relay for Life-Stanislaus County Chapter	5,000
American Cancer Society, Inc.	Atlanta	GA	Publicly Supported	Midwest Div -Black Hawk County Relay for Life	10,000
American Cancer Society, Inc.	Atlanta	GA	Publicly Supported	Midland County, MI - Relay for Life	1,000
American Cancer Society, Inc.	Atlanta	GA	Publicly Supported	Leelanau County, MI - 2012 Relay for Life	1,000
American Diabetes Association	Corpus Christi	TX	Publicly Supported	Step out Walk to Stop Diabetes/Corpus Christi	10,000
American Heart Association Inc.	Dallas	TX	Publicly Supported	Operating Funds- Spokane Chapter	1,000
American Heart Association Inc.	Dallas	TX	Publicly Supported	Program Support- Sacramento, CA Chapter	10,000
American Heart Association Inc.	Dallas	TX	Publicly Supported	Research Funding Chicago Chapter	2,500
American Heart Association Inc.	Dallas	TX	Publicly Supported	Teaching Garden/ Des Moines Chapter	10,000
American Institute of Indian Studies	Chicago	IL	Publicly Supported	General Operating Fund	2,500
American Nat'l Red Cross- Alaska Chapter	Anchorage	AK	Publicly Supported	Disaster Relief Funds	15,000
American Nat'l Red Cross- Benton/Franklin	Kennewick	WA	Publicly Supported	Help Fund Emergency Services	10,000
American Nat'l Red Cross-Bluegrass Chapter	Lexington	KY	Publicly Supported	March 2012 Tornado Relief Funds	10,000
American Nat'l Red Cross- Capital Region	Sacramento	CA	Publicly Supported	Golf Classic Sponsorship- Disaster Relief	5,000
American Nat'l Red Cross- Central FL Chptr	Orlando	FL	Publicly Supported	Business Connection Program	5,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
American Nat'l Red Cross- Central WV Chptr	Charleston	WV	Publicly Supported	Emergency Preparedness	5,000
American Nat'l Red Cross- Dutchess County	Poughkeepsie	NY	Publicly Supported	2012 Hurricane Fund	30,000
American Nat'l Red Cross- Elkhart Cty Chp	Elkhart	IN	Publicly Supported	Project SAFE-Smoke Alarms	10,000
American Nat'l Red Cross- Gr. Salt Lake	Salt Lake City	UT	Publicly Supported	Sponsor 2013 Heroes Recognition Event	10,000
American Nat'l Red Cross- Greater Erie Chp	Erie	PA	Publicly Supported	Disaster Relief	10,000
American Nat'l Red Cross-Greenville Chptr	Greenville	SC	Publicly Supported	Purchase LCD Projector & Conference Phones	9,000
American Nat'l Red Cross- Grtr NY Chapter	New York	NY	Publicly Supported	Disaster Relief	5,000
American Nat'l Red Cross- Grtr NY Chapter	New York	NY	Publicly Supported	2012 Hurricane Fund	40,000
American Nat'l Red Cross-Huntington WV	Huntington	WV	Publicly Supported	Disaster Relief	10,000
American Nat'l Red Cross-Kalamazoo Chapter	Kalamazoo	MI	Publicly Supported	Disaster Preparedness Training	10,000
American Nat'l Red Cross-Lackawanna Chapter	Scranton	PA	Publicly Supported	2012 Hurricane Fund	15,000
American Nat'l Red Cross- Mid-Ohio Valley	Parkersburg	WV	Publicly Supported	Disaster Relief Fund	5,000
American Nat'l Red Cross- Mid South Chapter	Memphis	TN	Publicly Supported	Fire Safety House	10,000
American Nat'l Red Cross- Mile High Chptr	Denver	CO	Publicly Supported	Sponsor Breakfast-Firefighter Kits	25,000
American Nat'l Red Cross- Mile High Chptr	Denver	CO	Publicly Supported	Wildfire Disaster Relief	5,000
American Nat'l Red Cross- NE Arkansas	Jonesboro	AR	Publicly Supported	Emergency Relief Fund	10,000
American Nat'l Red Cross- Northern CO Chap	Fort Collins	CO	Publicly Supported	No Colorado Disaster Relief Fund	10,000
American Nat'l Red Cross- Northern NJ Chap	Fairfield	NJ	Publicly Supported	2012 Hurricane Fund	20,000
American Nat'l Red Cross- Northern NV Chpt	Reno	NV	Publicly Supported	Local Disaster Relief Fund	10,000
American Nat'l Red Cross- Pioneer Valley	Springfield	MA	Publicly Supported	2012 Hurricane Fund	55,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
American Nat'l Red Cross- SE Michigan Chapter	Detroit	MI	Publicly Supported	Disaster Relief & Emergency Preparedness Education	40,000
American Nat'l Red Cross- So. Central WI	Janesville	WI	Publicly Supported	Fund & Sponsor Real Heroes Event	5,000
American Nat'l Red Cross- Southern Tier	Endicott	NY	Publicly Supported	Disaster Relief Supplies	10,000
American Nat'l Red Cross- Southern Tier	Endicott	NY	Publicly Supported	2012 Hurricane Fund	10,000
American Nat'l Red Cross- St. Joseph County	South Bend	IN	Publicly Supported	Project SAFE-Smoke Alarms	10,000
American Nat'l Red Cross-Stanislaus County	Modesto	CA	Publicly Supported	Heroes of the ARC Program	5,000
American Nat'l Red Cross- Stockton Chapter	Stockton	CA	Publicly Supported	Disaster Relief Fund	5,000
American Nat'l Red Cross-Susquehanna Valley	Harrisburg	PA	Publicly Supported	Disaster Relief Fund- Fire Victims	25,000
American Nat'l Red Cross- Toledo Chapter	Toledo	OH	Publicly Supported	Disaster Relief	10,000
American Nat'l Red Cross- Triangle Area	Raleigh	NC	Publicly Supported	High School Heros Program/Scholarships	10,000
American Nat'l Red Cross- Western CO Chapter	Grand Junction	CO	Publicly Supported	Firefighter Kits	5,000
American Nat'l Red Cross Greensboro Chapter	Greensboro	NC	Publicly Supported	Disaster Relief	10,000
American Nat'l Red Cross Mid-Rio Grande	Albuquerque	NM	Publicly Supported	General Disaster Relief Fund	5,000
American Nat'l Red Cross Washtenaw County	Ann Arbor	MI	Publicly Supported	Disaster Relief	10,000
American National Red Cross- San Juan Chapter	Farmington	NM	Publicly Supported	Disaster Relief	5,000
American National Red Cross- Santa Monica	Santa Monica	CA	Publicly Supported	"Prepare LA" Campaign	10,000
American National Red Cross- SE Wisconsin	Milwaukee	WI	Publicly Supported	Disaster Relief	4,000
American National Red Cross- Snohomish Cty	Everett	WA	Publicly Supported	General Operating Funds	10,000
American Red Cross- Alabama Gulf Coast	Mobile	AL	Publicly Supported	Gumbo Cook-off Sponsor	3,000
American Red Cross Greater Houston Chapter	Houston	TX	Publicly Supported	Disaster Relief Fund	50,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
American Red Cross Hawaii Chapter	Honolulu	HI	Publicly Supported	Capital Funding, Headquarters Facility	10,000
American Red Cross Pikes Peak Chapter	Colorado Springs	CO	Publicly Supported	Wildfire Disaster Relief	12,500
Arden Shore Child and Family Services	Waukegan	IL	Publicly Supported	Capital Campaign / Elevator Project	50,000
ARH Fdn for Healthier Communities Inc.	Hazard	KY	Publicly Supported	ARH Employee Disaster Relief Fund	10,000
Arizona Agricultural Ed/FFA Foundation	Phoenix	AZ	Publicly Supported	Sponsor Agri Mechanics Career Dev Event	5,000
Arkansas Educ Telecomm Network Fdn	Conway	AR	Publicly Supported	Support Educational Programming	5,000
Arkansas Foodbank	Little Rock	AR	Publicly Supported	Purchase Food	10,000
Art Museum of Western Virginia	Roanoke	VA	Museum	Youth Education in the Arts	10,000
Arts & Humanities Council of Tulsa Inc	Tulsa	OK	Publicly Supported	Youth Arts After-school Program	5,000
Ashley Lauren Foundation	Colts Neck	NJ	Publicly Supported	Sponsor Annual Ride for Hope	2,000
Athens Tech Foundation Inc.	Athens	GA	School	Tools for the Welding Program	5,000
Atlanta Community Food Bank, Inc.	Atlanta	GA	Publicly Supported	Food purchase/distribution	40,000
Austin Community College Foundation	Austin	TX	School	Scholarships-Tech Ed	20,000
Autism Speaks Inc.	New York	NY	Publicly Supported	Program Support-Gr Pittsburgh Chapter	15,000
Baltimore County Public Schools Ed Fdn	Towson	MD	School	Stemmers Run Wrls, Rogers Tech Trek	9,000
Bartholomew County DARE Council	Columbus	IN	Publicly Supported	Program Funding	10,000
Beacon of Hope	Holland	MI	Publicly Supported	Food purchase/distribution	7,500
Big Brothers-Big Sisters- Lancaster Cty PA	Lititz	PA	Publicly Supported	Kids Sake, Men Cooking Fundraisers	10,000
Big Brothers-Big Sisters- Rock-Walw-Jeff	Beloit	WI	Publicly Supported	Lunch Buddy Mentoring Program	2,500

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Big Brothers-Big Sisters of South Texas	San Antonio	TX	Publicly Supported	Program Support	10,000
Big Brothers-Big Sisters of the Bluegrass	Lexington	KY	Publicly Supported	Bowl for Kids Sake Sponsor	5,000
Big Heart Brigade Inc	Palm Beach Gardens	FL	Publicly Supported	Thanksgiving Holiday Meals	10,000
Bill Wilson Center	Santa Clara	CA	Publicly Supported	Safe Place	10,000
Blackhawk Voc Tech Dist Educ Fdn	Janesville	WI	School	Advanced Manufacturing Training Center	5,000
Blinn College Foundation, Inc.	Brenham	TX	School	Scholarships-Tech, Ag Mechanical	15,000
Boone Center Inc.	St Peters	MO	Publicly Supported	Facility/Equipment Upgrades	10,000
Bowling Green State University Fdn. Inc.	Bowling Green	OH	School	Supplies for Boot Camp for Savvy Kids	10,000
Boy Scouts of America- 3 Fires Council	St Charles	IL	Publicly Supported	Disadvantaged Youth Assistance Program	7,500
Boy Scouts of America- W. Colorado Council	Grand Junction	CO	Publicly Supported	Underfunded Family Support Program	2,500
Boy Scouts of America So. Florida Chapter	Miami Lakes	FL	Publicly Supported	Youth Programs	10,000
Boys & Girls Club of Cedar Rapids	Cedar Rapids	IA	Publicly Supported	Gala Sponsorship	3,000
Boys & Girls Club of Dundee Township Inc	Carpentersville	IL	Publicly Supported	Summer Enrichment Programs	10,000
Boys & Girls Club of Janesville	Janesville	WI	Publicly Supported	After-school & Summer Programs	2,500
Boys & Girls Club of Long Beach	Long Beach	CA	Publicly Supported	BE GREAT Graduate Program	10,000
Boys & Girls Club of Syracuse	Syracuse	NY	Publicly Supported	Program Funding	10,000
Boys & Girls Club of the Columbia Area	Columbia	MO	Publicly Supported	Youth Development Center Construction	5,000
Boys & Girls Clubs of Fresno County	Fresno	CA	Publicly Supported	Playground Const /Teaching Supplies	10,000
Boys and Girls Club of Stockton, Inc.	Stockton	CA	Publicly Supported	Program Support	4,500

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Bradley Technology & Trade School Fdn Inc	Milwaukee	WI	School	Scholarships-Tech Ed	5,000
Bread of Life	Malden	MA	Publicly Supported	Food Pantry	10,000
Bremen Police Department	Bremen	IN	Publicly Supported	Support Fundraiser/Szpakowski Family	1,000
Brevard Community College	Cocoa	FL	School	Composite Oven for Lab-Tech Ed	20,000
Broome County Council of Churches Inc.	Binghamton	NY	Publicly Supported	CHOW Food Bank	10,000
Bucks County Community College Fdn	Newtown	PA	School	Scholarships - Tech Ed	10,000
Burton Memorial United Methodist Church	Tavenier	FL	Publicly Supported	Food Pantry	2,000
Business Education Coordinating Council	Saginaw	MI	Publicly Supported	Entrepreneur Training	8,000
By The Hand Club For Kids	Chicago	IL	Publicly Supported	Program Support-Cabrini-Green	10,000
Cabell County Career Technology Center	Huntington	WV	School	Supplies for Career Challenge Day	10,000
Caestecker Public Library Foundation Inc.	Green Lake	WI	Publicly Supported	General Operating Fund	2,500
Camden-Clark Foundation, Inc.	Parkersburg	WV	Publicly Supported	Annual Gala-Diabetes Wellness/ Education Fund	2,000
Camelot Therapeutic Horsemanship Inc.	Scottsdale	AZ	Publicly Supported	Purchase of Sure-Hands Lift	10,000
Camerata Singers of Long Beach Inc.	Long Beach	CA	Publicly Supported	2013 Long Beach Bach Festival	5,000
Camp Aldersgate, Inc.	Little Rock	AR	Publicly Supported	Summer Medical Camps Program	10,000
Campanile Foundation	San Diego	CA	Publicly Supported	Scholarships-Construction Eng & Management	3,000
Candlelighters of Brevard, Inc.	Indian Harbour Be	FL	Publicly Supported	Financial Aid	7,000
Candlelighters of the El Paso Area	El Paso	TX	Publicly Supported	Op Expenses/Tournament Sponsorship	5,000
Canine Assisted Therapy Inc.	Oakland Park	FL	Publicly Supported	General Operating Funds	5,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Canine Companions for Independence	Delaware	OH	Publicly Supported	Unrestricted/North Central Region	10,000
Canton City Schools	Canton	OH	School	Adult Career & Technical Education	10,000
Capital Area Community Food Bank, Inc.	Washington	DC	Publicly Supported	Purchase Food	5,000
Capital Area Down Syndrome Association	East Lansing	MI	Publicly Supported	Tiger Sponsorship Jungle Party	5,000
Capuchin Soup Kitchen	Detroit	MI	Publicly Supported	Food	10,000
Cara Program	Chicago	IL	Publicly Supported	Motivations Program	5,000
Carilion Medical Center	Roanoke	VA	Hospital	Purchase Incubator	10,000
Carrie Tingley Hospital Foundation, Inc.	Albuquerque	NM	Hospital	Site Sponsor-May 2012 Fundraiser	5,000
Carrollton-Farmers Branch Indep Schl Dist	Carrollton	TX	School	Teacher Grants	20,000
CCF Community Initiatives Fund	Los Angeles	CA	Publicly Supported	Spark of Love Toy Drive	20,000
Center for Human Resources	Modesto	CA	Publicly Supported	Funding-Food/After-school Programs	10,000
Center for Indep Through Conductive Ed	Countryside	IL	Publicly Supported	Program Support	10,000
Center for Speech and Language Disorders	Elmhurst	IL	Publicly Supported	Capital Campaign Funding	15,000
Center for Training & Careers Inc.	San Jose	CA	Publicly Supported	Day Worker Center	10,000
Central Montco Technical High School	Plymouth Meeting	PA	School	State & Nat'l Trade Competition Expenses	2,500
Central Pennsylvania Food Bank	Harrisburg	PA	Publicly Supported	Food	30,000
Central Texas Trauma Council	Belton	TX	Publicly Supported	Training Materials/Jan 2013 Symposium	4,000
Central Westchester Humane Society Inc.	Elmsford	NY	Publicly Supported	Animal rescue/care	5,000
Century Ctr for Economic Opportunity Inc	Lennox	CA	Publicly Supported	YouthBuild Program-Community Garden	5,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Champion Elementary School	Daytona Beach	FL	School	Community Fund for Needy Kids	5,000
Champlain Valley Office of Economic Opportunity	Burlington	VT	Publicly Supported	Community Kitchen Program	10,000
Chanooka Wish	Channahon	IL	Publicly Supported	Food	10,000
Chattanooga State Tech Community College Fdn	Chattanooga	TN	School	Skills USA	5,000
Chicago Botanic Garden	Glencoe	IL	Publicly Supported	Great Pollinator Garden/Butterfly Exhibition	1,000
Chicago Botanic Garden	Glencoe	IL	Publicly Supported	Green Youth Farm/North Chgo	20,000
Chicago Fund on Aging and Disability	Chicago	IL	Publicly Supported	Meals on Wheels-Chicago	5,000
Chicago Hope Academy	Chicago	IL	School	Academic Scholarships	5,000
Chicago Humanities Festival	Chicago	IL	Publicly Supported	General Operating Fund	2,500
Chicago Youth Boxing Club Inc.	Chicago	IL	Publicly Supported	Youth Work-Readiness Program	5,000
Children's Hospital & Health System Fdn	Wauwatosa	WI	Hospital	Critical Care Program	5,000
Children's Hospital Foundation	Washington	DC	Hospital	Child Life Program	37,500
Children's Hospital of King's Daughters	Norfolk	VA	Hospital	Unrestricted	10,000
Children's Hospital, Inc.	New Orleans	LA	Hospital	Presenting Sponsor Half Marathon Fundraiser	30,000
Children's Safety Center, Inc.	Springdale	AR	Publicly Supported	Program Support	5,000
Children Today	Long Beach	CA	Publicly Supported	Playhouse Program Support	7,500
Childrens Hospital of Philadelphia Fdn	Philadelphia	PA	Hospital	Winner's Circle Sponsor/CHOP Pkwy Run	50,000
Chippewa Valley Technical College Fdn Inc	Eau Claire	WI	School	Energy Education Center	10,000
Christ's Haven For Children	Keller	TX	Publicly Supported	New Cottage for Teen Mothers	10,000
Christian Community Storehouse of Keller	Keller	TX	Publicly Supported	Food Pantry & Run in the Dark 2012	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Christian Outreach of Lutherans	Waukegan	IL	Publicly Supported	Food Pantry Support	5,000
Cincinnati Area Senior Services Inc.	Cincinnati	OH	Publicly Supported	Meals on Wheels Program	10,000
Cincinnati State Tech & Comm. College Fdn	Cincinnati	OH	School	Tools/Equipment-Engineering Tech Program	10,000
Circle of Concern	Valley Park	MO	Publicly Supported	Purchase Food	5,000
Citizens Police Acad Alum Assn Schaumburg	Schaumburg	IL	Publicly Supported	Video Cameras	5,000
City Of Chicago	Chicago	IL	Publicly Supported	Animal Care & Control Improvements	10,000
City of Roseville	Roseville	CA	Publicly Supported	REACH Program	10,000
City of Tampa	Tampa	FL	Publicly Supported	Tampa Police Dept Explorer Program	2,500
City Year, Inc.	Boston	MA	Publicly Supported	Whole School/Whole Child Program-San Jose,CA	10,000
Clear Creek Education Foundation	League City	TX	Publicly Supported	Patio C C H S	5,000
Clearbrook	Arlington Heights	IL	Publicly Supported	Purchase iPads for the Residents	5,000
Cleveland Foodbank, Inc.	Cleveland	OH	Publicly Supported	Purchase Food	9,000
Cobblestone Project	Bentonville	AR	Publicly Supported	The Farm Initiative	3,000
College of Lake County Foundation	Grayslake	IL	School	Tools/Equipment-Mfg & Services Tech	10,000
Colorado Mounted Rangers	Monument	CO	Publicly Supported	Emergency Aid Training Classes	3,000
Colorado Youth for a Change	Denver	CO	Publicly Supported	Sponsor Back to School Night Fundraiser	10,000
Columbus Fireman's Cheer Fund Inc	Columbus	IN	Publicly Supported	Holiday Program Support	10,000
Columbus Technical Institute Fdn, Inc.	Columbus	GA	School	Scholarships-Technical Certification Programs	7,500
Community College of Baltimore County Fdn	Baltimore	MD	School	Center for Global Educ/Rehab Hilton Mansion	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Community Cooperative Ministries Inc.	Fort Myers	FL	Publicly Supported	School Backpack Program	5,000
Community Food Bank of New Jersey Inc	Hillside	NJ	Publicly Supported	Food	10,000
Community Food Bk of Eastern Oklahoma Inc	Tulsa	OK	Publicly Supported	Backpack Program	5,000
Community Harvest Food Bank-NE Indiana	Fort Wayne	IN	Publicly Supported	Food, Community Cupboard Construction	10,000
Community High School District 218 Ed Fdn	Oak Lawn	IL	School	CNC Universal Laser System	10,000
Community Medical Center Foundation	Missoula	MT	Hospital	CMC Women's & Newborn Center	3,000
Community Partnership for Homeless Inc.	Miami	FL	Publicly Supported	Operating Funds/Necessities	5,000
Community YMCA	Middletown	NJ	Publicly Supported	After-School Clubs	4,500
Companies to Classrooms Inc.	Bloomington	MN	Publicly Supported	Operating Expenses	5,000
Compassion Center Inc.	College Park	MD	Publicly Supported	Food Pantry	5,000
Cradles to Crayons	W Conshohocker	PA	Publicly Supported	Transportation Costs	3,500
Crawford Sebastian Community Dev Council	Fort Smith	AR	Publicly Supported	River Valley Regional Food Bank	2,000
Cultural Arts Foundation Fountain Inn	Fountain Inn	SC	Publicly Supported	Upfit Sponsor Room @ Fine Arts Center	10,000
Dallas County Community College Dist Fdn	Dallas	TX	School	Scholarships-Career Pathway Program	10,000
Dedham Food Pantry Charitable Trust	Dedham	MA	Publicly Supported	Purchase Food	10,000
DeKalb Park District	DeKalb	IL	Publicly Supported	Kishwaukee Special Recreation Assn	10,000
Delancy Street Foundation	San Francisco	CA	Publicly Supported	Brewster Bldg Supplies for Construction	5,000
Delaware County Intermediate Unit Ed Fdn.	Morton	PA	School	Career Exploration Camps	5,000
Delta College Foundation	University Center	MI	School	Tech Trades Scholarships	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
DeSoto County Fdn-Excellence in Education	Hernando	MS	School	Salute to Education Teacher Grants	10,000
Diablo Valley Veterans Foundation	Vacaville	CA	Publicly Supported	2012 Stand Down Program	22,000
Diman Reg'l Vocational Tech High School	Fall River	MA	School	Scholarships-Tech Ed	10,000
Disabled Patriot Fund Inc.	Orland Park	IL	Publicly Supported	Unrestricted Program Support	10,000
Discovery Center Museum of Rockford	Rockford	IL	Museum	STEM Exhibition	10,000
District 17 Community Colleges Foundation	Spokane	WA	School	Touch the Future House Project-Tech Ed	10,000
Domestic Violence Intervention Services	Tulsa	OK	Publicly Supported	General Operating Funds	10,000
Ducks Unlimited, Inc.	Memphis	TN	Publicly Supported	Sensiba Wildlife Area Project	5,000
Ducks Unlimited, Inc.	Memphis	TN	Publicly Supported	Mississippi Alluvial Valley, AR	10,000
EarthShare Gardens	Lafayette	LA	Publicly Supported	Replace Tiller/Purchase Supplies	3,000
East Carolina University Foundation, Inc.	Greenville	NC	School	Industrial Distribution Scholarships	10,000
Economic Council Helping Others Inc.	Farmington	NM	Publicly Supported	Food	10,000
Eden Autism Services Foundation Inc.	Princeton	NJ	Publicly Supported	Gold-level Sponsor- 2012 Eden Autism 5K Run	5,000
Education Foundation of Palm Beach County	W Palm Beach	FL	School	General / Capacity Building Gifts	10,000
Emergency Food Bank	Stockton	CA	Publicly Supported	Food purchase/distribution	5,000
Emergency Food Box Inc.	Marshalltown	IA	Publicly Supported	Food purchase/distribution	5,000
Erie Community College Foundation Inc.	Buffalo	NY	School	Supplies for Creative Indust Concept Club	5,000
Eugene Kiwanis Foundation	Eugene	OR	Publicly Supported	Key Club & Head Start Programs	5,000
Eva's Village Inc.	Paterson	NJ	Publicly Supported	"Fund-A-Meal" Sponsorship	5,000
Everyone Cooperating to Help Others, Inc.	Janesville	WI	Publicly Supported	Food & Clothing	5,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Faith Communities & Civic Agencies United	Belcamp	MD	Publicly Supported	Operating Funds - Welcome One Shelter	5,000
Family Crisis Intervention Ctr of Reg V	Parkersburg	WV	Publicly Supported	Sewer Repairs/Window & Door Upgrades	7,000
Family Focus, Inc.	Chicago	IL	Publicly Supported	Program/Operating - Family Network Center	5,000
Family Focus, Inc.	Chicago	IL	Publicly Supported	Program/Operating - Family Network Center	5,000
Family Museum of Arts and Science Fdn.	Bettendorf	IA	Museum	Renovation of Exhibit Hall.	10,000
Family Place, Inc.	Dallas	TX	Publicly Supported	Be Project Prevention Program/Schools	10,000
Family Promise of Coastal Alabama Inc	Mobile	AL	Publicly Supported	Transportation Services Program	4,000
Family Resources	Davenport	IA	Publicly Supported	Program Support	5,000
Family Scholar House, Inc.	Louisville	KY	Publicly Supported	Computer Equipment	10,000
Faxton-St. Luke's Healthcare Foundation	Utica	NY	Publicly Supported	Women's Imaging Ctr Relocation Project	10,000
Feeding America Southwest Virginia	Salem	VA	Publicly Supported	Food	2,000
Feeding America Tampa Bay Inc.	Tampa	FL	Publicly Supported	Assist with Transportation Costs	20,000
Feeding South Florida Inc.	Pembroke Park	FL	Publicly Supported	Mobile Food Pantry	31,000
Festival Foundation	Traverse City	MI	Publicly Supported	National Cherry Festival Support	1,000
First Family Adventures	Winston-Salem	NC	Publicly Supported	Winston Salem First - Food	10,000
Fish & Loaves	Taylor	MI	Publicly Supported	Holiday Food Distribution	10,000
Fletcher Tech Comm College Fdn Inc	Houma	LA	School	Tech Equipment/Program Funding	10,000
FLIPANY	Sunrise	FL	Publicly Supported	Adventure Camp for Kids	10,000
Florence-Darlington Technical College Fdn	Florence	SC	School	Scholarships-Technical	10,000
Florida State College Foundation Inc.	Jacksonville	FL	School	Logistics & Supply Chain Mgt Program	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Florida Trail Association Inc.	Gainesville	FL	Publicly Supported	Volunteer Activities / Trail Upkeep	1,000
Fluor Cares	Irving	TX	Publicly Supported	Pendleton Place Children's Shelter	6,000
Food Bank for Central & NE Missouri	Columbia	MO	Publicly Supported	Food	10,000
Food Bank For Larimer County	Fort Collins	CO	Publicly Supported	Purchase Food	5,000
Food Bank for NYC Food For Survival	New York	NY	Publicly Supported	Thanksgiving Turkey Drive	10,000
Food Bank for Westchester, Inc.	Elmsford	NY	Publicly Supported	Food	10,000
Food Bank of Alaska Inc.	Anchorage	AK	Publicly Supported	Food	10,000
Food Bank of Central & Eastern N Carolina	Raleigh	NC	Publicly Supported	Greenville, Wilmington, Raleigh Branches	30,000
Food Bank of East Alabama, Inc.	Auburn	AL	Publicly Supported	Food	10,000
Food Bank of Eastern Michigan Inc.	Flint	MI	Publicly Supported	Purchase Food	10,000
Food Bank of Lincoln, Inc.	Lincoln	NE	Publicly Supported	Purchase Food	5,000
Food Bank of Northeast Arkansas	Jonesboro	AR	Publicly Supported	Kids Back Pack Program	10,000
Food Bank of Western Massachusetts Inc	Hatfield	MA	Publicly Supported	Purchase/Distribute Food	10,000
Food Bank of Western New York	Buffalo	NY	Publicly Supported	Purchase Food	5,000
Food for Others, Inc.	Fairfax	VA	Publicly Supported	Holiday Food Distribution	5,000
Foodbank of Monmouth and Ocean Counties	Neptune	NJ	Publicly Supported	Hurricane Sandy Food Relief Fund	7,500
Foodbank of Southeastern Virginia	Norfolk	VA	Publicly Supported	Food purchase/distribution	10,000
Foodshare Inc.	Bloomfield	CT	Publicly Supported	Hartford/Tolland Cty Holiday Food Fund	10,000
Forever Home Rescue	Parker Ford	PA	Publicly Supported	Program Support	1,500

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Fort Bend ISD Education Foundation	Sugarland	TX	School	Grants for Teachers & Schools Program	10,000
Fort Myers Institute of Technology	Fort Myers	FL	School	Scholarships-Tech Ed	10,000
Foundation Academy Charter School	Trenton	NJ	School	Fund Scholarship Program	10,000
Foundation Center	New York	NY	Publicly Supported	2012 Support / Unrestricted	6,000
Foundation for Homan Square	Chicago	IL	School	Unrestricted Funding	100,000
Foundation for Homan Square	Chicago	IL	School	Unrestricted Funding	50,000
Foundation for Linn Technical College Inc	Linn	MO	Publicly Supported	Purchase Trunnion/ Tool Tech Program	5,000
Foundation in Support of Ingham Cnty Med	Okemos	MI	Hospital	Handicapped-Accessible Wellness Trail	10,000
Foundation of Montana State Univ-Billings	Billings	MT	School	Tech Ed Scholarships	10,000
Foundation of St. Joseph's Hospital	Marshfield	WI	Hospital	Festival of Lights- Tree Sponsor Level	2,500
Foundation of the Metropolitan Comm Coll	Kansas City	MO	School	(5) New Workstations/ Computer Lab / HVAC	10,000
Foundation of the WI Auto & Truck Dealers	Madison	WI	Publicly Supported	AYES-Team WI School Service Program	5,000
Franklin Institute Inc.	Boston	MA	Publicly Supported	WIT Seminar & Scholarships	10,000
Freedom Alliance	Dulles	VA	Publicly Supported	Healing Heros / Student Outreach	50,000
Friends of the Hialeah Public Libraries	Hialeah	FL	Publicly Supported	Funding for Book Purchases	5,000
Fullerton College Foundation Inc.	Fullerton	CA	School	Scholarships-STEM Programs	10,000
Future Farmers of America	Indianapolis	IN	Publicly Supported	Wyoming Chapter-Agricultural Ed	5,000
Garfield Park Conservatory Alliance	Chicago	IL	Publicly Supported	One Pane at a Time Campaign	25,000
Georgia Northwestern Tech College Fdn	Rome	GA	School	Scholarships-Industrial Systems/AC- Indus Sys Welding	10,000
Giant Steps Illinois Inc.	Lisle	IL	Publicly Supported	Adult Day Program	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Gigi's Playhouse Inc.	Hoffman Estates	IL	Publicly Supported	Math & Literature Teaching Programs	5,000
Girl Scouts of Colorado	Denver	CO	Publicly Supported	Grand Junction Girls Are Great Program	2,500
Girl Scouts of Northeast Texas	Dallas	TX	Publicly Supported	Gold Award Scholarship Fund	15,000
Giving DuPage	Wheaton	IL	Publicly Supported	9/11 Day of Volunteerism	5,000
Gleaners Community Food Bank Inc.	Detroit	MI	Publicly Supported	Hunger-free Summer Program	10,000
Gleaners Community Food Bank Inc.	Detroit	MI	Publicly Supported	Pontiac Mission-Food	10,000
God's Pantry Food Bank, Inc.	Lexington	KY	Publicly Supported	Purchase Food	5,000
Good Shepherd Food-Bank	Auburn	ME	Publicly Supported	Food Distribution	5,000
Goodwill Industries Greater Grand Rapids	Grandville	MI	Publicly Supported	Scholarships-Certified Nurse Aid Training	10,000
Grand Traverse Conservation District	Traverse City	MI	Publicly Supported	Hickory Meadows Univ Access Nat Trail	5,000
Great Kids Explorer Club Inc	Ormond Beach	FL	Publicly Supported	Program Support	10,000
Great Oaks Education Foundation	Cincinnati	OH	School	Tech Ed Scholarships & Competitions	20,000
Greater Lawrence Technical School	Andover	MA	School	Materials for Phase II Green Energy Training Facility	12,500
Greater Pittsburgh Community Food Bank	Duquesne	PA	Publicly Supported	Sponsor Annual Blues Festival	15,000
Green Lake Festival of Music	Green Lake	WI	Publicly Supported	General Operating Fund	10,000
Greensboro Urban Ministry	Greensboro	NC	Publicly Supported	Food purchase/distribution	10,000
Greenville Hospital System	Greenville	SC	Hospital	Sponsor Dragon Boat Upstate Festival	10,000
Greenville Tech Foundation Inc.	Greenville	SC	School	EE Tech & Mechtronics Lab Equipt	10,000
Guide Dogs for the Blind, Inc.	San Rafael	CA	Publicly Supported	Supplies & Materials	10,000
GuideStar	Williamsburg	VA	Publicly Supported	Unrestricted Support	1,250

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Guns N Hoses Foundation	Garland	TX	Publicly Supported	At-Risk Youth Program	10,000
Hands on Nashville Inc.	Nashville	TN	Publicly Supported	Presenting Sponsor "Hands on Nashville Day" 2012	20,000
Hanover Park Community Resource Coalition	Hanover Park	IL	Publicly Supported	Programs for At-Risk Children	5,000
Harford Technical High School	Bel Air	MD	School	Tech Ed Training - Tools/Equipment	10,000
Harry Chapin Food Bank of SW Florida Inc	Fort Myers	FL	Publicly Supported	Food	10,000
Harvest Hope Food Bank	Columbia	SC	Publicly Supported	Food purchase/distribution	10,000
Harvesters-The Community Food Network	Kansas City	MO	Publicly Supported	Backsnack Program Support	10,000
Hawaii Foodbank	Honolulu	HI	Publicly Supported	Sponsor Fundraising Programs	9,500
Hawkeye Area Community Action Program Inc	Hiawatha	IA	Publicly Supported	Operation Backpack	10,000
Health Alliance for Austin's Musicians	Austin	TX	Publicly Supported	HAAM Program Funding	7,500
HealthNet of Rock County, Inc.	Janesville	WI	Publicly Supported	Health Services/Prescriptions for Uninsured	5,000
Helping Restore Ability	Arlington	TX	Publicly Supported	Sponsorship/Hand-In-Hand Luncheon	2,500
Hidden Harvest	Saginaw	MI	Publicly Supported	Safe Food HndI Equip & Supplies	10,000
Hillcroft Services Inc.	Muncie	IN	Publicly Supported	Sponsor Fundraising Breakfast	5,000
Home Front Cares	Colorado Springs	CO	Publicly Supported	Sponsor Annual Appreciation Dinner	7,500
HomewardBound of the Grand Valley	Grand Junction	CO	Publicly Supported	Playground Equipment	5,000
Hope House Inc.	Lee's Summit	MO	Publicly Supported	Residential & Outreach Services	10,000
Hospice by the Sea Foundation Inc.	Boca Raton	FL	Publicly Supported	Camp Good Grief	5,000
Hospice Care of Southwest Michigan	Kalamazoo	MI	Publicly Supported	Journeys Program-Support Services	5,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Hospice of the Red River Valley	Fargo	ND	Publicly Supported	Transportation Expenses for Volunteers	3,000
House of Heroes Inc.	Columbus	CA	Publicly Supported	Home Repairs for Military & Public Safety Vets	10,000
Houston Food Bank	Houston	TX	Publicly Supported	Backpack Buddy Club/Kids Cafe programs	17,500
Houston Livestock Show & Rodeo Inc.	Houston	TX	Publicly Supported	Scholarship Program	30,000
Humane Society of Harford County Inc	Fallston	MD	Publicly Supported	Facility Upgrades	10,000
Humane Society of Manatee County	Bradenton	FL	Publicly Supported	Dog Kennel Replacement Project	10,000
Idaho Foodbank Warehouse	Boise	ID	Publicly Supported	Backpack Program	7,000
IEEE Foundation	Piscataway	NJ	Publicly Supported	Grainger-IEEE PES Student Program	75,000
	Piscataway	NJ	Publicly Supported	Grainger-IEEE PES Scholarship Plus Initiative	100,000
Imperial Valley College Foundation	Imperial	CA	Publicly Supported	Scholarship Funding-A/C & Refrigeration Program	4,000
IMSA Fund for Advancement of Education	Aurora	IL	School	Stephanie Pace Marshall Endowment to Ignite Innovation	50,000
IN Easter Seal Society- Crippled Children/Adults	Evansville	IN	Publicly Supported	Unrestricted Support	10,000
Independent Electrical Contractors Training Fund	Denver	CO	Publicly Supported	Classroom Renovation	10,000
Independent School District #52	Billings	MT	School	Library Dept -MAP System	10,000
Indiana University Foundation	Bloomington	IN	School	Scholarships/IUPUI/Indpls	10,200
Infant Crisis Services, Inc.	Oklahoma City	OK	Publicly Supported	Program Funding	10,000
Inland Valley Council of Churches	Pomona	CA	Publicly Supported	Purchase Food	10,000
Interfaith Assistance Ministry, Inc.	Hendersonville	NC	Publicly Supported	Crisis Assistance Program	10,000
Interfaith Hospitality Network Gr Ft Wayne	Fort Wayne	IN	Publicly Supported	Repairs/Maintenance/ Flooring/Carpeting	10,000
International 22q11.2 Deletion Syndrome Fdn	Matawan	NJ	Publicly Supported	Fund Resouce Manual Development	5,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Irving Healthcare Foundation	Irving	TX	Publicly Supported	Program Support	10,000
Ivy Tech Foundation Inc.	Indianapolis	IN	Publicly Supported	South Bend Campus/ Power Grid Training System	10,000
Ivy Tech Foundation Inc.	Indianapolis	IN	Publicly Supported	N Meridan Campus- Furnace/AC/Welding Lab	10,000
JA Worldwide	Colorado Springs	CO	Publicly Supported	Wisconsin Rock Cty- Student Bus Challenge	2,000
JA Worldwide	Colorado Springs	CO	Publicly Supported	Pittsburgh-Titan/Careers in Energy Programs	20,000
JA Worldwide	Colorado Springs	CO	Publicly Supported	MI Great Lakes Chapter- 2 Schools W MI	10,000
JA Worldwide	Colorado Springs	CO	Publicly Supported	East Central IL-Elementary School Program	5,000
JA Worldwide	Colorado Springs	CO	Publicly Supported	JA of Arizona/Adopt-A-School Program	10,000
JA Worldwide	Colorado Springs	CO	Publicly Supported	JA Southwest/Titan Challenge	5,000
JA Worldwide	Colorado Springs	CO	Publicly Supported	Greater St Louis-Grade Sponsorship	5,000
Jacobs & Cushman San Diego Food Bank	San Diego	CA	Publicly Supported	Fund Food Bank	35,000
Janesville Firefighters Charities, Inc.	Janesville	WI	Publicly Supported	New Thermal Imaging Camera	7,500
Janus Developmental Services Inc.	Noblesville	IN	Publicly Supported	Sponsor Create, Connect, Commit Event	10,000
Jefferson Center Foundation Ltd.	Roanoke	VA	Publicly Supported	Sisters of the Circle Program Support	8,000
JEVS Human Services	Philadelphia		Publicly Supported	Scholarships/Construction/ Orleans Tech	10,000
Jewish United Fund- Metropolitan Chicago	Chicago	IL	Publicly Supported	General Operating Funds	5,000
Job Point	Colombia	MO	Publicly Supported	Carpentry Fundamentals	10,000
Joe Dimaggio Children's Hospital Fdn	Hollywood	FL	School	Conine Clubhouse	10,000
John C Calhoun State Commnty College Fdn	Decatur	AL	School	Scholarships-Tech Ed	10,000
John Kanzius Cancer Research Foundation	Erie	PA	Publicly Supported	Research Funding	5,000
Judi's House	Denver	CO	Publicly Supported	Grief Counseling/Food Service	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Juvenile Diabetes Research Fdn Int'l	New York	NY	Publicly Supported	JDRF Walk-Spokane, WA Chapter	5,000
Juvenile Diabetes Research Fdn Int'l	New York	NY	Publicly Supported	Florida Suncoast Chptr Program Funding	5,000
Juvenile Diabetes Research Fdn Int'l	New York	NY	Publicly Supported	Desert SW Chapter-Walk to Cure	17,500
Kalamazoo Loaves & Fishes Inc.	Kalamazoo	MI	Publicly Supported	Mobile Food Initiative	10,000
Kalamazoo Valley Community College Fdn	Kalamazoo	MI	School	Scholarships M-Tech Wind Energy	5,000
Kent Food Bank & Emergency Services	Kent	WA	Publicly Supported	Food	8,000
Kentucky Harvest Inc.	Louisville	KY	Publicly Supported	Blessings in a Backpack Program	12,000
Kettering University	Flint	MI	School	Equipment for Industrial & Mfg Projects	10,000
Kids R First	Reston	VA	Publicly Supported	College and Career Scholarships	5,000
KidsFirst	Roseville	CA	Publicly Supported	Parent and Baby Wellness Program	10,000
KidsFirst Foundation, Inc.	Indianapolis	IN	Publicly Supported	Adoptive Parents Program	10,000
Kingsport Chamber Foundation	Kingsport	TN	Publicly Supported	"SHOUT" High School Leadership Program	10,000
Kirkwood Community College Foundation	Cedar Rapids	IA	School	Solar Dual-Axis Tracker-Jones Hall	10,000
Lake County Community Foundation	Waukegan	IL	Publicly Supported	Robert F. Reusche Operating Endowment Fund	10,000
Lake County Council on Aging	Mentor	OH	Publicly Supported	Special Program Support	10,000
Lake County Family YMCA	Waukegan	IL	Publicly Supported	Program Support	5,000
Lake Forest High School Foundation	Lake Forest	IL	School	Annual Fund General Campaign	10,000
Lakeland Regional Medical Center Fdn Inc	Lakeland	FL	Hospital	Neonatal Intensive Care Unit	10,000
Lancaster County Career & Tech Fdn	Willow Street	PA	School	New Choices Program for Women	10,000
Laurens County Food Ministry, Inc.	Gray Court	SC	Publicly Supported	Food	5,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Leukemia & Lymphoma Society, Inc.	White Plains	NY	Publicly Supported	Austin, TX Chapter-Light the Night Walk	10,000
Lexington-Fayette Urban County Govt.	Lexington	KY	Publicly Supported	CERT Training Program	3,000
Library Literacy Fdn San Joaquin County	Stockton	CA	Publicly Supported	Books for Distribution at Pediatric Visits	5,000
Life Beyond Cancer Foundation	The Woodlands	TX	Publicly Supported	Family Financial Assistance Program	5,000
Lighthouse of Oakland County Inc	Pontiac	MI	Publicly Supported	PATH Program	10,000
Lighthouse of Oakland County Inc	Pontiac	MI	Publicly Supported	Adopt A Family Food Program	10,000
Lincoln Park Community Center Inc.	Milwaukee	WI	Publicly Supported	Upgrade/renovation of training area	5,000
Lindsey Hopkins Technical Education Ctr	Miami	FL	Publicly Supported	Tuition Supplements for Low- income Students	8,000
Little Sisters of the Poor- St. Martin's	Baltimore	MD	Publicly Supported	Capital Campaign	10,000
Living Lands & Waters	East Moline	IL	Publicly Supported	Alternative Spring Break 2012	10,000
Living Lands & Waters	East Moline	IL	Publicly Supported	Paducah, KY Area Clean-up June 2012	10,000
Living Lands & Waters	East Moline	IL	Publicly Supported	Program Support	10,000
Loaves & Fishes Community Pantry	Naperville	IL	Publicly Supported	Summer Lunch Program	10,000
Loaves & Fishes Community Pantry	Naperville	IL	Publicly Supported	General Operating Fund	2,500
Los Angeles Trade Technical College Fdn	Los Angeles	CA	School	Purchase of Trade-related Books	5,000
Los Rios Foundation	Sacramento	CA	Publicly Supported	Fund Student Participation in State Fair	10,000
Louisiana Delta Community College Fdn	Monroe	LA	School	Sponsor Shoot for Scholarships	5,000
Louisiana Green Corps Inc	New Orleans	LA	Publicly Supported	Technical Certification Programs	10,000
Louisiana Technical College Dist IV Fdn	Lafayette	LA	School	New Training Equipment-HVAC/R Dept	5,000
Louisiana Technical College Dist IV Fdn	Lafayette	LA	School	Sponsor Tech Competition	9,000
Love Doctors Charities Inc.	Port Saint Lucie	FL	Publicly Supported	Toy Drive	5,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Love Inc of Southeastern Ottawa County	Hudsonville	MI	Publicly Supported	Food Pantry	10,000
Lutheran Social Services- NE Florida Inc.	Jacksonville	FL	Publicly Supported	Backpack Program	10,000
Lyric Opera of Chicago	Chicago	IL	Publicly Supported	Education and Community Engagement Programs	15,000
Make-A-Wish Foundation Gr PA & So WV	Pittsburgh	PA	Publicly Supported	Program Support-Erie Reg'l Office	5,000
Make-A-Wish Foundation of Central NY Inc	East Syracuse	NY	Publicly Supported	Hope Level Sponsorship	10,000
Make A Wish Foundation of Orange County	Tustin	CA	Publicly Supported	Sponsor Orange County Walk for Wishes	10,000
Make A Wish Foundation of Oregon Inc.	Portland	OR	Publicly Supported	Adopt A Wish Program	10,000
Make A Wish Foundation of Wyoming	Casper	WY	Publicly Supported	Grant 2 Wyoming Children's Wishes	14,000
March of Dimes Foundation	White Plains	NY	Publicly Supported	Chicago Chpt-2013 Comcast Sportsnet Awards	15,000
Marian House	Baltimore	MD	Publicly Supported	Transitional Housing Program Services	10,000
Marine Corps Scholarship Foundation Inc.	Alexandria	VA	Publicly Supported	Unrestricted - Scholarship Program	25,000
Marine Toys for Tots Fdn.	Triangle	VA	Publicly Supported	Program Support- Maricopa County Chapter	18,000
Maryland Food Bank Inc.	Baltimore	MD	Publicly Supported	Food	5,000
Maryland Food Bank Inc.	Baltimore	MD	Publicly Supported	Purchase Food	16,000
Mayo Clinic	Rochester	MN	Hospital	First Smart Deep Brain Stimulation System Research	1,000,000
McLennan County Pack of Hope	Waco	TX	Publicly Supported	Backpack program	10,000
Meals on Wheels-Tarrant County	Fort Worth	TX	Publicly Supported	Food for Home Delivery to Shut-ins	10,000
Meals on Wheels of Polk County Inc.	Winter Haven	FL	Publicly Supported	Food	10,000
Meals on Wheels Plus of Manatee, Inc.	Bradenton	FL	Publicly Supported	Food	5,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Memorial Health System Foundation	Colorado Springs	CO	Hospital	Bronze Sponsor-Gala	5,000
Memphis Inner-City Initiatives	Memphis	TN	Publicly Supported	Project Jumpstart Afterschool Program	5,000
Mercer County Park Commission	Pennington	NJ	Publicly Supported	Hollystone Preserve Reforestation Project	7,500
Mercer Street Friends Center	Ewing	NJ	Publicly Supported	Food	5,000
Mercy Hospital of Janesville WI Development Fdn	Janesville	WI	Hospital	House of Mercy Education Program	2,500
Merrimack Valley Food Bank Inc.	Lowell	MA	Publicly Supported	Purchase Food	10,000
Mesa Youth Service Inc.	Grand Junction	CO	Publicly Supported	Program support	10,000
Metro South-West Reg'l Employment Board	Marlborough	MA	Publicly Supported	Computer Upgrade/Future Skills Institute	10,000
Metro Technology Centers Foundation Inc.	Oklahoma City	OK	School	Tech Ed Scholarships	5,000
Metrocrest Social Services, Inc.	Farmers Branch	TX	Publicly Supported	Social Services	20,000
Metropolitan Lutheran Ministry	Kansas City	MO	Publicly Supported	Homeless Services Program	10,000
Metropolitan Planning Council	Chicago	IL	Publicly Supported	Unrestricted/program support	10,000
Miami Dade County Public Schools	Miami Lakes	FL	School	Scholarships-Tech Ed	10,000
Mid-South Food Bank	Memphis	TN	Publicly Supported	Hunger's Hope Program	10,000
Mid-South Food Bank	Memphis	TN	Publicly Supported	Food	10,000
Middle Bucks Institute of Technology	Jamison	PA	School	Scholarships-Tech Ed	5,000
Midlands Technical College Foundation Inc	Columbia	SC	School	Equipment for use in HVAC Classes	10,000
Midwest Food Bank NFP	Bloomington	IL	Publicly Supported	Food/Peoria Location	5,000
Milford Public Schools	Milford	CT	School	Equipment for Arts & Physics Program-HS AP	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Military Childrens Charity	Santa Ana	CA	Publicly Supported	Platinum Star General Sponsorship	5,000
Milwaukee Curling Association	Mequon	WI	Publicly Supported	Capital Funding/ New Community Center Facility	2,500
Minis and Friends of South Plains	Lubbock	TX	Publicly Supported	Operating Funds	5,000
Miracle Hill Ministries, Inc.	Greenville	SC	Publicly Supported	Outdoor Security Cameras	3,000
Missouri University of Science & Technology	Rolla	MO	School	Grainger Pwr Eng Faculty Fund	35,000
Monroe Community College Foundation, Inc.	Rochester	NY	School	HVAC Scholarships	10,000
Montgomery County Fair Association Inc.	Conroe	TX	Publicly Supported	Scholarships	10,000
Montgomery Area Food Bank Inc.	Montgomery	AL	Publicly Supported	Mobile Food Pantry Program	10,000
More Than Words, Inc.	Waltham	MA	Publicly Supported	Purchase Passenger Van	20,000
Mothers Trust Foundation	Lake Forest	IL	Publicly Supported	School Uniform Fund	15,000
Mountain Mission, Inc.	Charleston	WV	Publicly Supported	Program Funding	10,000
Mountain States Foundation	Johnson City	TN	Hospital	Golf Tourn/Niswonger Children's Hospital	10,000
Mt. Sherman Historical Community Center	Jasper	AR	Publicly Supported	Restoration project	2,500
Munson Healthcare Regional Foundation	Traverse City	MI	Hospital	New Equipment/Neonatal Intensive Care Unit	5,000
Museum of Science and Industry	Chicago	IL	Museum	School Bus Scholarship Program	50,000
Mystic Seaport Museum Inc.	Mystic	CT	Museum	Charles W Morgan Restoration/38th Voyage	2,500
Nat'l Multiple Sclerosis Society-NM	Albuquerque	NM	Publicly Supported	Program support	5,000
National Childrens Advocacy Center Inc	Huntsville	AL	Publicly Supported	Biathlon & Sept Celebration	12,500
National Disaster Search Dog Foundation	Ojai	CA	Publicly Supported	Team Recruitment/Training	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
National Federation of the Blind of Utah	Bountiful	UT	Publicly Supported	Scholarships	10,000
National Multiple Sclerosis Society	New York	NY	Publicly Supported	General Fund / Lone Star Chapter	10,000
Nationwide Children's Hospital Inc.	Colombus	OH	Hospital	Scholarships/Recovery Camp	25,000
Navy League of the US/Lake County Council	Lake Bluff	IL	Publicly Supported	Sailor of the Qtr / Yr Awards Program	10,000
New Community Shelter Inc.	Green Bay	WI	Publicly Supported	Facility Repairs/Flood Damage	5,000
New England Institute of Technology	Warwick	RI	Publicly Supported	Tech Ed Scholarships	10,000
New Hampshire Food Bank	Manchester	NJ	Publicly Supported	Food /Operating Fund	10,000
New Horizons Educational Foundation	Hampton	VA	Publicly Supported	Honorariums-Career/Tech Ed	5,000
New Horizons for New Hampshire, Inc.	Manchester	NH	Publicly Supported	Support for Van Purchase	10,000
New Life Center	Goodyear	AZ	Publicly Supported	Program Support	15,000
New Mexico BioPark Society Inc.	Albuquerque	NM	Publicly Supported	2012 Run for the Zoo	5,000
New Town Macon, Inc.	Macon	GA	Publicly Supported	Ocmulgee Heritage Trail	5,000
Next Door Foundation, Inc.	Milwaukee	WI	Publicly Supported	Adult Education Program	5,000
North Broward Hosp Dist Charitable Fdn	Fort Lauderdale	FL	Hospital	Hospice Renovation	5,000
North Chicago Community Partners NFP	Lake Bluff	IL	Publicly Supported	Unrestricted -Community School Program	75,000
North Chicago Community Partners NFP	Lake Bluff	IL	Publicly Supported	After School Program/North Chicago	25,000
North Harris Montgomery Comm. College District Fdn	The Woodlands	TX	School	Scholarships-Lone Star HVAC/Mach	25,000
North Montco Technical Career Ctr	Lansdale	PA	School	Scholarships for Tech Ed	2,500
North Technical High School	Florissant	MO	School	Tools & Equipment for Tech Classrooms	5,000
North Texas Food Bank	Dallas	TX	Publicly Supported	Primary Food Program	20,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Northeast Iowa Food Bank Inc.	Waterloo	IA	Publicly Supported	Kids Cafe Program	7,000
Northeast Wisconsin Tech College Ed Fdn	Green Bay	WI	School	Scholarships, Lab Upgrades	10,000
Northern Illinois Food Bank	Geneva	IL	Publicly Supported	Bulk Re-Pack Room -Food Acquisition and Distribution	100,000
Northern Illinois Food Bank	Geneva	IL	Publicly Supported	Elmhurst Yorkfield Food Pantry	6,000
Northern Illinois University Foundation	DeKalb	IL	School	NIU STEM Outreach Program	10,000
Northland Community College Foundation	Thief River Falls	MN	School	IGNITE Scholarship Program	5,000
Northmont Friends in Service for Humanity	Englewood	OH	Publicly Supported	Purchase Food	5,000
NorthShore University HealthSystem Fdn	Evanston	IL	Hospital	Research Institute/Unrestricted	20,000
Northside High School	Fort Smith	AR	School	Education Technology Upgrades	5,000
Northwest Arkansas Food Bank	Bethel Heights	AR	Publicly Supported	Food Purchases	10,000
Northwest Harvest E M M	Seattle	WA	Publicly Supported	Food	5,000
Northwest Louisiana Food Bank	Shreveport	LA	Publicly Supported	Purchase Food	5,000
NOVA Workforce Instit. of NE Louisiana	Monroe	LA	Publicly Supported	General Operating Expenses	10,000
NW Tribal Emergency Management Council	Snohomish	WA	Publicly Supported	CERT Program Training	20,000
NYS Troopers PBA Signal 30 Fund Inc	Albany	NY	Publicly Supported	Program Funding	5,000
Oak Grove School Education Fdn.	Libertyville	IL	School	STEM Program Funding	1,000
Oak Park River Forest Food Pantry	Oak Park	IL	Publicly Supported	Food	5,000
Oakland Community College Foundation	Bloomfield Hills	MI	School	Equipment/Software-Mechatronics Dept	10,000
Oakton Community College Educational Fdn.	Des Plaines	IL	School	Infusion System for Nursing Lab	10,000
Old Bridge Soccer League Inc.	Old Bridge	NJ	Publicly Supported	Just4Kix Program Sponsorship	2,500

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
100 Black Men of Madison, Inc.	Madison	WI	Publicly Supported	Backpack Program	5,000
Open Pantry Community Services, Inc.	Springfield	MA	Publicly Supported	Loaves & Fishes Program	10,000
Openlands	Chicago	IL	Publicly Supported	Openlands Lakeshore Preserve	25,000
Openlands	Chicago	IL	Publicly Supported	Unrestricted / 50th Anniversary	25,000
Operation Blessings of Fayetteville Inc.	Fayetteville	NC	Publicly Supported	Food Supplies	10,000
Operation Brightside, Inc.	Louisville	KY	Publicly Supported	Community Fall Clean-up Project	10,000
Operation Homefront - Missouri & SW IL	Fenton	MO	Publicly Supported	Program Support	5,000
Operation Homefront Inc.	San Antonio	TX	Publicly Supported	San Diego County-Xmas Food Baskets	10,000
Orchard Village	Skokie	IL	Publicly Supported	Renovation of Residences	10,000
Orchestral Society of Illinois/ Chicago Philharmonic Society	Evanston	IL	Publicly Supported	Unrestricted	25,000
Oscar Cross Boys & Girls Club of Paducah	Paducah	KY	Publicly Supported	After-school Program	10,000
Our Kids of Miami Dade and Monroe Inc.	Miami	FL	Publicly Supported	Support 3 Foster Programs	10,000
Over The Rainbow Association	Evanston	IL	Publicly Supported	Lincoln Park Expansion initiative	100,000
Ozarks Technical Community College Fdn.	Springfield	MO	School	Computer Lab for OTC Middle College	27,500
P4L - Prepared for Life	Houston	TX	Publicly Supported	Sponsor Lemonade Day Activities	5,000
Pads to Hope, Inc.	Palatine	IL	Publicly Supported	Food Pantry	5,000
Pagnozzi Charities Inc.	Fayetteville	AR	Publicly Supported	Youth Sports Scholarships Program	2,000
Panhandle Reg Advis Counc Trauma Svc Ar A	Amarillo	TX	Publicly Supported	Support for Workshop/Training Program	2,500
PARC Community Partnership Foundation	Clearfield	UT	Publicly Supported	Scholarships & Computer Refurbishment	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Pasadena Youth Center	Pasadena	CA	Publicly Supported	Adelante Mujer Latina Conf Scholar	2,500
Path of Life Ministries	Riverside	CA	Publicly Supported	Operating Support	10,000
Pathfinders Milwaukee Inc	Milwaukee	WI	Publicly Supported	Art Program/Equipment & Supplies	5,000
Patterson Joint Unified School District	Patterson	CA	School	Scholarships-Vocational Training	10,000
Peace Neighborhood Center	Ann Arbor	MI	Publicly Supported	College/Career Prep Club	10,000
Pediatric Cancer Fdn of Lehigh Valley Inc	Whitehall	PA	Hospital	Sponsor The Chemo Circus	5,000
Peninsula Humane Society & SPCA	San Mateo	CA	Publicly Supported	Hope Program	2,500
Peoria Friendship Hs of Christian Service	Peoria	IL	Publicly Supported	Dress for Success Program	5,000
Peoria Promise Foundation	Peoria	IL	Publicly Supported	Scholarships for Tech Education	5,000
Performance Initiatives, Inc.	Savannah	GA	Publicly Supported	Scholarships for Children	10,000
Pitt County Educational Foundation, Inc.	Greenville	NC	School	Project Equal, Twilight Academy	10,000
Plumsted Township School District	New Egypt	NJ	School	Blue Skies - Art Ed Service Project	5,000
Plymouth Public Schools Foundation	Plymouth	WI	School	Tools for Service Learning Class- PHS	4,000
Polk Ed Fdn and Business Partnership Inc	Bartow	FL	Publicly Supported	Scholarships-Travis & Ridge Career Centers	10,000
Portland Arts and Technology High School	Portland	ME	School	Technical program support	10,000
Portland Youthbuilders	Portland	OR	Publicly Supported	ACT Academy	10,000
Poverty and Social Reform Institute	Warren	MI	Publicly Supported	Leaps & Bounds Adult Learning Program	10,000
Presbyterian Night Shelter of Tarrant Cty	Fort Worth	TX	Publicly Supported	Maintenance & Operations of Shelter	3,500
Prince Georges Community College Fdn Inc.	Largo	MD	School	Scholarships-Tech Ed	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Project Camp Inc.	Scottsville	KY	Publicly Supported	Program Support	20,000
Project Kidz Kove	Brittany	LA	Publicly Supported	Playground Equipment/KK Discovery Park	10,000
Purdue University	West Lafayette	IN	School	Grainger Outstanding Energy Sources & Systems Student Awards Program	100,000
Quinn Community Services Alliance of Chgo	Chicago	IL	Publicly Supported	Restoration of Quinn Chapel AME Church	25,000
Quinsigamond Community College Fdn Inc	Worcester	MA	School	Purchase Equipment for HVAC Program	10,000
R. J. Longstreet Elementary	Daytona Beach	FL	School	Community Fund for Needy Kids	5,000
Ranken-Jordan Home Convalescent Crippled Children	Maryland Heights	MO	Publicly Supported	Program Support	5,000
Ranken Technical College	St Louis	MO	School	Annual Adventure Academy Program	20,000
Rape and Abuse Crisis Ctr Fargo- Moorhead	Fargo	ND	Publicly Supported	Hot Line Phone Expenses	2,000
Reach Out Lakota Inc.	West Chester	OH	Publicly Supported	Food, Clothing, Supplies	15,000
Reading Power Inc.	Lake Forest	IL	Publicly Supported	Literacy Program - Forrestal Elementary School	30,000
Rebuilding Macon Inc.	Macon	GA	Publicly Supported	House Repair Program	10,000
Rebuilding Together Acadiana, Inc.	Lafayette	LA	Publicly Supported	Rebuild Homes/Construct Wheelchair Ramps	5,000
Rebuilding Together Aurora Inc.	Aurora	IL	Publicly Supported	Unrestricted - Program Support	25,000
Rebuilding Together N. Suburban Chicago	Glenview	IL	Publicly Supported	Home Renovation Funding	10,000
RECing Crew	North Augusta	SC	Publicly Supported	Program Support	5,000
Red River Childrens Advocacy Center	Fargo	ND	Publicly Supported	Abuse Awareness Training Program	3,000
Red Rocks Community College Foundation	Lakewood	CO	School	Bunker Gear/Fire & Tech & Fundoscope	20,000
Redwood Empire Food Bank	Santa Rosa	CA	Publicly Supported	Capital Campaign/New Facility	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Regional East Texas Food Bank	Tyler	TX	Publicly Supported	Food purchase/distribution	10,000
Regional Food Bank of Oklahoma Inc.	Oklahoma City	OK	Publicly Supported	Food Drive	10,000
Resource Area for Teaching	San Jose	CA	Publicly Supported	Purchase School Supplies	5,000
Rhode Island Community Food Bank Assoc	Providence	RI	Publicly Supported	Purchase Food	10,000
Ridgewood Foundation	Norridge	IL	Publicly Supported	Fdn Achievement Scholarship Fund	4,000
Rising Sun Energy Center	Berkeley	CA	Publicly Supported	Fund BPI Certification Program	10,000
River Bend Food Reservoir	Moline	IL	Publicly Supported	Backpack Program	5,000
Robert Morgan Educational Center	Miami	FL	School	Vocational Skills Competitions- Tech Ed	10,000
Robert Morris University	Moon Township	PA	School	College of Sciences Scholarships	10,000
Rochester Museum and Science Center	Rochester	NY	Museum	Career Ladder Program	10,000
Rocking the Road for a Cure	Little Neck	NY	Publicly Supported	Program Funding	5,000
Ronald McDonald House at Stanford	Palo Alto	CA	Publicly Supported	Program Support	10,000
Ronald McDonald House Charities-Oak Brk	Oak Brook	IL	Publicly Supported	Program Support Oak Brook House	2,500
Ronald McDonald House Charities-So CO Inc	Colorado Springs	CO	Publicly Supported	Program Support	5,000
Ronald McDonald House Charities Kansas Cy	Kansas City	MO	Publicly Supported	Refurbishing Bathrooms	10,000
Ronald McDonald House Mid-Michigan	Lansing	MI	Publicly Supported	Rehabilitation of Room 7	10,000
Roseann Gregory Cancer Foundation	Port St Lucie	FL	Publicly Supported	Program Support	15,000
Rotary Club of Traverse Bay Sunrise Fdn	Acme	MI	Publicly Supported	Backpacks and School Supplies	5,000
Rotary District 6450 Foundation Inc	LaGrange	IL	Publicly Supported	Democracy Display/Bronze Boot Sculpt-Oak Lawn	20,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Rotary Foundation of Rotary International	Evanston	IL	Publicly Supported	Spokane Aurora NW-Family Food Gift Packs	4,000
Rush University Medical Center	Chicago	IL	Hospital	William Kehoe MD Scholarship Fund	100,000
Russell Life Skills and Reading Fdn Inc	Davie	FL	Publicly Supported	Program Support	8,000
Saco Middle School	Saco	ME	School	Greenhouse Project	5,000
SAE International	Warrendale	PA	Publicly Supported	Univ of Hawaii-Manoa Chapter Projects	2,500
Saint Mary's Home Foundation Inc.	Mobile	AL	Publicly Supported	Common Room Renovation	10,000
Salt Lake Community College Foundation	Salt Lake City	UT	School	Expansion of Community Gardens	20,000
San Antonio Area Foundation	San Antonio	TX	Publicly Supported	South Texas Hispanic Fund	5,000
San Antonio Food Bank Inc.	San Antonio	TX	Publicly Supported	Food Distribution	5,000
San Diego City College Foundation	San Diego	CA	School	Tech/ Vocational Scholarships	4,000
San Francisco Food Bank	San Francisco	CA	Publicly Supported	Healthy Children Pantry Program	5,000
San Jacinto College Fdn Pasadena Texas	Pasadena	TX	School	Scholarships-A/C & Auto Repair	10,000
San Rafael High School	San Rafael	CA	School	Tools & Supplies-Shop/Tech Studies Dept	7,500
Sanford Health Foundation North	Fargo	ND	Hospital	Neonatal Transport Nurse Program	7,000
Save the Babies House of Refuge Inc.	Fayetteville	NC	Publicly Supported	Operating Funds	10,000
School of The Art Institute of Chicago	Chicago	IL	School	New Artists Society Scholarships	5,000
Schoolhouse Supplies Inc.	Portland	OR	School	Tools for Schools Program	10,000
Seattle Fisherman's Memorial Fund	Seattle	WA	Publicly Supported	Scholarship Fund	10,000
Seattle Goodwill Industries	Seattle	WA	Publicly Supported	Fund Programs & Classes	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Sebastian County Sheriff's Office	Fort Smith	AR	Publicly Supported	Tech Equipment for Command Post	10,000
Second Harvest Fd Bk-Central Florida Inc	Daytona Beach	FL	Publicly Supported	Food for local Volusia County	10,000
Second Harvest Fd Bk-New Orleans/Acadiana	New Orleans	LA	Publicly Supported	Purchase Food	30,000
Second Harvest Fd Bk-NW North Carolina	Winston-Salem	NC	Publicly Supported	Food purchase/distribution	10,000
Second Harvest Fd Bk-San Joaquin/Sta	Manteca	CA	Publicly Supported	Food	10,000
Second Harvest Fd Bk of Middle Tennessee	Nashville	TN	Publicly Supported	Food	10,000
Second Harvest Fd Bk of NW Pennsylvania	Erie	PA	Publicly Supported	Purchase Food	10,000
Second Harvest Fd Bk of the Inland NW	Spokane	WA	Publicly Supported	Food	4,000
Second Harvest Food Bk-NE Tennessee Inc	Gray	TN	Publicly Supported	Purchase Food	5,000
Second Harvest Foodbank of Mahoning Vall	Youngstown	OH	Publicly Supported	Feed the Need Run/Walk Sponsorship	10,000
Second Harvest Heartland	St Paul	MN	Publicly Supported	Equipment Purchase/Golden Valley	30,000
Shared Harvest Foodbank Inc.	Fairfield	OH	Publicly Supported	Food-BackPack Program	10,000
SHEP-TY	San Diego	CA	Publicly Supported	dba Embrace-Home Restoration for Vets	34,500
Shoals Community College Foundation Inc.	Muscle Shoals	AL	School	Scholarships-Industrial Systems Tech	10,000
Shorewood Hugs	Shorewood	IL	Publicly Supported	Wishes Program Support	9,000
Shriners Hospital for Children-Chicago	Chicago	IL	Hospital	Prosthetic Devices	10,000
Ski and Snowboard Club Vail	Vail	CO	Publicly Supported	Capital Campaign-22' half pipe cutter	15,000
Skills USA Inc.	Leesburg	VA	Publicly Supported	Vinal Tech HS / National Competition	7,600
Skills USA Inc.	Leesburg	VA	Publicly Supported	Massachusetts Chptr-Scholarships	10,000
Sno-Isle Skills Center Foundation	Everett	WA	School	Scholarships-Tech Education	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Snohomish Community Food Bank	Snohomish	WA	Publicly Supported	Annual BackPack Program	5,000
Sojourner Center	Phoenix	AZ	Publicly Supported	Operating Funds	10,000
Solidarity Bridge, Inc.	Evanston	IL	Publicly Supported	Unrestricted/Operating Funds	20,000
Someone Cares Soup Kitchen	Costa Mesa	CA	Publicly Supported	Food / Tutoring Program	5,000
South Dakota Achieve Foundation	Sioux Falls	SD	Publicly Supported	Program Support/Disabled Individuals	10,000
South Piedmont Community College Fdn	Monroe	NC	School	Tech Ed Scholarships	10,000
South Plains Food Bank Inc.	Lubbock	TX	Publicly Supported	Food	10,000
Southeastern Guide Dogs Inc	Palmetto	FL	Publicly Supported	Paws for Patriots Program	10,000
Southeastern Reg'l Vocational Tech School	South Easton	MA	School	Scholarships-Tech Ed	10,000
Southern Maine Community College Fdn	South Portland	ME	School	Tools & Equipment for Trade Programs	10,000
Southside High School	Fort Smith	AR	School	Education Technology Upgrades	5,000
Southwest Center for Independent Living	Springfield	MO	Publicly Supported	Install/repair wheelchair ramps	2,500
Spartanburg Community College Fdn	Spartanburg	SC	School	Industrial Arts/Downtown Campus	10,000
Special Connections of Grundy County	Morris	IL	Publicly Supported	Program Support	10,000
Special Olympics Hawaii, Inc.	Honolulu	HI	Publicly Supported	Support the 2012 Holiday Classic	5,000
Special Olympics Maryland	Linthicum	MD	Publicly Supported	Program Funding	10,000
Special Olympics Michigan Inc.	Mt Pleasant	MI	Publicly Supported	Sponsorship and Equipment	10,000
Special Olympics New Jersey, Inc.	Lawrenceville	NJ	Publicly Supported	(4) Special Olympics Athletic Events	25,000
Special Olympics New Mexico Inc	Albuquerque	NM	Publicly Supported	Program Support	5,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Special Olympics North Carolina Inc	Greensboro	NC	Publicly Supported	Guilford/Greensboro Fall-Winter Games	10,000
Special Olympics Pennsylvania, Inc.	Norristown	PA	Publicly Supported	Special Olympics Fall Fest Sponsorship	20,000
Special Olympics West Virginia Inc.	Charleston	WV	Publicly Supported	Corporate Sponsorship	10,000
Special Olympics West Virginia Inc.	Charleston	WV	Publicly Supported	Fall Games-Parkersburg, WV	3,000
Special Projects for Special Children	Old Bridge	NJ	Publicly Supported	Program Funding	15,000
Special Troopers Adaptive Riding School	Sioux City	IA	Publicly Supported	Program Support	5,000
Spirit of 67 Foundation	Lake Forest	IL	Publicly Supported	Program funding	10,000
Spirit of Woman of California, Inc.	Fresno	CA	Publicly Supported	Clothing/Supplies for Children's Center	3,000
Springfield Tech Community College Fdn	Springfield	MA	School	Innovation Grant Award Program	10,000
St. Baldrick's Foundation Inc	Monrovia	CA	Publicly Supported	Program Support/Cancer Research	5,000
St. Joseph Food Program, Inc.	Menasha	WI	Publicly Supported	Refreigerated Truck purchase	10,000
St. Louis Area Food Bank Inc.	Bridgeton	MO	Publicly Supported	Food Purchase/Distribution	5,000
St. Luke's Hospital	Bethlehem	PA	Hospital	Dinner by Starlight/Starbright Sponsor	5,000
St. Mary's Food Bank Alliance	Phoenix	AZ	Publicly Supported	Food purchase/distribution	20,000
St. Mary's Hospital Development Fdn	Grand Junction	CO	Hospital	CareFlight Program	5,000
St. Mary's Hospital Foundation Inc.	Waterbury	CT	Hospital	Mammography Fund	5,000
St. Patrick Center	St Louis	MO	Publicly Supported	Key Player Initiative	5,000
St. Petersburg Free Clinic, Inc.	St Petersburg	FL	Publicly Supported	Program Support- Food, Shelter, etc	10,000
St. Vincent de Paul Society Lane County	Eugene	OR	Publicly Supported	Forklift Purchase & Food	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
St. Vincent de Paul Village Inc.	San Diego	CA	Publicly Supported	Supplies to Feed & Shelter Homeless	3,000
Star of Hope Mission	Houston	TX	Publicly Supported	Food Pantry	80,000
Star of the Sea Foundation Inc	Key West	FL	Publicly Supported	Homeless Outreach, Shelter & Food	3,000
Starbase Victory, Inc.	Portsmouth	VA	School	2012-2013 Program Funding	10,000
Step Up For Soldiers Incorporated	Kure Beach	NC	Publicly Supported	Program Support for 2 Annual Events	10,000
Steppenwolf Theatre Company	Chicago	IL	Publicly Supported	Veterans' Night Series	10,000
Stepping Stones of Hope	Phoenix	AZ	Publicly Supported	Grief Counseling Camp Support	5,000
Summit Academy	Minneapolis	MN	School	Scholarships/ Construction Program	5,000
Sunnyvale Community Services	Sunnyvale	CA	Publicly Supported	Food Program	10,000
Sunrise Children's Services	Mt Washington	KY	Publicly Supported	Program Support/Danville	3,000
Supporting Riley Children Inc.	Indianapolis	IN	Hospital	Fund Two Internships	20,000
Susan G. Komen Breast Cancer Foundation	Dallas	TX	Publicly Supported	Race for the Cure/Louisville/Water Sponsor	3,000
Sustainable South Bronx	Bronx	NY	Publicly Supported	BEST for Buildings Training Program	10,000
Sustainable West Seattle	Seattle	WA	Publicly Supported	Fund Operating Expenses	10,000
SVRC Industries, Inc.	Saginaw	MI	Publicly Supported	Training & Services for the Developmentally Disabled	1,000
Sweet Dreams Foundation	Folsom	CA	Publicly Supported	Build A Room for a Child	10,000
Taller San Jose	Santa Ana	CA	Publicly Supported	Purchase Tools for Student Use	10,000
Team Activities for Special Kids Inc.	Fenton	MO	Publicly Supported	Capital Campaign Fund	5,000
Teen Living Programs Inc.	Chicago	IL	Publicly Supported	2013 Spring Gala Benefit	7,500

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Terre Haute Boys & Girls Club Inc.	Terre Haute	IN	Publicly Supported	Scholarships for Kids Program	5,000
Texas Scottish Rite Hosp-Crippled Childrn	Dallas	TX	Hospital	Equipment Purchases/Lab Reconstruct	60,000
The Art Institute of Chicago	Chicago	IL	Museum	Conservation Science Laboratory	125,000
The Art Institute of Chicago	Chicago	IL	Museum	General Support	15,000
The BackStoppers Inc.	St Louis	MO	Publicly Supported	Emergency Responder Family Support	5,000
The Children's Shelter	San Antonio	TX	Publicly Supported	Program Funding	10,000
The Colonial Williamsburg Foundation	Williamsburg	VA	Museum	Hist Architect Resource/Masonry Preservation	6,100
The Evanston Art Center	Evanston	IL	Museum	Exhibition Support	7,500
The Field Museum	Chicago	IL	Museum	Annual Fund - Unrestricted	30,000
The Kidney Trust	Burlingame	CA	Publicly Supported	Chronic Kidney Disease Screening	10,000
The Lord's Diner	Wichita	KS	Publicly Supported	Food	10,000
The Newberry	Chicago	IL	Publicly Supported	Digital Collections for Classroom Use	25,000
The Night Ministry	Chicago	IL	Publicly Supported	Outreach & Health Ministry Program	50,000
The Rescue Mission	Tacoma	WA	Publicly Supported	Program Services	10,000
The Salvation Army	Chicago	IL	Publicly Supported	Unrestricted	100,000
The Salvation Army	Chicago	IL	Publicly Supported	2012 Hurricane Season - Sandy Relief	100,000
The Womens Center Inc.	Waukesha	WI	Publicly Supported	Employment Counseling Program	10,000
Thurston County Food Bank	Olympia	WA	Publicly Supported	Summer Meals Program	10,000
Touch the Future Inc.	Concord	NH	Publicly Supported	School Investment Program	5,000
Trailnet Inc.	St Louis	MO	Publicly Supported	Safe Routes to School Program	5,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Traverse Bay Area Inter School District	Traverse City	MI	School	Scholarships - Tech Ed	5,500
Traverse Health Clinic & Coalition	Traverse City	MI	Publicly Supported	Exam Room Supplies	7,500
Tri-State Food Bank Inc.	Evansville	IN	Publicly Supported	Weekend BackPack Food for Kids Program	10,000
Trinity Services Inc.	Joliet	IL	Publicly Supported	Purchase 4 Smart Boards	10,000
Trips for Kids - Triangle	Durham	NC	Publicly Supported	Grassroots Bikes / program support	7,500
U-46 Educational Foundation	Elgin	IL	School	Superintendent's Scholarship Fund	5,000
United Blood Services of RioGrande Valley	McAllen	TX	Publicly Supported	Golf for Life Sponsorship	5,000
United Cereb Palsy & Hand Pers Assn Utica	Utica	NY	Publicly Supported	Upstate Cerebral Palsy Program Support	10,000
United Cerebral Palsy of Central PA	Camp Hill	PA	Publicly Supported	Program Support	10,000
United Methodist Open Door Inc.	Wichita	KS	Publicly Supported	Food Box Program	10,000
United Regional Health Care Foundation	Wichita Falls	KS	Publicly Supported	Children's Miracle Network	10,000
United Way of Randolph County	Elkins	WV	Publicly Supported	Support Local Food Pantries	10,000
University of Illinois Foundation	Urbana	IL	Publicly Supported	Grainger Scholarship Fund in ECE	160,000
University of South Florida Foundation	Tampa	FL	School	Soc of Auto Eng Formula SAE Competition	2,500
University of Texas Foundation	Austin	TX	Hospital	Anderson Cancer Ctr -Patient Assistance	10,000
University of Wisconsin Foundation	Madison	WI	School	Grainger Post-Doc Fellowship in Astronomy	130,000
University of Wisconsin Foundation	Madison	WI	School	College of Engineering Tutoring Program	200,000
University of Wisconsin Foundation	Madison	WI	School	Engineering Professorships (3)	135,000
USO	Arlington	VA	Publicly Supported	Operation USO Care Package	100,000
U. S. Olympic Committee	Colorado Springs	CO	Publicly Supported	Athlete Services & Programs	50,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Utah Food Bank	Salt Lake City	UT	Publicly Supported	Purchase Food	10,000
Valor Awards Scholarship Fund Inc.	Vienna	VA	Publicly Supported	College Scholarships-Children of First Responders	10,000
Vera House Inc.	Syracuse	NY	Publicly Supported	Capital Improvements	10,000
Vermont's Camp Ta-Kum-Ta	South Hero	VT	Publicly Supported	Septic Project	10,000
Vermont Long Term Disaster Recovery Grp	Montpelier	VT	Publicly Supported	Hurricane Irene Disaster Recovery	5,000
Vernon Regional Jr. College Foundation	Vernon	TX	School	Tech Scholarships	10,000
Veterans Green Jobs	Denver	CO	Publicly Supported	Program Support - Veterans Day Fundraiser	10,000
Virginia Living Museum Inc.	Newport News	VA	Publicly Supported	Flood Recovery Fund	10,000
Vocational Administrators of Pennsylvania	Camp Hill	PA	School	Trade Scholarships-Tech Ed	5,000
Volunteer Council-Hum Dev Ctr Conway Unit	Conway	AR	Publicly Supported	Furnishings for Family Visitation House	5,000
Volunteer Svcs Coun-Rchmd St Sup Lv Ctr	Richmond	TX	Publicly Supported	Outdoor Deck Construction	10,000
Volunteers Enlisted to Assist People	Bloomington	MN	Publicly Supported	Food Pantry	4,000
VSC Foundation, Inc.	Waterbury	VT	School	Scholarships-Tech Ed	5,000
Washburn Tech	Topeka	KS	School	Scholarships/Tech Ed	10,000
Washington Regional Medical Foundation	Fayetteville	AR	Hospital	Willard Walker Hospice House	5,000
Washtenaw Community College Foundation	Ann Arbor	MI	School	Equipment for Welding & Fabrication Dept	10,000
Waterloo Community Schools Foundation	Waterloo	IA	School	STEM Classroom Development	10,000
Waukegan Regional Air Show	Waukegan	IL	Publicly Supported	Announcer Stand Sponsorship	10,000
Waves of Mercy Foundation	Hudsonville	MI	Publicly Supported	Children's Weekend Food Program	2,500

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
We Care for All Inc	Hampton	GA	Publicly Supported	Operating Funds-Food & Necessities	20,000
We Grow Dreams Inc.	West Chicago	IL	Publicly Supported	Scholarships-Job Training for Disabled	10,000
West Suburban Community Pantry Inc	Woodridge	IL	Publicly Supported	Food	10,000
West Suburban Pads Inc.	Oak Park	IL	Publicly Supported	Program Funding	5,000
West Virginia Univ Foundation Inc.	Morgantown	WV	School	Randolph Cancer Center-Bonnie's Bus	10,000
Western Indiana Community Fdn Inc	Covington	IN	School	SE Fountain Community Fdn - Field Trips	7,500
Wheaton College	Wheaton	IL	Publicly Supported	Humanitarian Disaster Institute - Trauma Care	10,000
Wheaton Franciscan Healthcare- All Sts Fdn	Racine	WI	Publicly Supported	Safe Kids Program -Helmets/Swim Lessons	7,500
Wichita Falls Area Food Bank	Wichita Falls	TX	Publicly Supported	Food	10,000
Widows Orphans & Disabled Firemens Fund	Los Angeles	CA	Publicly Supported	Support LA Firemen's Relief Fund	2,500
Wikimedia Foundation, Inc.	San Francisco	CA	Publicly Supported	Support for Wikipedia	5,000
Wildlife Center Inc	Titusville	NJ	Publicly Supported	Rehabilitative Pens	5,000
Will County Farm Bureau Foundation	Joliet	IL	Publicly Supported	College Scholarships	5,000
William Rainey Harper College Educ Fdn	Palatine	IL	School	Equipment/Supplies- HVAC Program	10,000
Williamson Free School Mechanical Trades	Media	PA	School	Scholarships	10,000
Williston State College Foundation	Williston	ND	School	Scholarships-Workforce Training	5,000
Willow Creek Community Church	South Barrington	IL	Publicly Supported	Care Center	5,000
Willow Creek Ranch Inc.	Burlington	WI	Publicly Supported	Property Improvements	5,000
Wisconsin Badger Camp, Inc.	Prairie du Chien	WI	Publicly Supported	Campership Program	5,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Wm M Davies Jr Career & Tech High School	Lincoln	RI	School	Equipment for Machine Tech Program	10,000
Woburn Council of Social Concern Inc.	Woburn	MA	Publicly Supported	Auction Sponsor/ Food Pantry	10,000
Womens Breast Health Initiative FL Affil	Miami Lakes	FL	Publicly Supported	Program Funding	5,000
Wood County Fire Prevention & Safety Fair	Davisville	WV	Publicly Supported	Safety Fair Expenses	5,000
Worcester County Food Bank inc.	Shrewsbury	MA	Publicly Supported	Food Purchases	10,000
Workshops for Warriors, Inc.	San Diego	CA	Publicly Supported	Training of Military Veterans	3,000
Workshops for Warriors, Inc.	San Diego	CA	Publicly Supported	Purchase of Welding Station	11,000
Wounded Warrior Project	Jacksonville	FL	Publicly Supported	TRACK Program	5,000
WPI Firefighter's Fund	Fort Worth	TX	Publicly Supported	Program Funding	5,000
WTI Foundation	Laramie	WY	School	Tech Ed Scholarships	5,000
WW Community Connections Inc.	Fraser	MI	Publicly Supported	Hope Center / Food	10,000
Yale University	New Haven	CT	School	Engineering, Land Conservation, Art Conservation, Asian Studies	3,520
YEA Corps	Edina	MN	Publicly Supported	Equipment, Materials, Resources	5,500
Year Up, Inc.	Boston	MA	Publicly Supported	Chicago Chapter-Program Support	10,000
Yellowstone Boys and Girls Ranch	Billings	MT	Publicly Supported	Program Funding	10,000
YMCA of Birmingham	Birmingham	AL	Publicly Supported	Strong Kids Campaign	20,000
YMCA of Cass and Clay Counties	Fargo	ND	Publicly Supported	Scholarship for Kids Program	3,000
YMCA of Central Ohio	Columbus	OH	Publicly Supported	YMCA Performing Arts Summer Camp	10,000
YMCA of Cleveland, Ohio Inc.	Cleveland	OH	Publicly Supported	Strong Kids Campaign	1,000
YMCA of Greater Boston	Boston	MA	Publicly Supported	Charlestown YMCA-Outreach Program Vets	7,500

Grants and Contributions Paid During the Year
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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
YMCA of Greater Grand Rapids	Grand Rapids	MI	Publicly Supported	Healthy U Prog/Cesar Chavez Elem School	10,000
YMCA of Greater Houston Area	Houston	TX	Publicly Supported	Bright Life-So Montgomery Br Crossing	10,000
YMCA of Greenville	Greenville	SC	Publicly Supported	Open Doors Program Funding	10,000
YMCA of Lafayette	Lafayette	IN	Publicly Supported	2012 Community Support Campaign	5,000
YMCA of Medford OR	Medford	OR	Publicly Supported	Women's Showers, Scholarships	10,000
YMCA of Northern Rock County, Inc.	Janesville	WI	Publicly Supported	Youth Programs	2,500
YMCA of Northwest North Carolina	Winston-Salem	NC	Publicly Supported	Fulton Family YMCA-Open Doors Program	10,000
YMCA of Orange County	Tustin	CA	Publicly Supported	Food Truck Event/After-School Programs	5,000
YMCA of Parkersburg WV	Parkersburg	WV	Publicly Supported	Strong Kids Campaign	3,000
YMCA of Pierce & Kitsap Counties	Puyallup	WA	Publicly Supported	Teen Late Night Program	10,000
Youth Connection Inc.	Waco	TX	Publicly Supported	RealCare Baby Project	2,500
Youth First Inc.	Evansville	IN	Publicly Supported	Strengthening Families - Skills for Life Programs	10,000
Youth Job Center of Evanston Inc	Evanston	IL	Publicly Supported	General Operating Fund	2,500
YouthBuild Lake County	North Chicago	IL	Publicly Supported	Program Support	4,000
YouthBuild McLean County	Normal	IL	Publicly Supported	Computer Lab Upgrades	10,000
YWCA	Janesville	WI	Publicly Supported	Walk A Mile in Her Shoes Event	5,000
YWCA of Tampa Bay Inc	St Petersburg	FL	Publicly Supported	Child Development Center	10,000
TOTAL CASH CONTRIBUTIONS					<u>\$ 10,408,670</u>

Grants and Contributions Paid During the Year
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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
STOCK CONTRIBUTIONS					
Adler Planetarium	Chicago	IL	Museum	Solar System Show for the Grainger Sky Theater	1,498,532
Chicago Botanic Garden	Glencoe	IL	Publicly Supported	Great Pollinator Garden - Butterfly Exhibition	999,277
Chicago Zoological Society	Brookfield	IL	Publicly Supported	Animal Ambassador Program	1,025,466
The Field Museum	Chicago	IL	Museum	Grainger Digital Initiative and Fund for Science	3,514,108
Mayo Clinic	Rochester	MN	Hospital	Regenerative Medicine, Eng , Individualized Medicine Research	1,505,791
Museum of Science & Industry	Chicago	IL	Museum	Amazing Fractals Mirror Maze	2,520,450
Rehabilitation Institute of Chicago	Chicago	IL	Hospital	Grainger Pediatric Ability Lab	2,508,216
Rush University Medical Center	Chicago	IL	Hospital	Dual Control da Vinci si Surgical System	3,011,390
Colonial Williamsburg Foundation	Williamsburg	VA	Museum	Architectural Preservation Initiative	1,993,968
Window to the World Communications (WTTW)	Chicago	IL	Publicly Supported	Capital Campaign, Media Center	2,022,312
Yale University	New Haven	CT	School	Engineering, Land Conservation, Art Conservation, Asian Studies	2,496,481
TOTAL STOCK CONTRIBUTIONS					\$ 23,095,991
TOTAL 2012 CONTRIBUTIONS					\$ 33,504,661