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
J. WILLARD AND ALICE S. MARRIOTT FOUNDATION

A Employer identification number
52-6068678

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
C/O ANNE GUNSTEENS, 10400 FERNWOOD ROAD

B Telephone number (see instructions)
(301) 380-2246

City or town, state, and ZIP code
BETHESDA, MD 20817

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 514,946,197.

J Accounting method ☐ Cash ☒ Accrual
☐ Other (specify) ____________
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	8,565,789.			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	7,756,952.	7,756,952.		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	30,046,802.			
	b	Gross sales price for all assets on line 6a 62,124,785.				
	7	Capital gain net income (from Part IV, line 2)		30,046,802.		
	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	46,369,543.	37,803,754.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages	659,786.	241,631.		418,155.
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	62,289.	39,132.		20,977.
	b	Accounting fees (attach schedule)	13,900.			13,900.
	c	Other professional fees (attach schedule) *	54,583.	54,583.		
	17	Interest	555.			555.
	18	Taxes (attach schedule) (see instructions) ATCH 2	919,358.			
	19	Depreciation (attach schedule) and depletion	2,935.			
	20	Occupancy	49,227.	16,245.		32,982.
	21	Travel, conferences, and meetings	31,203.			31,203.
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 3	197,647.	82,308.		115,339.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,991,483.	433,899.		633,111.
	25	Contributions, gifts, grants paid	19,149,403.			19,149,403.
	26	**Total expenses and disbursements** Add lines 24 and 25	21,140,886.	433,899.		19,782,514.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	25,228,657.			
	b	**Net investment income** (if negative, enter -0-)		37,369,855.		
	c	**Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	1,620,324.	747,057.	747,057.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable		859,000.	859,000.
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ *		* 438,512.	
		Less allowance for doubtful accounts ▶	405,979.	438,512.	438,512.
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)**	8,693,930.	11,187,778.	11,489,593.
	b	Investments - corporate stock (attach schedule) ATCH 5	111,231,330.	136,018,613.	487,196,096.
	c	Investments - corporate bonds (attach schedule) ATCH 6	6,905,778.	8,315,714.	9,124,840.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 7	5,000,000.	5,000,000.	5,085,230.
	14	Land, buildings, and equipment basis ▶ 15,294.			
		Less accumulated depreciation (attach schedule) ▶ 9,425.		5,869.	5,869.
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	133,857,341.	162,572,543.	514,946,197.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	2,326,064.	2,326,064.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	131,531,277.	160,246,479.	
	30	**Total net assets or fund balances** (see instructions)	133,857,341.	162,572,543.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	133,857,341.	162,572,543.	

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	133,857,341.
2	Enter amount from Part I, line 27a	2	25,228,657.
3	Other increases not included in line 2 (itemize) ▶ ATCH 8	3	3,507,611.
4	Add lines 1, 2, and 3	4	162,593,609.
5	Decreases not included in line 2 (itemize) ▶ ATCH 9	5	21,066.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	162,572,543.

**ATCH 4

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 PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	**2**	30,046,802.
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**	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years 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	18,578,565.	396,559,561.	0.046849
2010	12,610,843.	380,025,151.	0.033184
2009	17,045,050.	253,461,892.	0.067249
2008	23,950,909.	340,913,546.	0.070255
2007	24,885,069.	532,865,096.	0.046701

2 **Total** of line 1, column (d)	**2**	0.264238
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**	0.052848
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	**4**	457,594,507.
5 Multiply line 4 by line 3	**5**	24,182,955.
6 Enter 1% of net investment income (1% of Part I, line 27b)	**6**	373,699.
7 Add lines 5 and 6	**7**	24,556,654.
8 Enter qualifying distributions from Part XII, line 4	**8**	19,782,514.

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 ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b			1	747,397.
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	747,397.
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	747,397.
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	910,000.		
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	910,000.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	162,603.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 162,603. **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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	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			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ____________ **(2)** On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DC,			
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*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ ANNE GUNSTEENS, EXECUTIVE DIR. Telephone no ▶ 301-380-2246

Located at ▶ 10400 FERNWOOD ROAD BETHESDA, MD ZIP+4 ▶ 20817

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

			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? ☐ **Yes** ☒ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☒ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☒ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☒ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☒ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ **Yes** ☒ **No**			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ **Yes** ☒ **No** If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		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 ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☒ **Yes** ☐ **No**			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

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? **6b** Yes: No: X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 10		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
ATCH 11		584,889.	28,004.	0

Total number of other employees paid over $50,000 ▶

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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
ATCH 12		62,289.
Total number of others receiving over $50,000 for professional services ▶		

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

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

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	450,674,749.
b	Average of monthly cash balances			1b	13,888,202.
c	Fair market value of all other assets (see instructions)			1c	
d	**Total** (add lines 1a, b, and c)			1d	464,562,951.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) ATCH 13	1e	36,562,260.		
2	Acquisition indebtedness applicable to line 1 assets			2	
3	Subtract line 2 from line 1d			3	464,562,951.
4	Cash deemed held for charitable activities· Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	6,968,444.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	457,594,507.
6	**Minimum investment return.** Enter 5% of line 5			6	22,879,725.

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	22,879,725.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	747,397.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	747,397.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	22,132,328.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	22,132,328.
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	22,132,328.

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	19,782,514.
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	19,782,514.
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	19,782,514.

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					22,132,328.
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only				18,598,957.	
b Total for prior years 20 10 ,20 09 ,20 08					
3 Excess distributions carryover, if any, to 2012					
a From 2007					
b From 2008					
c From 2009					
d From 2010					
e From 2011					
f **Total** of lines 3a through e					
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 19,782,514.					
a Applied to 2011, but not more than line 2a				18,598,957.	
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					1,183,557.
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a))*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5					
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount - see instructions					
e Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount - see instructions					
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					20,948,771.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		0			
10 Analysis of line 9					
a Excess from 2008					
b Excess from 2009					
c Excess from 2010					
d Excess from 2011					
e Excess from 2012					

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 . . . . ▶

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	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHMENT 14				19,149,403.
Total . . . . ▶ **3a**				19,149,403.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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					
4 Dividends and interest from securities			14	7,756,952.	
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			18	30,046,802.	
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				37,803,754.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 37,803,754.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

JW Marriott Jr | 5/13/2013 | ▶ Trustee

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
SHARON K. BERMAN	Sharon Berman	05/01/2013		P00295128

Firm's name ▶ BDO USA, LLP

Firm's EIN ▶ 13-5381590

Firm's address ▶ 8405 GREENSBORO DRIVE 7TH FLOOR
MCLEAN, VA 22102

Phone no 703-893-0600

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization
J. WILLARD AND ALICE S. MARRIOTT FOUNDATION

Employer identification number
52-6068678

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 J. WILLARD AND ALICE S. MARRIOTT FOUNDATION

Employer identification number 52-6068678

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	J. WILLARD MARRIOTT, SR. CLAT 10400 FERNWOOD ROAD BETHESDA, MD 20817	$ 3,027,369.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	J. WILLARD MARRIOTT, SR. CLAT 10400 FERNWOOD ROAD BETHESDA, MD 20817	$ 5,538,420.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization J. WILLARD AND ALICE S. MARRIOTT FOUNDATION

Employer identification number 52-6068678

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
2	174,000 SHS MARRIOTT VACATIONS WORLDWIDE STOCK	$ 5,538,420.	8/9/12

(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 J. WILLARD AND ALICE S. MARRIOTT FOUNDATION

Employer identification number 52-6068678

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

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					1,473,891.	
		HARBOR #1008 - SEE ATTACHMENT 15					VARIOUS	VARIOUS
4,500,000.		4,468,874.					31,126.	
		HARBOR #1008 - SEE ATTACHMENT 15					VARIOUS	VARIOUS
4,652,848.		4,624,358.					28,490.	
		HARBOR #2516 - SEE ATTACHMENT 15					VARIOUS	VARIOUS
51498046.		22984751.					28513295.	
TOTAL GAIN(LOSS)							30046802.	

ATTACHMENT 1

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BANK FEES	363.	363.
INVESTMENT MANAGEMENT FEES	54,220.	54,220.
TOTALS	54,583.	54,583.

ATTACHMENT 2

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
TAX PAYMENTS ON EXCISE TAX	919,358.
TOTALS	919,358.

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMIN SALARIES	63,503.		63,503.
COMPUTER MAINTENANCE/SUPPLIES	17,246.		17,246.
COPIER EXPENSE	903.		903.
FOREIGN TAXES PAID	49,482.	49,482.	
INSURANCE EXPENSE	27,227.	27,227.	
MEMBERSHIP FEES	14,269.		14,269.
MISC. ADMIN. EXPENSE	1,948.		1,948.
OFFICE RENOVATION EXPENSE	16,968.	5,599.	11,369.
OFFICE SUPPLIES/POSTAGE	3,887.		3,887.
RECRUITING FEES	254.		254.
TELEPHONE	1,960.		1,960.
TOTALS	197,647.	82,308.	115,339.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 4

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
US & STATE GOV OBLIGATIONS	11,187,778.	11,489,593.
US OBLIGATIONS TOTAL	11,187,778.	11,489,593.

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CASH EQUIVALENTS	1,276,725.	1,276,725.
MUTUAL FUNDS	75,444,104.	78,879,034.
MARRIOTT INTERNATIONAL	29,953,026.	306,564,572.
MARRIOTT VACATIONS WORLDWIDE	13,462,929.	52,908,399.
HOST HOTELS & RESORTS	15,881,829.	47,567,366.
TOTALS	136,018,613.	487,196,096.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CORPORATE BONDS	7,070,714.	7,879,374.
CERTIFICATES OF DEPOSIT	1,245,000.	1,245,466.
TOTALS	8,315,714.	9,124,840.

ATTACHMENT 7

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GOLDMAN SACHS ALTERNATIVE INV	5,000,000.	5,085,230.
TOTALS	5,000,000.	5,085,230.

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

DESCRIPTION	AMOUNT
STOCK DONATION ADJ-FMV EXCESS OF BASIS	3,507,611.
TOTAL	3,507,611.

ATTACHMENT 9

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

DESCRIPTION		AMOUNT
ADJUSTMENT FOR TIMING DIFFERENCES		21,066.
	TOTAL	21,066.

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

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
J.W. MARRIOTT, JR. 10400 FERNWOOD ROAD BETHESDA, MD 20817	TRUSTEE 3.00	0	0	0
RICHARD E. MARRIOTT 10400 FERNWOOD ROAD BETHESDA, MD 20817	TRUSTEE 3.00	0	0	0
STEPHEN MARRIOTT 10400 FERNWOOD ROAD BETHESDA, MD 20817	TRUSTEE 3.00	0	0	0
	GRAND TOTALS	0	0	0

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

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	
ANNE GUNSTEENS 10400 FERNWOOD ROAD BETHESDA, MD 20817	EXECUTIVE DIRECTOR 40.00	388,000.	7,784.	0
ANGELA WILLIAMS 10400 FERNWOOD ROAD BETHESDA, MD 20817	SR MGR, FIN & PROG 40.00	110,900.	11,785.	0
AMANDA FARNUM 10400 FERNWOOD ROAD BETHESDA, MD 20817	GRANTS MANAGER 40.00	85,989.	8,435.	0
	TOTAL COMPENSATION	584,889.	28,004.	

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

ATTACHMENT 12

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
DOW LOHNES PLLC 1200 NEW HAMPSHIRE AVE., NW, SUITE 800 WASHINGTON, DC 20036	LEGAL SERVICES	62,289.
TOTAL COMPENSATION		62,289.

ATTACHMENT 13

FORM 990PF, PART X - REDUCTION CLAIMED FOR BLOCKAGE

DESCRIPTION	AMOUNT
BLOCKAGE DISCOUNT - SEE DETAILS BELOW	36,562,260.
TOTAL	36,562,260.

PART X - MINIMUM DISTRIBUTION, LINE 1E, BLOCKAGE DISCOUNT

HOST MARRIOTT
3,035,569 SHARES; 0.42% OF SHARES ISSUED AND 0.42% OF SHARES OUTSTANDING AT YEAR-END; $5,266,548 BLOCKAGE DISCOUNT ON $52,830,347 PRE-DISCOUNT AVERAGE FAIR MARKET VALUE.

MARRIOTT INTERNATIONAL
8,225,508 SHARES; 1.61% OF SHARES ISSUED AND 2.64% OF SHARES OUTSTANDING AT YEAR-END; $28,127,732 BLOCKAGE DISCOUNT ON $316,129,012 PRE-DISCOUNT AVERAGE FAIR MARKET VALUE.

MARRIOTT VACATIONS WORLDWIDE
1,269,700 SHARES; 3.62% OF SHARES ISSUED AND 3.62% OF SHARES OUTSTANDING AT YEAR-END; $3,167,980 BLOCKAGE DISCOUNT ON $39,599,749 PRE-DISCOUNT AVERAGE FAIR MARKET VALUE.

The J. Willard and Alice S. Marriott Foundation

Grantee Name	Project Description	Grant ID	Street Address	City	State	Zip Code	Amount
National September 11 Memorial & Museum	9/11 Museum and Memorial	3482	One Liberty Plaza, 20th Floor	New York	NY	10006	$333,333
Active Minds	General Operating Support	3726	2001 S Street, N.W #450	Washington	DC	20009	$10,000
Alexander Graham Bell Association for the Deaf and Hard of Hearing	Online Resource for Deaf Community	3566	3417 Volta Place, NW	Washington	DC	20007	$10,000
ALS Association - DC/MD/VA Chapter	General Operating Support	3754	7507 Standish Place	Rockville	MD	20855	$50,000
American Foundation for the Blind	General Operating Support	3588	2 Penn Plaza Suite 1102	New York	NY	10121	$10,000
American Foundation for the Blind	CareerConnect Website	3746	2 Penn Plaza Suite 1102	New York	NY	10121	$200,000
American Heart Association	General Operating Support	3780	4301 North Fairfax Drive Suite 530	Arlington	VA	22203	$50,000
American Red Cross of the National Capital Region	General Operating Support	3586	8550 Arlington Blvd.	Fairfax	VA	22031	$15,000
American Red Cross of the National Capital Region	Super Storm Sandy Disaster Relief	3796	8550 Arlington Blvd	Fairfax	VA	22031	$125,000
America's VetDogs	General Operating Support	3657	371 East Jericho Turnpike	Smithtown	NY	11787	$12,000
Arlington Free Clinic	General Operating Support	3676	2921 11th Street South	Arlington	VA	22203	$15,000
Arthritis Foundation, Mid-Atlantic Region	General Operating Support	3622	4720 Montgomery Lane	Bethesda	MD	20814	$25,000
Arts for the Aging	Arts Program for Seniors	2983.01	12320 Parklawn Drive	Rockville	MD	20852	$5,000
Association of Small Foundations	General Operating Support	3581	1720 N Street, NW	Washington	DC	20036	$10,000
Avon Foundation for Women	General Operating Support	3592	1345 Ave Of The Americas	New York	NY	10105-0302	$2,000
Back On My Feet - Washington DC	General Operating Support	3788	1424 K Street, NW	Washington	DC	20005	$25,000
Barbara Bush Foundation for Family Literacy	General Operating Support	3705	516 North Adams Street	Tallahassee	FL	32301	$25,000
BlackRock Center for the Arts	Education Program Support	3733	12901 Town Commons Drive	Germantown	MD	20874	$15,000

25 April 2013

J. Willard and Alice S. Marriott Foundation
EIN: 52-6068678
Form 990-PF
Attachment 14

The J. Willard and Alice S. Marriott Foundation

Grantee Name	Project Description	Grant ID	Street Address	City	State	Zip Code	Amount
The Bone Marrow Foundation	Patient Aid Program	3762	515 Madison Avenue Suite 1130	New York	NY	10022	$10,000
Boston Children's Hospital - Children's Hospital Trust	Adolescent Endometriosis Center Database and Tissue Repository	3517	300 Longwood Ave.	Boston	MA	02115-5724	$1,000,000
Boston University	The School of Hospitality Marriott Career Center	3485	One Silber Way Floor 8	Boston	MA	02215	$200,000
Boy Scouts of America, Cradle of Liberty Council	General Operating Support	3799	1485 Valley Forge Road	Wayne	PA	19128	$10,000
Boy Scouts, National Capital Area	Repairs to Dam at Goshen Scout Reservation	3641	9190 Rockville Pike	Bethesda	MD	20814-3897	$500,000
Brainfood	General Operating Support	3718	1525 Newton Street, NW	Washington	DC	20010	$40,000
Bread for the City	General Operating Support	3765	1525 7th Street, N.W.	Washington	DC	20001	$30,000
Brigham Young University	Marriott Center Renovations	3451	PO Box 21346	Provo	UT	84602-1346	$200,000
Brigham Young University	Program Support	3200	PO Box 21346	Provo	UT	84602-1346	$250,000
Brigham Young Management Society of DC	General Operating Support	3547	1717 Rhode Island Avenue, NW Suite 900	Washington	DC	20036	$20,000
Business Volunteers for the Arts	General Operating Support	3786	c/o Cultural Alliance of Greater Washington 1436 U Street, NW Suite 103	Washington	DC	20009-3997	$2,000
Byte Back, Inc.	General Operating Support	3569	815 Monroe Street, NE	Washington	DC	20017	$30,000
C&O Canal Trust	General Operating Support	3642	1850 Dual Highway Suite 100	Hagerstown	MD	21740	$10,000
Cal Ripken, Sr. Foundation	Youth Baseball Program	3499	1427 Clarkview Road, Suite 100	Baltimore	MD	21209	$25,000
California State Polytechnic University (Cal Poly Pomona)	Marriott Learning Center	3216	The Collins College of Hospitality Management 3801 West Temple Avenue	Pomona	CA	91768-4083	$400,000
Capital Area Food Bank	Assembly of Emergency Food Boxes	3667	4900 Puerto Rico Avenue, NE	Washington	DC	20017	$4,000
Capital Area Food Bank	General Operating Support	3810	4900 Puerto Rico Avenue, NE	Washington	DC	20017	$5,000

The J. Willard and Alice S. Marriott Foundation

Grantee Name	Project Description	Grant ID	Street Address	City	State	Zip Code	Amount
Capital Partners for Education	Career and College Readiness Program	3672	1413 K Street, NW 2nd Floor	Washington	DC	20005	$25,000
Carlos Rosario International Career Center & Public Charter School	Building and Equipment Support	3671	1100 Harvard Street, NW	Washington	DC	20009	$125,000
Carroll School	Program Support	3643	25 Baker Bridge Rd	Lincoln	MA	01773-3104	$5,000
Carroll School	Program Support	3781	25 Baker Bridge Rd	Lincoln	MA	01773-3104	$10,000
Catalogue for Philanthropy Greater Washington	General Operating Support	3576	1899 L. Street, NW Suite 900	Washington	DC	20036	$25,000
Center For Inspired Teaching	*General Operating Support*	3670	1436 U Street NW Suite 400	Washington	DC	20009-3987	$25,000
Children's Hospital Foundation	General Operating Support	3601	111 Michigan Avenue, NW	Washington	DC	20010	$10,000
Children's Hospital Foundation	Facilities/Renovations	3119	111 Michigan Avenue, NW	Washington	DC	20010	$333,333
Children's Hospital Foundation	Facilities/Renovations	3119	111 Michigan Avenue, NW	Washington	DC	20010	$333,333
The Children's Inn at NIH	Kitchen and Dining Area Renovation	3538	7 West Drive	Bethesda	MD	20814-1509	$50,000
Children's Miracle Network - Washington DC	General Operating Support	3680	Children's National Medical Center 111 Michigan Avenue, NW	Washington	DC	20010	$5,000
The Churchill Centre	General Operating Support	3540	200 W Madison St Ste 1700	Chicago	IL	60606	$25,000
College Summit National Capital Region	General Operating Support	3741	415 Michigan Avenue, NE Suite 350	Washington	DC	20017	$25,000
CollegeTracks	General Operating Support	3571	5126 Manning Dr	Bethesda	MD	20814-1227	$25,000
Columbia University College of Physicians and Surgeons	Mitochondrial Disease Patient Registry	3732	Department of Neurology P&S 4-424A (Box 31) 630 West 168th Street	New York	NY	10032	$70,000
Columbia University College of Physicians and Surgeons	Clinical Trial for Patients with mtDNA Related Disorders	3731	Department of Neurology P&S 4-424A (Box 31) 630 West 168th Street	New York	NY	10032	$100,000
Columbus Foundation	*General Operating Support*	3715	*1234 E Broad St*	*Columbus*	OH	43205-1405	$50,000

The J. Willard and Alice S. Marriott Foundation

Grantee Name	Project Description	Grant ID	Street Address	City	State	Zip Code	Amount
Comfort For Americas Uniformed Services (CAUSE)	General Operating Support	3620	4114 Legato Road Suite B	Fairfax	VA	22033	$10,000
The Community Foundation for Montgomery County	General Operating Support	3695	8720 Georgia Avenue Suite 202	Silver Spring	MD	20910	$5,000
Community Foundation for the National Capital Region	General Operating Support	3681	1201 15th Street, NW Suite 420	Washington	DC	20005	$25,000
Community Foundation for the National Capital Region	Disaster Relief - Super Storm Sandy	3807	Disaster Relief Funds 1201 15th Street, NW Suite 420	Washington	DC	20005	$125,000
Congressional Coalition on Adoption Institute	General Operating Support	3682	311 Massachusetts Ave, NE	Washington	DC	20002	$10,000
Consortium of Catholic Academies (formerly the Center City Consortium)	Scholarship Support	3355	5001 Eastern Avenue Suite 207	Hyattsville	MD	20782-3447	$100,000
Cornell University	Marriott Student Learning Center	3116	School of Hotel Administration 174 Statler Hall	Ithaca	NY	14853-0223	$588,855
Corporation of the President of the Church of Jesus Christ of Latter-day Saints	Program Support	3759	LDS Philanthropies 1450 N University Ave	Provo	UT	84604	$200,000
Culinary Institute of America	Marriott Pavilion	2283	1946 Campus Drive	Hyde Park	NY	12538-1499	$1,000,000
Culinary Institute of America	General Operating Support	3534	1946 Campus Drive	Hyde Park	NY	12538-1499	$25,000
Cultural Alliance of Greater Washington	General Operating Support	3787	923 F Street, NW Suite 303	Washington	DC	20004	$10,000
Cultural Tourism DC	General Operating Support	3046	1250 H Street, NW, Suite 1000	Washington	DC	20005	$5,000
Cystic Fibrosis Foundation	General Operating Support	3633	6931 Arlington Road	Bethesda	MD	20814	$15,000
Dana Hall School	General Operating Support	3644	45 Dana Road P.O. Box 9010	Wellesley	MA	02482-9010	$5,000
Dana-Farber Cancer Institute	Fund for Melanoma Research	3632	c/o Linda Schwabe 220 Boylston Street, Apt 9007	Boston	MA	02116	$10,000
DC Central Kitchen	Culinary Job Training Program	3545	425 Second Street, NW	Washington	DC	20001	$150,000

The J. Willard and Alice S. Marriott Foundation

Grantee Name	Project Description	Grant ID	Street Address	City	State	Zip Code	Amount
DC College Access Program	General Operating Support	3533	1029 Vermont Avenue, NW Suite 400	Washington	DC	20005	$25,000
DC College Access Program	General Operating Support	3621	1029 Vermont Avenue, NW Suite 400	Washington	DC	20005	$200,000
Don Bosco Cristo Rey High School	Capital Campaign	3356	P.O. Box 56481	Washington	DC	20040	$33,333
Fair Chance	General Operating Support	3669	2001 S Street, NW Suite 310	Washington	DC	20009-1164	$25,000
Feeding America	General Operating Support	3582	35 E. Wacker Drive Suite 2000	Chicago	IL	60601	$50,000
Fight For Children	General Operating Support	3552	1726 M Street, NW Suite 202	Washington	DC	20036	$100,000
Fight For Children	Professional Development Program for Early Childhood Education Teachers	3727	1726 M Street, NW Suite 202	Washington	DC	20036	$100,000
Fisher House Foundation Inc	General Operating Support	3664	111 Rockville Pike Ste 420	Rockville	MD	20850-5168	$5,000
FLAG Foundation (Future Leaders of American Government)	Scholarships for Field Trips	3743	218 West Water Street Suite 400	Charlottesville	VA	22902	$25,000
Food & Friends	General Operating Support	3565	219 Riggs Road, NE	Washington	DC	20011	$125,000
For Love of Children	Neighborhood Tutoring Program	3553	1763 Columbia Road, NW	Washington	DC	20009	$20,000
Foundation Center	General Operating Support	3673	1627 K Street, NW Third Floor	Washington	DC	20006-1708	$3,000
Foundation Fighting Blindness	General Operating Support	3532	11435 Cronhill Drive	Owings Mill	MD	21117-2220	$10,000
Free Wheelchair Mission	Wheelchairs for Poor and Disabled in Peru	3560	15279 Alton Parkway, Suite 300	Irvine	CA	92618	$35,167
Fundacion Paraguaya	Program Support for School	3354	5589 Blinder	Asuncion		Paraguay	$50,000
George W Bush Foundation	Women's Initiative Advisory Council	3058	P.O. Box 600610	Dallas	TX	75360	$200,000
George W Bush Foundation	Capital Campaign	3790	P.O. Box 600610	Dallas	TX	75360	$250,000
Girl Scout Council of the Nation's Capital	General Operating Support	3503	4301 Connecticut Avenue, NW M-2	Washington	DC	20008	$25,000

The J. Willard and Alice S. Marriott Foundation

Grantee Name	Project Description	Grant ID	Street Address	City	State	Zip Code	Amount
Girl Scout Council of the Nation's Capital	Young Leaders Program	3720	4301 Connecticut Avenue, NW M-2	Washington	DC	20008	$30,000
Global Business Travel Association Foundation	Educational Programming and Scholarship Support	2620	123 N. Pitt Street	Alexandria	VA	22314	$20,000
Global Business Travel Association Foundation	Educational Programming and Scholarship Support	2620	123 N Pitt Street	Alexandria	VA	22314	$20,000
Green Door	General Operating Support	3629	1221 Taylor Street, NW	Washington	DC	20011	$10,000
Habitat for Humanity of Montgomery County	Home Build Support	3722	9110 Gaither Road	Gaithersburg	MD	20877	$15,000
Habitat for Humanity of Northern Virginia	Home Build Support	3770	716 South Glebe Road	Arlington	VA	22204	$10,000
Habitat for Humanity of Washington DC	Home Build Support	3784	2115 Ward Court, NW Suite 100	Washington	DC	20037	$70,000
Harvard Business School	General Operating Support	3792	HBS Development Operations Teele Hall Soldiers Field	Boston	MA	02163	$1,000
Hemophilia Association of the Capital Area	General Operating Support	3616	10560 Main Street, Suite 419	Fairfax	VA	22030	$5,000
Heritage Foundation	General Operating Support	3764	214 Massachusetts Ave NE	Washington	DC	20002-4958	$25,000
Higher Achievement Program Inc	Support for 6 Achievement Centers in Washington D.C. Metro Area	3561	317 8th St NE	Washington	DC	20002	$50,000
Hispanic College Fund, Inc	Scholarship Fund	3758	P.O. Box 34636	Washington	DC	20043	$74,910
Holton-Arms School	Fund Campaign	3795	7303 River Road	Bethesda	MD	20817	$1,000
Holy Cross Hospital Foundation	General Operating Support	3668	11801 Tech Road	Silver Spring	MD	20904	$15,000
Hospice Caring, Inc	General Operating Support	3602	518 S Frederick Avenue	Gaithersburg	MD	20877	$10,000
House of Ruth	Housing Program for Women and Children	3750	5 Thomas Circle, NW	Washington	DC	20005-4153	$25,000
Housing Unlimited, Inc.	Affordable Housing Program	3708	1398 Lamberton Drive Suite G1	Silver Spring	MD	20902	$25,000

The J. Willard and Alice S. Marriott Foundation

Grantee Name	Project Description	Grant ID	Street Address	City	State	Zip Code	Amount
Huntsman Cancer Foundation	Huntsman Cancer Institute Center for Children	962	500 Huntsman Way	Salt Lake City	UT	84108	$100,000
Imagination Stage	The Lion, The Witch and The Wardrobe Production	3654	4908 Auburn Avenue	Bethesda	MD	20814	$10,000
Imagination Stage	General Operating Support	3684	4908 Auburn Avenue	Bethesda	MD	20814	$10,000
IMPACT Silver Spring	Program Support	3747	P O Box 8397	Silver Spring	MD	20907	$30,000
Interfaith Works	General Operating Support	3585	114 West Montgomery Ave	Rockville	MD	20850-4213	$5,000
Interfaith Works	General Operating Support	3724	114 West Montgomery Ave	Rockville	MD	20850-4213	$100,000
International Business Leaders Forum - North America (IBLF-NA)	Youth Career Initiative	2152	888 17th Street, NW Suite 201	Washington	DC	20006	$62,500
International Business Leaders Forum - North America (IBLF-NA)	Youth Career Initiative	3429	888 17th Street, NW Suite 201	Washington	DC	20006	$166,667
James Madison Memorial Fellowship Foundation	Teaching Fellowship	3555	1613 Duke Street	Alexandria	VA	22314	$24,000
Jayna Murray Foundation	Program Support	3374	5230 Tuckerman Lane #716	Rockville	MD	20852	$2,500
The John F Kennedy Center for the Performing Arts	General Operating Support	3597	2700 F Street, NW	Washington	DC	20566-0001	$100,000
The John F Kennedy Center for the Performing Arts	General Operating Support	3636	2700 F Street, NW	Washington	DC	20566-0001	$190,000
The John F Kennedy Center for the Performing Arts	Annual Fund	3634	2700 F Street, NW	Washington	DC	20566-0001	$50,000
The John F. Kennedy Center for the Performing Arts	General Operating Support	3685	2700 F Street, NW	Washington	DC	20566-0001	$44,000
The John F Kennedy Center for the Performing Arts	General Operating Support	3686	2700 F Street, NW	Washington	DC	20566-0001	$55,000
Johns Hopkins Health System	Facilities/Renovations	3118	The Johns Hopkins Medical Institutions Wilmer 112 600 North Wolfe Street	Baltimore	MD	21205	$333,000

The J. Willard and Alice S. Marriott Foundation

Grantee Name	Project Description	Grant ID	Street Address	City	State	Zip Code	Amount
Johns Hopkins Health System	Memorial Donation	3814	The Johns Hopkins Medical Institutions Wilmer 112 600 North Wolfe Street	Baltimore	MD	21205	$2,500
Johns Hopkins University	Research	3492	2800 N Charles Street, Suite 314	Baltimore	MD	21218	$10,000
Johnson & Wales University	General Operating Support	3687	8 Abbott Park Place	Providence	RI	02903	$10,000
Jubilee Jobs, Inc	Job Placement and Support Services	3564	2712 Ontario Road, NW	Washington	DC	20009	$20,000
Junior Achievement of the National Capital Area	General Operating Support	3688	1050 17th Street, NW Suite 750	Washington	DC	20036	$10,000
Juvenile Diabetes Research Foundation	General Operating Support	3689	Capitol Chapter 1400 K Street, NW Suite 725	Washington	DC	20005	$5,000
KaBOOM!	Playground Build	3797	4301 Connecticut Avenue, NW, Suite ML-1	Washington	DC	20008	$85,000
KEYS For The Homeless Foundation, Inc.	General Operating Support	3779	P.O. Box 32027	Washington	DC	20007	$25,000
Knock-Out Abuse	General Operating Support	3639	1050 17th Street, NW, Suite 1200	Washington	DC	20036	$10,000
Lakes Region Conservation Trust	General Operating Support	3651	156 Dane Road (Route 25B) PO Box 766	Center Harbor	NH	03226	$5,000
Larry King Cardiac Foundation	General Operating Support	3607	15720 Crabbs Branch Way	Rockville	MD	20855	$10,000
Latin American Youth Center	Youth Liaison Program	3729	1419 Columbia Road, NW	Washington	DC	20009	$40,000
LDS Church, Corporation of the Presiding Bishopric	Program Support	3757	1999 West 1700 South	Salt Lake City	UT	84104	$25,000
Lexington College	Scholarship Support	3558	310 S Peoria Street, Suite 512	Chicago	IL	60607	$25,000
Literacy Council of Montgomery County	General Operating Support	3736	21 Maryland Avenue Suite 320	Rockville	MD	20850	$15,000
Make-A-Wish Foundation of the Mid-Atlantic, Inc	General Operating Support	3610	5272 River Road, Suite 700	Bethesda	MD	20816	$37,500

The J. Willard and Alice S. Marriott Foundation

Grantee Name	Project Description	Grant ID	Street Address	City	State	Zip Code	Amount
Marriott Foundation for People with Disabilities	General Operating Support	3600	10400 Fernwood Road	Bethesda	MD	20817	$25,000
Marriott Foundation for People with Disabilities	Program Support	3611	10400 Fernwood Road	Bethesda	MD	20817	$1,297,380
Marriott Foundation for People with Disabilities	Program Support	3611	10400 Fernwood Road	Bethesda	MD	20817	$1,302,620
Massachusetts General Hospital	Endowment	3661	Development Office 165 Cambridge Street, Ste 600	Boston	MA	02114	$118,330
Mayo Clinic	Depression Center Bipolar Biobank Biomarker Development Program	3785	200 1st Street Southwest	Rochester	MN	55902	$500,000
Mental Health Association of Montgomery County	General Operating Support	3613	1000 Twinbrook Parkway	Rockville	MD	20851	$5,000
Mental Health Association of Montgomery County	General Education and Outreach Activities	3584	1000 Twinbrook Parkway	Rockville	MD	20851	$25,000
Mental Health Association of Montgomery County	General Operating Support	3710	1000 Twinbrook Parkway	Rockville	MD	20851	$1,000
Mentors, Inc.	Mentoring Program Support	3604	1012 14th Street, NW, Suite 304	Washington	DC	20005	$25,000
Metropolitan State University of Denver?	Hospitality Learning Center	3324	Campus Box 14, P O Box 173362	Denver	CO	80217	$318,300
Michigan State University	Culinary Business Learning Lab Renovation	3115	The Eli Broad Graduate School of Management 231 Eppley Center	East Lansing	MI	48824-1121	$248,274
Miriam's Kitchen	General Operating Support	3713	2401 Virginia Avenue, NW	Washington	DC	20037-2637	$15,000
Montgomery College Foundation	General Operating Support	2934	40 West Gude Drive Suite 220	Rockville	MD	20850	$120,000
Montgomery College Foundation	Scholarship Support	3674	40 West Gude Drive Suite 220	Rockville	MD	20850	$5,000
Montgomery County Coalition for the Homeless	General Operating Support	3550	600-B East Gude Drive	Rockville	MD	20850	$5,000

The J. Willard and Alice S. Marriott Foundation

Grantee Name	Project Description	Grant ID	Street Address	City	State	Zip Code	Amount
Montgomery General Hospital Foundation Inc	Campaign for Montgomery General Hospital	2499	18101 Prince Philip Dr	Olney	MD	20832-1514	$5,000
N Street Village Inc	General Operating Support	3549	1333 N Street, NW	Washington	DC	20005	$10,000
National Academy Foundation	General Operating Support	3577	218 West 40th Street, 5th Floor	New York	NY	10018	$25,000
National Academy Foundation	General Operating Support	3640	218 West 40th Street, 5th Floor	New York	NY	10018	$50,000
National Academy Foundation	Program Support	3442	218 West 40th Street, 5th Floor	New York	NY	10018	$100,000
National Campaign to Prevent Teen and Unplanned Pregnancy	General Operating Support	3755	1776 Massachusetts Avenue, NW Suite 200	Washington	DC	20036	$20,000
National Defense University Foundation Inc	General Operating Support	3768	300 5th Ave	Washington	DC	20319-5066	$50,000
National Multiple Sclerosis Society-National Capital Chapter	General Operating Support	3606	1800 M Street, NW, Suite 750 South	Washington	DC	20036-5808	$20,000
National Restaurant Association Educational Foundation	General Operating Support	3608	175 West Jackson Boulevard Suite 1500	Chicago	IL	60604-2814	$20,000
National Restaurant Association Educational Foundation	ProStart Initiative - Youth Development Program	3215	175 West Jackson Boulevard Suite 1500	Chicago	IL	60604-2814	$150,000
National Symphony Orchestra	General Operating Support	3635	The John F Kennedy Center for the Performing Arts 2700 F Street, NW	Washington	DC	20566	$50,000
The National Theatre	Saturday Morning at the National	3772	1321 Pennsylvania Ave, NW	Washington	DC	20004	$45,000
Neediest Kids Inc	General Operating Support	3739	8283 Greensboro Drive	McLean	VA	22102-3830	$25,000
Network For Teaching Entrepreneurship (NFTE)	General Operating Support	3737	120 Wall Street 18th Floor	New York	NY	10005	$25,000
New Hampshire Lodging & Restaurant Association Education Foundation	General Operating Support	3701	341 Loudon Road, Unit 3	Concord	NH	03301	$10,000
New Leaders	Program Support	3744	1432 K Street, NW 2nd Floor	Washington	DC	20005	$25,000
New Schools Venture Fund	Support for Education in D.C	3752	49 Stevenson St Ste 575	San Francisco	CA	94105-2943	$200,000

The J. Willard and Alice S. Marriott Foundation

Grantee Name	Project Description	Grant ID	Street Address	City	State	Zip Code	Amount
New York University, School of Continuing and Professional Studies	Endowed Scholarship Fund - School of Hospitality Administration	3101	Tisch Center for Hospitality, Tourism and Sports Management 48 Cooper Square, Room 103	New York	NY	10002-7154	$50,000
Northern Arizona University	Demonstration Kitchen	3403	School of Hotel and Restaurant Management PO Box 4094	Flagstaff	AZ	86011-4092	$100,000
An Open Book Foundation	Books for Low-income Children	3775	3215 Morrison St., NW	Washington	DC	20015-1636	$5,000
The Panetta Institute For Public Policy	Program Support	3536	CSU Monterey Bay 100 Campus Center Bldg 86E	Seaside	CA	93955	$5,000
The Panetta Institute For Public Policy	General Operating Support	3766	CSU Monterey Bay 100 Campus Center Bldg 86E	Seaside	CA	93955	$5,000
Park City Academy	General Operating Support	2998	3120 Pinebrook Road	Park City	UT	84098	$50,000
Park City Medical Center Foundation	Capital Campaign	3593	900 Round Valley Dr	Park City	UT	84060-7552	$20,000
Passion 4 Learning, Inc.	After School and Summer Technology Program	3528	1210 Woodside Parkway	Silver Spring	MD	20910	$16,000
Perform It! Young People's Stage Company	General Operating Support	3723	P.O. Box 2093	Wolfeboro	NH	03894	$5,000
Potomac Community Resources	General Operating Support	3691	9200 Kentsdale Drive	Potomac	MD	20854	$25,000
Prevention of Blindness Society of the Metropolitan Area	General Operating Support	3556	1775 Church Street, N.W.	Washington	DC	20036-1301	$5,000
Primary Care Coalition of Montgomery County	Program Support	2969.01	8757 Georgia Avenue, 10th Floor	Silver Spring	MD	20910	$15,000
Purdue University	Hospitality and Tourism Management Facility	2672	1031 Hovde Hall, Room 200	West Lafayette	IN	47907-1031	$477,450
Purdue University	Hospitality and Tourism Management Facility	2672	1031 Hovde Hall, Room 200	West Lafayette	IN	47907-1031	$22,550
Reading Partners	General Operating Support	3725	600 New Hampshire Ave., NW	Washington	DC	20037	$25,000
Rising Star Outreach	Facilities/Renovations	3461	483 East 100 South	Provo	UT	84606-4748	$125,000
Rising Star Outreach	General Operating Support	3728	483 East 100 South	Provo	UT	84606-4748	$5,000

The J. Willard and Alice S. Marriott Foundation

Grantee Name	Project Description	Grant ID	Street Address	City	State	Zip Code	Amount
Riverview School	General Operating Support	3598	551 Route 6A	East Sandwich	MA	02537	$5,000
Roosevelt University	Scholarship Support	3574	430 South Michigan Avenue Suite 827F	Chicago	IL	60605	$30,000
Round House Theatre	Support for Education and Outreach Programs	3559	P O Box 30688	Bethesda	MD	20824-0688	$10,000
Ryerson University - Ted Rogers School of Management	Scholarship Endowment	3580	55 Dundas Street West TRS 3-016	Toronto		M5B 2K3	$25,000
Salvation Army, The	General Operating Support	3692	2626 Pennsylvania Avenue, NW	Washington	DC	20037	$5,000
San Diego State University	HTM Internship and Career Placement Center	2682	5500 Campanile Drive	San Diego	CA	92182-7455	$381,960
San Diego State University	HTM Internship and Career Placement Center	2682	5500 Campanile Drive	San Diego	CA	92182-7455	$18,040
San Francisco State University	Global Student Center & Professional Skills Development Center	3486	1600 Holloway Avenue	San Francisco	CA	94132	$50,000
Septima Clark Public Charter School	General Operating Support	3717	2501 Martin Luther King Jr Avenue, SE	Washington	DC	20020	$25,000
Sibley Memorial Hospital Foundation	General Operating Support	3693	5255 Loughboro Road, N.W.	Washington	DC	20016-2695	$10,000
Sigma Chi Foundation	Sigma Chi's Leadership and Scholarship Mission	3502	International Headquarters 1714 Hinman Avenue	Evanston	IL	60201	$5,000
Sigma Chi Foundation	Making a Difference Campaign	2956	International Headquarters 1714 Hinman Avenue	Evanston	IL	60201	$3,000
The Society of St Andrew, Inc	General Operating Support	3735	3383 Sweet Hollow Road	Big Island	VA	24526-3054	$25,000
Southern Virginia University	Capital Campaign	2694	One University Hill Drive	Buena Vista	VA	24416	$13,830
Southern Virginia University	General Operating Support	3675	One University Hill Drive	Buena Vista	VA	24416	$5,000
Southern Virginia University	Capital Campaign	2694	One University Hill Drive	Buena Vista	VA	24416	$100,000
Southern Virginia University	Capital Campaign	2694	One University Hill Drive	Buena Vista	VA	24416	$180,966
Spanish Catholic Center	General Operating Support	3557	1618 Monroe Street, NW	Washington	DC	20010	$10,000
St. Albans School	General Operating Support	3328.01	3000 Wisconsin Avenue, NW	Washington	DC	20016	$1,000

The J. Willard and Alice S. Marriott Foundation

Grantee Name	Project Description	Grant ID	Street Address	City	State	Zip Code	Amount
St Luke's House and Threshold Services United	Program Support	3742	6040 Southport Drive	Bethesda	MD	20814	$25,000
The Starkey Hearing Foundation	General Operating Support	3652	6700 Washington Ave S Eden Prairie, MN 55344	Eden Prarie	MN	55344	$25,000
Strathmore Hall Arts Center	Music Center	1101	10701 Rockville Pike	North Bethesda	MD	20852	$100,000
Suburban Hospital Foundation	General Operating Support	3800	8600 Old Georgetown Road	Bethesda	MD	20814	$5,000
Supported Employment Enterprise Corporation	General Operating Support	3563	8905 Fairview Road Suite 300	Silver Spring	MD	20910-4172	$25,000
Talbot Humane	Fundraiser Contribution	3650	Po Box 1143	Easton	MD	21601-8922	$1,000
Taproot Foundation	Capacity Support for Funded Nonprofits	3572	1612 K St NW, Suite 505	Washington	DC	20006	$60,000
Thrive DC	General Operating Support	3761	St. Stephen and the Incarnation Episcopal Church 1525 Newton Street NW Suite G1	Washington	DC	20010	$30,000
TLC (The Treatment and Learning Centers)	Capital Campaign	3734	2092 Gaither Road Suite 100	Rockville	MD	20850	$20,000
Treatment Advocacy Center	General Operating Support	3583	200 North Glebe Road Suite 730	Arlington	VA	22203	$25,000
Trust for the National Mall	General Operating Support	3798	1300 Pennsylvania Avenue, NW Suite 370	Washington	DC	20004	$25,000
Tuftonboro Firefighters Association, Inc	General Operating Support	3776	PO Box 437	Melvin Village	NH	03850	$5,000
Turning the Page	Program Support	3568	1010 Vermont Avenue, NW, Suite 915	Washington	DC	20005	$20,000
United Mitochondrial Disease Foundation Inc	Support for a Scientific Officer	3809	8085 Saltsburg Road, Suite 201	Pittsburgh	PA	15239-1977	$25,000
United Negro College Fund	Scholarship Support	3488	1805 7th Street, NW	Washington	DC	20001	$2,481
United Negro College Fund	Scholarship Support	3763	1805 7th Street, NW	Washington	DC	20001	$74,760
United Way of the National Capital Area	Community Impact Fund	3575	1101 15th Street, NW Suite 1000	Washington	DC	20005	$75,000

The J. Willard and Alice S. Marriott Foundation

Grantee Name	Project Description	Grant ID	Street Address	City	State	Zip Code	Amount
University of Denver	Scholarship Support	2531	School of Hotel, Restaurant & Tourism Managment Daniels College of Business 2030 E Evans Avenue	Denver	CO	80208	$10,000
University of Maryland Eastern Shore	General Operating Support	2777	Richard A. Henson Center 11868 Academic Oval	Princess Anne	MD	21853-1299	$50,000
University Of Rochester	Memorial Donation	3631	Office of Gift and Donor Records 300 East River Road P O. Box 270032	Rochester	NY	14627	$2,500
University of Utah	Honor Residential Living Center	3104	Development Office 540 Arapeen Drive, Room 250	Salt Lake City	UT	84108	$388,326
University of Utah	Program Support	3237	Development Office 540 Arapeen Drive, Room 250	Salt Lake City	UT	84108	$50,000
University System of Maryland Foundation	General Operating Support	3769	3300 Metzerott Rd	Adelphi	MD	20783	$10,000
The Urban Alliance Foundation, Inc.	Internship Program	3619	2030 Q. St. NW	Washington	DC	20009	$105,000
Utah Valley University Foundation	Scholarship Support	3341	800 West University Parkway	Orem	UT	84058-5999	$20,000
Utah Valley University Foundation	General Operating Support	3666	800 West University Parkway	Orem	UT	84058-5999	$7,500
Washington Airports Task Force	General Operating Support	3745	44701 Propeller Court, Suite 100	Dulles	VA	20166-7601	$20,000
Washington Regional Association of Grantmakers	General Operating Support	3696	1400 16th Street, NW Suite 740	Washington	DC	20036	$1,500
Washington Hospitality Foundation	Capital Support	3589	1201 New York Avenue, NW Suite 601	Washington	DC	20005	$250,000
Washington Nationals Dream Foundation	Youth Baseball Academy	3637	Nationals Park 1500 South Capitol St., SE	Washington	DC	20003-3599	$50,000
Washington Redskins Charitable Foundation	General Operating Support	3662	21300 Redskin Park Drive	Ashburn	VA	20147	$4,000
Washington State University	Renovation of Todd Hall	2409	Hotel & Restaurant Admin. Todd Hall	Pullman	WA	99164	$300,000

The J. Willard and Alice S. Marriott Foundation

Grantee Name	Project Description	Grant ID	Street Address	City	State	Zip Code	Amount
Wesley Theological Seminary	Program Support	3541	4500 Massachusetts Avenue, N.W	Washington	DC	20016	$10,000
Wesley Theological Seminary	Program Support	3656	4500 Massachusetts Avenue, N.W.	Washington	DC	20016	$46,705
WETA	Early Literacy Program	3740	3939 Cambell Avenue	Arlington	VA	22206	$10,000
Widener University	Dining Room Renovation	2645	One University Place	Chester	PA	19013-5792	$25,000
WorldTeach	Development of English Language Teaching Materials	3767	One Brattle Square Suite 550	Cambridge	MA	02138	$25,000
Youth for Tomorrow - Joe Gibbs Charities	General Operating Support	3627	11835 Hazel Circle Drive	Bristow	VA	20136	$15,000
Grand Totals (241 items)							$19,149,403

J. Willard and Alice S. Marriott Foundation
EIN: 52-6068678
Form 990-PF
Attachment 15

Harbor Investment Advisory
REALIZED GAINS AND LOSSES
Company Stock
300-002516
From 01-01-12 Through 12-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
03-01-99	01-10-12	1,351.000	HOST HOTELS & RESORTS INC	13,241.69	20,865.78		7,624.09
09-08-99	01-10-12	25,000.000	HOST HOTELS & RESORTS INC	241,755.00	386,117.34		144,362 34
09-09-99	01-10-12	400,000.000	HOST HOTELS & RESORTS INC	3,863,760.00	6,177,877.52		2,314,117 52
09-02-99	01-10-12	50,000.000	HOST HOTELS & RESORTS INC	480,630 00	772,234 69		291,604.69
09-07-99	01-10-12	73,649.000	HOST HOTELS & RESORTS INC	706,419.60	1,137,486.25		431,066.65
09-07-99	03-01-12	1,351.000	HOST HOTELS & RESORTS INC	12,958.40	21,216 37		8,257.97
09-10-99	03-01-12	132,600.000	HOST HOTELS & RESORTS INC	1,269,459.00	2,082,376 73		812,917.73
09-03-99	03-01-12	25,000.000	HOST HOTELS & RESORTS INC	239,255.00	392,604.97		153,349.97
09-01-99	03-01-12	5,000 000	HOST HOTELS & RESORTS INC	47,754.00	78,520.99		30,766 99
09-13-99	03-01-12	109,400.000	HOST HOTELS & RESORTS INC	1,044,770.00	1,718,039 33		673,269.33
08-31-99	03-01-12	1,649.000	HOST HOTELS & RESORTS INC	15,519.23	25,896.22		10,376 99
12-20-10	05-02-12	166,611.000	MARRIOTT INTL INC NEW CL A	6,628,850.56	6,657,622.94		28,772 38
08-01-94	05-02-12	83,389.000	MARRIOTT INTL INC NEW CL A	489,712 87	3,332,148.06		2,842,435.19
08-01-94	05-02-12	43,630.000	MARRIOTT INTL INC NEW CL A	256,222 92	1,743,629.50		1,487,406.58
08-01-94	05-02-12	143,807 000	MARRIOTT INTL INC NEW CL A	844,525.53	5,747,132 26		4,902,606.73
08-01-94	05-03-12	179,115 576	MARRIOTT INTL INC NEW CL A	1,051,879.78	7,157,293.58		6,105,413.80
10-08-93	05-03-12	27,254 424	MARRIOTT INTL INC NEW CL A	135,550.78	1,089,061 72		953,510 94

J. Willard and Alice S. Marriott Foundation
EIN: 52-6068678
Form 990-PF
Attachment 15

Harbor Investment Advisory
REALIZED GAINS AND LOSSES
Company Stock
300-002516
From 01-01-12 Through 12-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
10-08-93	05-03-12	106,193.000	MARRIOTT INTL INC NEW CL A	528,154.41	4,243,377.12		3,715,222.71
08-31-99	06-18-12	166,351.000	HOST HOTELS & RESORTS INC	1,565,578.77	2,614,976.01		1,049,397.24
12-11-01	06-18-12	108,649 000	HOST HOTELS & RESORTS INC	1,005,003.25	1,707,921.97		702,918.72
12-11-01	09-07-12	275,000.000	HOST HOTELS & RESORTS INC	2,543,750 00	4,391,646.44		1,847,896.44
TOTAL GAINS						0 00	28,513,295.00
TOTAL LOSSES						0.00	0.00
				22,984,750.79	**51,498,045.79**	**0.00**	**28,513,295.00**
TOTAL REALIZED GAIN/LOSS			28,513,295 00				

J. Willard and Alice S. Marriott Foundation
EIN: 52-6068678
Form 990-PF
Attachment 15

Harbor Investment Advisory
REALIZED GAINS AND LOSSES
Managed Portfolio
L56-001008
Marriott Foundation: Managed Portfolio
From 01-01-12 Through 12-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
01-04-11	01-13-12	1,000,000	FEDERAL HOME LN BKS FIXED RATE GL-2021 4.000% Due 01-13-21	998,250.00	1,000,000.00		1,750.00
01-10-11	01-26-12	1,000,000	FEDERAL HOME LN BKS FIXED RATE N-9018 3.250% Due 01-26-18	998,250.00	1,000,000.00		1,750 00
03-25-11	01-27-12	1,000,000	FEDERAL HOME LN BKS FIXED RATE GQ-2021 4.090% Due 01-27-21	999,500.00	1,000,000.00	500.00	
07-07-11	01-27-12	500,000	FEDERAL HOME LN MTG CORP MEDIUM TERM NTS FED FIXED RATE 4.000% Due 01-27-23	497,500 00	500,000 00	2,500.00	
02-01-11	02-15-12	250,000	FEDERAL HOME LN BKS FIXED RATE U-9018 3 400% Due 02-15-18	249,312.50	250,000.00		687.50
03-25-11	03-28-12	1,000,000	FEDERAL HOME LN BKS FIXED RATE WW-9018 3.350% Due 03-28-18	996,750 00	1,000,000.00		3,250.00
03-22-12	04-30-12	690 673	GATEWAY FUND CLASS Y	18,592.93	18,744.87	151.94	
07-27-11	04-30-12	36,155 311	GATEWAY FUND CLASS Y	957,031.08	981,255.13	24,224.05	
09-24-02	05-15-12	1,000,000	HOUSEHOLD FIN CORP NT 7.000% Due 05-15-12	986,160.00	1,000,000.00		13,840.00
10-07-11	05-30-12	1,000,000	FEDERAL HOME LN BKS FIXED RATE KZ-2023 3.240% Due 11-03-23	996,000.00	1,000,000.00	4,000.00	
06-14-11	06-14-12	1,000,000	FEDERAL FARM CR BKS CONS SYSTEMWIDE BDS CONS BOND 3 300% Due 06-14-19	1,000,250.00	1,000,000.00	-250.00	

J. Willard and Alice S. Marriott Foundation
EIN: 52-6068678
Form 990-PF
Attachment 15

Harbor Investment Advisory

REALIZED GAINS AND LOSSES

Managed Portfolio

L56-001008

Marriott Foundation: Managed Portfolio

From 01-01-12 Through 12-31-12

						Gain Or Loss	
Open Date	**Close Date**	**Quantity**	**Security**	**Cost Basis**	**Proceeds**	**Short Term**	**Long Term**
02-19-08	12-11-12	400,000	VERIZON COMMUNICATIONS INC NT 4.350% Due 02-15-13	395,636.00	402,848.00		7,212 00
TOTAL GAINS						31,375.99	28,489.50
TOTAL LOSSES						-250.00	0.00
				9,093,232.51	**9,152,848.00**	**31,125.99**	**28,489.50**
TOTAL REALIZED GAIN/LOSS			59,615.49				

J. Willard and Alice S. Marriott Foundation
EIN: 52-6068678
Form 990-PF
Attachment 16

Marriott Foundation
Depreciation Schedule
12/31/2012

Description	Asset life	Date in service	Cost	Accum Depreciation 12/31/2011	Depreciation Calculation 2012	Booked Depreciation Expense 2012	Accum Depreciation 12/31/2012	Adjusted Basis
Laptop - A Gunsteens (E. Mason)	3 YR SL	Jun-03	2,349	2,349	0	0	2,349	
2 Monitors (Howes/Gunsteens)	3 YR SL	Jun-03	1,658	1,658	0	0	1,658	
Xerox Copier (Fdn share)	3 YR SL	Nov-04	4,521	4,521	0	0	4,521	
Printer - A. Gunsteens	3 YR SL	May-06	198	198	0	0	198	
Printer - K Howes(E. Mason)	3 YR SL	May-06	395	395	0	0	395	
Laptop - A Gunsteens	3 YR SL	Jun-07	2,003	2,003	0	0	2,003	
Desktop PC - K. Howes	3 YR SL	Jun-07	1,095	1,095	0	0	1,095	
Printer - K. Howes	3 YR SL	Jun-07	449	449	0	0	449	
GIFTS Software	3 YR SL	Dec-07	7,935	7,935	0	0	7,935	
GIFTS Software	3 YR SL	Oct-09	7,192	7,192	0	0	7,192	
Write-off disposed assets			(21,305)	(21,305)	-	-	(21,305)	
Laptops/Printers (Williams, Farnum, Gunsteens)	3 YR SL	Jan-12	8,804	-	2,935	2,935	2,935	
Total			**15,294**	**6,490**	**2,935**	**2,935**	**9,425**	**5,869**

SCHEDULE D (Form 1041)
Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust: J. WILLARD AND ALICE S. MARRIOTT FOUNDATION

Employer identification number: 52-6068678

Note: *Form 5227 filers need to complete only Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
ATTACHMENT 1			4,500,000.	4,468,874.	31,126.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	31,126.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					1,473,891.
ATTACHMENT 2			56,150,894.	27,609,109.	28,541,785.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	30,015,676.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III Summary of Parts I and II

Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			31,126.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			30,015,676.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			30,046,802.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet,** as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000, **or** if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19					
20	Add lines 18 and 19	20					
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21					
22	Subtract line 21 from line 20 If zero or less, enter -0-			22			
23	Subtract line 22 from line 17. If zero or less, enter -0-			23			
24	Enter the **smaller** of the amount on line 17 or $2,400			24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23			25			
26	Subtract line 25 from line 24			26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22			27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29	Subtract line 28 from line 27			29			
30	Multiply line 29 by 15% (15)					30	
31	Figure the tax on the amount on line 23 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					31	
32	Add lines 30 and 31					32	
33	Figure the tax on the amount on line 17 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34	

J WILLARD AND ALICE S MARRIOTT FOUNDATION

52-6068678

Schedule D Detail of Short-term Capital Gains and Losses

ATTACHMENT 1

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
HARBOR #1008 - SEE ATTACHMENT 15	VARIOUS	VARIOUS	4,500,000	4,468,874	31,126.
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			4,500,000	4,468,874	31,126
Totals			4,500,000	4,468,874	31,126

JSA
2F0971 1 000

Schedule D Detail of Long-term Capital Gains and Losses

ATTACHMENT 2

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
HARBOR #1008 - SEE ATTACHMENT 15	VARIOUS	VARIOUS	4,652,848	4,624,358	28,490
HARBOR #2516 - SEE ATTACHMENT 15	VARIOUS	VARIOUS	51,498,046	22,984,751	28,513,295.
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			56,150,894	27,609,109	28,541,785
			56,150,894		
Totals				27,609,109	28,541,785.