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Form **990-PF**

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

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

Name of foundation BUNGE NORTH AMERICA FOUNDATION		A Employer identification number 43-1617648						
Number and street (or P O box number if mail is not delivered to street address) 11720 BORMAN DRIVE	Room/suite	B Telephone number (see instructions) (314) 292-2567						
City or town, state, and ZIP code SAINT LOUIS, MO 63146		C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						
G Check all that apply. <table style="width:100%; border: none;"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>			<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
<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							
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								
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 14,426. J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)								

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	750,000.			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	50.	50.		
4	Dividends and interest from securities				
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	750,050.			
13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23	0			
25	Contributions, gifts, grants paid	755,707.			755,707.
26	Total expenses and disbursements. Add lines 24 and 25	755,707.			755,707.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-5,657.			
b	Net investment income (if negative, enter -0-)		50.		
c	Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	20,108.	14,426.	14,426.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule),			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule),			
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)				
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	20,108.	14,426.	14,426.	
Liabilities	17	Accounts payable and accrued expenses	50.	25.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	50.	25.		
Net Assets or Fund Balances	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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	20,058.	14,401.	
	30	Total net assets or fund balances (see instructions)	20,058.	14,401.	
31	Total liabilities and net assets/fund balances (see instructions)	20,108.	14,426.		

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	20,058.
2	Enter amount from Part I, line 27a	2	-5,657.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	14,401.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,401.

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

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	801,063.	78,685.	10.180632
2010	719,292.	88,189.	8.156255
2009	525,351.	135,275.	3.883578
2008	476,785.	153,293.	3.110286
2007	419,723.	124,930.	3.359665
2 Total of line 1, column (d)			28.690416
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			5.738083
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			89,748.
5 Multiply line 4 by line 3			514,981.
6 Enter 1% of net investment income (1% of Part I, line 27b)			0.
7 Add lines 5 and 6			514,981.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			755,707.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	0
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	0
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	0
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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		0
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MO, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> JOHN P. SABOURIN Telephone no <input type="checkbox"/> 314-292-2500			
	Located at <input type="checkbox"/> 11720 BORMAN DRIVE SAINT LOUIS, MO ZIP+4 <input type="checkbox"/> 63146-4129			
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 <input type="checkbox"/> 15			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <input type="checkbox"/>				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
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? <input type="checkbox"/>	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/>		
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) <input type="checkbox"/>	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="checkbox"/>		
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) <input type="checkbox"/>	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? <input type="checkbox"/>	4b	X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ☐ N/A ☒ **5b** N/A

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 **6b** X

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b** N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 1		0	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		0	0	0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3 N/A	

Total. Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	91,115.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	91,115.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	91,115.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1,367.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	89,748.
6	Minimum investment return. Enter 5% of line 5	6	4,487.

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	4,487.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,487.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	4,487.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,487.

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	755,707.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	755,707.
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	755,707.

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

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Page **9****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				4,487.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 <u>10</u> , 20 <u>09</u> , 20 <u>08</u>				
3 Excess distributions carryover, if any, to 2012				
a From 2007 413,591.				
b From 2008 469,176.				
c From 2009 518,587.				
d From 2010 714,833.				
e From 2011 797,129.				
f Total of lines 3a through e	2,913,316.			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ <u>755,707.</u>				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				4,487.
e Remaining amount distributed out of corpus	751,220.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,664,536.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	413,591.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	3,250,945.			
10 Analysis of line 9				
a Excess from 2008 469,176.				
b Excess from 2009 518,587.				
c Excess from 2010 714,833.				
d Excess from 2011 797,129.				
e Excess from 2012 751,220.				

Form **990-PF** (2012)

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

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

4942(j)(3) or

4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 8 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

NONE

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

NONE

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

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

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

ATCH 2

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

ATCH 3

c Any submission deadlines

REASONABLE PROCESSING TIME IS REQUIRED.

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

ATCH 4

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHMENT 5				755,707.
Total			▶ 3a	755,707.
b Approved for future payment NONE				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments				14	50.	
4 Dividends and interest from securities						
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory						
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)					50.	
13 Total. Add line 12, columns (b), (d), and (e)						50.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

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

[illegible]

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

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

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

Signature of officer or trustee *[Signature]* **Date** *11/11/13* **Title** *Asst. Controller*

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

Paid Preparer Use Only	Print/Type preparer's name Angela M. Moore	Preparer's signature <i>Angela M. Moore</i>	Date 10/29/2013	Check <input type="checkbox"/> if self-employed	PTIN P00244342
	Firm's name ▶ ERNST & YOUNG U.S. LLP			Firm's EIN ▶ 34-6565596	
	Firm's address ▶ 111 MONUMENT CIRCLE, SUITE 2600 INDIANAPOLIS, IN 46204			Phone no 317-681-7000	

Schedule of Contributors

OMB No 1545-0047

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

2012

Name of the organization

BUNGE NORTH AMERICA FOUNDATION

Employer identification number

43-1617648

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

Name of organization BUNGE NORTH AMERICA FOUNDATION

Employer identification number
43-1617648**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BUNGE NORTH AMERICA, INC. 11720 BORMAN DRIVE SAINT LOUIS, MO 63146	\$ 750,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization BUNGE NORTH AMERICA FOUNDATION

Employer identification number

43-1617648

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$-----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$-----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$-----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$-----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$-----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$-----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$-----	-----

Name of organization BUNGE NORTH AMERICA FOUNDATION

Employer identification number

43-1617648

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	

BUNGE NORTH AMERICA FOUNDATION

43-1617648

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 1

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
SOREN SCHRODER 11720 BORMAN DRIVE SAINT LOUIS, MO 63146	PRESIDENT/DIRECTOR 1.00	0	0	0
TODD A. BASTEAN 11720 BORMAN DRIVE SAINT LOUIS, MO 63146	VICE PRESIDENT/DIRECTOR 1.00	0	0	0
GERALYN F. HAYES 11720 BORMAN DRIVE SAINT LOUIS, MO 63146	VICE PRESIDENT/DIRECTOR 1.00	0	0	0
DAVID G. KABBES 11720 BORMAN DRIVE SAINT LOUIS, MO 63146	SECRETARY 1.00	0	0	0
AARON L. ELLIOT 11720 BORMAN DRIVE SAINT LOUIS, MO 63146	TREASURER 1.00	0	0	0
JOHN P. SABOURIN 11720 BORMAN DRIVE SAINT LOUIS, MO 63146	CONTROLLER 1.00	0	0	0

BUNGE NORTH AMERICA FOUNDATION

43-1617648

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

ATTACHMENT 1 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
GREGORY L. THEBEAU 11720 BORMAN DRIVE SAINT LOUIS, MO 63146	ASSISTANT CONTROLLER 1.00	0	0	0
GRAND TOTALS		0	0	0

ATTACHMENT 2

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

MS. GERALYN F. HAYES
11720 BORMAN DRIVE
SAINT LOUIS, MO 63146
314-292-2300

ATTACHMENT 3990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

A FORMAL WRITTEN REQUEST ABOVE \$3,000 REQUIRES GENERAL MANAGER APPROVAL. A FORMAL WRITTEN REQUEST ABOVE \$10,000 REQUIRES CHARITABLE COMMITTEE APPROVAL.

ATTACHMENT 4

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

NOT FOR PROFIT ORGANIZATIONS TO A NEARBY FACILITY THAT SUPPORTS
EDUCATION, CULTURAL, CIVIC, OR ENVIRONMENTAL PROGRAMS.

Bunge North America Foundation
43-1617648
Grants and Contributions

<u>RECIPIENT</u>	<u>DATE</u>	<u>PURPOSE</u>	<u>STATUS</u>	<u>AMOUNT</u>
<u>Matching Gifts</u>				
Allen County Community College	9/30/2012	Educational	509(a)(1)	\$100
Avon Old Farms School	6/30/2012	Educational	509(a)(1)	\$2,000
Bach Society of St. Louis	9/30/2012	Charitable	509(a)(2)	\$167
Ball State University Foundation	3/31/2012	Educational	509(a)(1)	\$50
Bank Street School for Children	6/30/2012	Educational	509(a)(1)	\$2,500
Bartlesville Symphony Orchestra	12/31/2012	Charitable	509(a)(1)	\$200
Bartlesville Symphony Orchestra	6/30/2012	Charitable	509(a)(1)	\$150
Bishop DuBourg High School	9/30/2012	Educational	509(a)(1)	\$200
Bishop McNamara High School	6/30/2012	Educational	509(a)(1)	\$500
Bowdoin College	6/30/2012	Educational	509(a)(1)	\$250
Bradley-Bourbonnais Community High School	3/31/2012	Educational	509(a)(1)	\$100
Brother Martin High School	6/30/2012	Educational	509(a)(1)	\$1,000
Cardinal Ritter High School	12/31/2012	Educational	509(a)(1)	\$1,000
Chapin School	3/31/2012	Educational	509(a)(1)	\$3,000
Children's Musical Theatre	9/30/2012	Charitable	509(a)(2)	\$100
Christ Lutheran School	6/30/2012	Educational	509(a)(1)	\$1,000
	12/31/2012	Educational		\$1,550
Clark Botanic Garden	6/30/2012	Charitable	509(a)(1)	\$20
College of the Ozarks	3/31/2012	Educational	509(a)(1)	\$300
Colonial Williamsburg Foundation	3/31/2012	Charitable	509(a)(2)	\$50
	9/30/2012	Charitable		\$50
	9/30/2012	Charitable		\$250
	3/31/2012	Charitable		\$75
Colorado State University	9/30/2012	Educational	509(a)(1)	\$100
Cor Jesu Academy	6/30/2012	Educational	509(a)(1)	\$500
Cor Jesu Academy	12/31/2012	Educational	509(a)(1)	\$500
Cornell University	12/31/2012	Educational	509(a)(1)	\$200
Cornerstone Academy	6/30/2012	Educational	509(a)(1)	\$500
Creighton Preparatory School	12/31/2012	Educational	509(a)(1)	\$200
Denison University	6/30/2012	Educational	509(a)(1)	\$300
Eastern Illinois University Foundation	3/31/2012	Educational	509(a)(1)	\$25
Effingham County Genealogical & Historical Society	9/30/2012	Charitable	509(a)(1)	\$300
French-American School of New York	6/30/2012	Educational	509(a)(1)	\$500
Goshen College	3/31/2012	Educational	509(a)(1)	\$200

Bunge North America Foundation
43-1617648
Grants and Contributions

<u>RECIPIENT</u>	<u>DATE</u>	<u>PURPOSE</u>	<u>STATUS</u>	<u>AMOUNT</u>
Harvard University	6/30/2012	Educational	509(a)(3)	\$25,000
	6/30/2012	Educational		\$15,000
	9/30/2012	Educational		\$10,000
Heritage Elementary	12/31/2012	Educational	509(a)(1)	\$100
Holocaust Museum and Learning Center	9/30/2012	Charitable	509(a)(1)	\$250
Iowa State University Foundation	3/31/2012	Educational	509(a)(1)	\$250
Kansas State University Foundation	12/31/2012	Educational	509(a)(1)	\$3,000
Kenrick-Glennon Seminary	6/30/2012	Charitable	509(a)(1)	\$500
	9/30/2012	Charitable		\$110
	6/30/2012	Charitable		\$330
	3/31/2012	Charitable		\$1,000
	3/31/2012	Charitable		\$700
	12/31/2012	Charitable		\$50
	3/31/2012	Charitable		\$150
	9/30/2012	Charitable		\$140
	6/30/2012	Charitable		\$500
Kentucky FFA Foundation	6/30/2012	Charitable	509(a)(2)	\$1,000
KETC - Channel 9	3/31/2012	Charitable	509(a)(1)	\$50
	9/30/2012			\$40
Kimball Union Academy	6/30/2012	Educational	509(a)(1)	\$300
KRPS - Public Radio	12/31/2012	Charitable	509(a)(1)	\$100
	6/30/2012			\$100
KWMU - 90.7	3/31/2012	Charitable	509(a)(1)	\$240
Maternity BVM Elementary School	6/30/2012	Educational	509(a)(1)	\$150
McKendree College	12/31/2012	Educational	509(a)(1)	\$1,150
Metropolitan Museum of Art	6/30/2012	Charitable	509(a)(1)	\$56
Missouri Botanical Garden	3/31/2012	Charitable	509(a)(1)	\$75
	3/31/2012	Charitable		\$65
	9/30/2012	Charitable		\$65
	3/31/2012	Charitable		\$75
	9/30/2012	Charitable		\$75
	12/31/2012	Charitable		\$75
	6/30/2012	Charitable		\$500
Morris Catholic High School	6/30/2012	Educational	509(a)(1)	\$3,000
National Trust for Historic Preservation	6/30/2012	Charitable	509(a)(1)	\$35
NET Foundation for Television	3/31/2012	Charitable	509(a)(1)	\$150
New Canaan Country School	3/31/2012	Educational	509(a)(1)	\$1,500
New York Historical Society	6/30/2012	Charitable	509(a)(1)	\$175
	9/30/2012			\$175
OETA Foundation	3/31/2012	Charitable	509(a)(1)	\$100
	9/30/2012	Charitable		\$120
OK Mozart Festival	12/31/2012	Charitable	509(a)(2)	\$350

Bunge North America Foundation
43-1617648
Grants and Contributions

<u>RECIPIENT</u>	<u>DATE</u>	<u>PURPOSE</u>	<u>STATUS</u>	<u>AMOUNT</u>
Pennsylvania State University	6/30/2012	Educational	509(a)(1)	\$100
Port Washington Library	3/31/2012	Charitable	509(a)(3)	\$25
	12/31/2012	Charitable		\$30
Princeton University	9/30/2012	Educational	509(a)(1)	\$250
	3/31/2012	Educational		\$10,000
	6/30/2012	Educational		\$100
Purdue Foundation	6/30/2012	Educational	509(a)(3)	\$2,500
	6/30/2012	Educational		\$100
Regis High School	6/30/2012	Educational	509(a)(3)	\$250
Repertory Theatre of St. Louis	6/30/2012	Charitable	509(a)(2)	\$350
Rosati-Kain High School	9/30/2012	Educational	509(a)(1)	\$100
Rossman School	6/30/2012	Educational	509(a)(1)	\$2,000
Rutgers University Foundation	6/30/2012	Educational	509(a)(1)	\$200
Rye Free Reading Room	6/30/2012	Charitable	509(a)(1)	\$250
Sarah Lawrence College	6/30/2012	Educational	509(a)(1)	\$5,000
Seton Hall University	3/31/2012	Educational	509(a)(1)	\$100
Shakespeare Festival of St. Louis	6/30/2012	Charitable	509(a)(1)	\$1,500
Southern Illinois University at Edwardsville Foundation	3/31/2012	Educational	509(a)(1)	\$500
St. Christopher School	9/30/2012	Educational	509(a)(1)	\$150
St. James School	12/31/2012	Educational	509(a)(1)	\$2,000
St. Joseph School - Bradley	6/30/2012	Educational	509(a)(1)	\$1,000
	6/30/2012	Educational		\$500
St. Joseph School - Olpe	3/31/2012	Educational	509(a)(1)	\$1,275
	3/31/2012	Educational		\$750
St. Louis Art Museum Foundation	9/30/2012	Charitable	509(a)(1)	\$75
St. Louis Children's Choir	6/30/2012	Charitable	509(a)(2)	\$300
St. Louis Christian College	12/31/2012	Educational	509(a)(1)	\$100
St. Louis Science Center	9/30/2012	Charitable	509(a)(1)	\$88
St. Louis University	9/30/2012	Educational	509(a)(1)	\$25
	9/30/2012	Educational		\$125
	9/30/2012	Educational		\$50
	3/31/2012	Educational		\$35
St. Louis Zoo Friends Association	9/30/2012	Charitable	509(a)(1)	\$88
	3/31/2012	Charitable		\$40
	9/30/2012	Charitable		\$54
	3/31/2012	Charitable		\$40
	6/30/2012	Charitable		\$33
	9/30/2012	Charitable		\$65
	3/31/2012	Charitable		\$33
	9/30/2012	Charitable		\$80
	9/30/2012	Charitable		\$88
	6/30/2012	Charitable		\$250

Bunge North America Foundation
43-1617648
Grants and Contributions

<u>RECIPIENT</u>	<u>DATE</u>	<u>PURPOSE</u>	<u>STATUS</u>	<u>AMOUNT</u>
St Mary's School	3/31/2012	Educational	509(a)(1)	\$500
St Meinrad School of Theology	6/30/2012	Educational	509(a)(1)	\$100
St Michael's Episcopal School	12/31/2012	Educational	509(a)(1)	\$200
St Paul's School	6/30/2012	Educational	509(a)(1)	\$500
St Pius X High School	9/30/2012	Educational	509(a)(1)	\$100
St Stephens & St Agnes School	6/30/2012	Educational	509(a)(1)	\$750
Texas A&M University	3/31/2012	Educational	509(a)(1)	\$125
	6/30/2012	Educational		\$3,000
	3/31/2012	Educational		\$190
Texas Christian University	12/31/2012	Educational	509(a)(1)	\$3,000
Texas Tech Foundation	6/30/2012	Educational	509(a)(1)	\$100
The Earth School	6/30/2012	Educational	509(a)(1)	\$40
The Insh Repertory Theatre	6/30/2012	Charitable	509(a)(1)	\$50
The Magic House	12/31/2012	Charitable	509(a)(1)	\$75
The Master's Seminary	3/31/2012	Charitable	509(a)(1)	\$3,000
The Principia	3/31/2012	Charitable	509(a)(1)	\$800
Thomas Gilcrease Museum Association	3/31/2012	Charitable		\$65
Tulsa Opera	3/31/2012	Charitable	509(a)(1)	\$200
United States Holocaust Memorial Museum	3/31/2012	Charitable	509(a)(1)	\$50
University of Alabama	9/30/2012	Educational	509(a)(1)	\$100
	3/31/2012			\$500
University of Illinois Foundation	9/30/2012	Educational	509(a)(1)	\$50
	12/31/2012	Educational		\$100
	12/31/2012	Educational		\$100
	3/31/2012	Educational		\$50
	9/30/2012	Educational		\$192
University of Missouri St Louis	3/31/2012	Educational	509(a)(2)	\$3,000
	6/30/2012			\$100
University of Nebraska	3/31/2012	Educational	509(a)(1)	\$250
University of Southern Indiana Foundation	6/30/2012	Educational	509(a)(1)	\$100
Villa Duchesne/Oak Hill School	6/30/2012	Educational	509(a)(1)	\$2,500
	3/31/2012			\$2,000
Westminster Christian Academy	9/30/2012	Educational	509(a)(1)	\$3,000
	3/31/2012	Educational		\$2,000
	12/31/2012	Educational		\$1,000
WNET - Channel 13	3/31/2012	Charitable	509(a)(1)	\$30
	6/30/2012	Charitable		\$30
	12/31/2012	Charitable		\$30
	3/31/2012	Charitable		\$60
	12/31/2012	Charitable		\$60

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WNIN - Channel 9	6/30/2012	Charitable	509(a)(1)	\$100
WNYC Public Radio	6/30/2012	Charitable	509(a)(1)	\$100
	9/30/2012	Charitable		\$100
Woodberry Forest School	6/30/2012	Educational	509(a)(1)	\$500
Wooster School	9/30/2012	Educational	509(a)(1)	\$250
Zamorano	6/30/2012	Charitable	509(a)(1)	\$500
Zeta Tau Alpha	6/30/2012	Charitable	509(a)(2)	\$25
2012 Matching Gifts Subtotal				\$145,007

2012 BNA Corporate Contributions

Agriculture Future of America	Charitable	509(a)(1)	\$50,000
ALS Walk	Charitable	509(a)(2)	\$1,000
American Red Cross - Harnsburg, IL tornado relief	Charitable	509(a)(1)	\$5,000
Arts & Education Council	Charitable	509(a)(1)	\$1,000
Autism Speaks	Charitable	509(a)(1)	\$500
Big Brothers Big Sisters of Eastern Missouri	Charitable	509(a)(1)	\$1,200
Boy Scouts of America, St. Louis Council	Charitable	509(a)(3)	\$1,000
Cardinal Glennon Children's Foundation	Charitable	509(a)(1)	\$1,000
Siteman Cancer Ctr	Charitable	509(a)(3)	\$1,000
Cystic Fibrosis	Charitable	509(a)(1)	\$500
Danforth Plant Science Center	Charitable	509(a)(1)	\$5,000
Future Farmers of America (FFA)	Charitable	509(a)(2)	\$102,500
Habitat For Humanity	Charitable	509(a)(1)	\$15,000
Independence Center	Charitable	509(a)(1)	\$1,000
Junior Achievement of MS Valley	Charitable	509(a)(1)	\$2,000
Living Lands and Waters	Charitable	509(a)(2)	\$50,000
The Magic House	Charitable	509(a)(1)	\$5,000
Meds & Food for Kids	Charitable	509(a)(1)	\$10,000
Missouri Historical Society	Charitable	509(a)(1)	\$2,500
Operation Food Search	Charitable	509(a)(1)	\$5,000
Outreach	Charitable	509(a)(1)	\$1,500
Progressive Agriculture Foundation	Charitable	509(a)(1)	\$200,000
Shakespeare Festival of St. Louis	Charitable	509(a)(1)	\$10,000
St. Louis Art Museum	Charitable	509(a)(1)	\$50,000

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St Louis Zoo		Charitable	509(a)(1)	\$10,000
United Way - St Louis		Charitable	509(a)(1)	\$20,000
UMSL		Charitable	509(a)(2)	\$5,000
Washington University		Educational	509(a)(2)	\$50,000
YMCA of Greater St Louis		Charitable	509(a)(1)	\$2,500
Youth In Need		Charitable	509(a)(1)	\$1,500
2012 Corporate Contributions Subtotal				\$610,700
Total 2012 Grants				\$755,707