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Form **990-PF**

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

Do not enter Social Security numbers on this form as it may be made public.

OMB No 1545-0052

Department of the Treasury Internal Revenue Service ▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf For calendar year 2013 or tax year beginning . and ending A Employer identification number Name of foundation GRANTHAM FOUNDATION FOR THE PROTECTION 04-6856456 OF THE ENVIRONMENT Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number 617-346-7500 C/O JEREMY GRANTHAM, 40 ROWES WHARF City or town, state or province, country, and ZIP or foreign postal code C if exemption application is pending, check here BOSTON, MA 02110 G Check all that apply: Initial return of a former public charity D 1. Foreign organizations, check here Initial return Amended return Final return 2. Foreign organizations meeting the 85% test, check here and attach computation Address change Name change X Section 501(c)(3) exempt private foundation H Check type of organization; E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust _____ Other taxable private foundation under section 507(b)(1)(A), check here I Fair market value of all assets at end of year J Accounting method: X Cash Accrual If the foundation is in a 60-month termination Other (specify) under section 507(b)(1)(B), check here (from Part II, col. (c), line 16) 394, 136, 609. (Part I, column (d) must be on cash basis.) ▶\$ Part | Analysis of Revenue and Expenses (c) Adjusted net (d) Disbursements (a) Revenue and (b) Net investment for chantable purposes (cash basis only) The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) expenses per books ıncome income 21,600,000. N/A * * * Contributions, gifts, grants, etc., received Check If the foundation is not required to attach Sch. B Interest on savings and temporary cash investments 5,814 5,814 STATEMENT 5,412,091. 5,407,642 STATEMENT 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) STATEMENT : 1 777,624 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 53,362,957. 634,830 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain Income modifications 10a Gross sales less returns and allowances b Less Cost of goods KECEIVED c Gross profit or (loss) ,134,386 STATEMENT -1,134,681 11 Other income ;26,661,143. 4,913,605 Total. Add lines atthrough 11 12 0. 14 Other employee salaries and wages 15 Pension plans, employee benefits 31,078. 0. 31,078. 16a Legal fees 72,475 72,475. 0. STMT 6 **b** Accounting fees 3,986,723. 3,869,372. STMT c Other professional fees 265,167. 262,534. Ō. 17 Interest 120,593 63,580 STMT 8 18 Taxes 19 Depreciation and depletion 20 Occupancy Ω. 16,785. 16,785. 21 Travel, conferences, and meetings 22 Printing and publications 3,800. 0. STMT 9 23 Other expenses 24 Total operating and administrative 4,496,621 4,195,486 120,338. expenses. Add lines 13 through 23 18,911,867. 18,911,867. 25 Contributions, gifts, grants paid 26 Total expenses and disbursements 4,195,486 19,032,205. 23,408,488 Add lines 24 and 25 Subtract line 26 from line 12: 3,252,655 2 Excess of revenue over expenses and disbursements 718,119. b Net investment income (if negative, enter -0-) - . . N/A C Adjusted net income (if negative, enter -0-)

Form **990-PF** (2013)

For	m 99	0-PF (2013) OF THE ENVIRONMENT	December of war		0030430 Page 2
P	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year (a) Book Value	End o (b) Book Value	(c) Fair Market Value
_	1	Cash - non-interest-bearing			
	1	Savings and temporary cash investments	32,775,992.	21,628,031.	21,628,031.
		Accounts receivable ►	,		
	l	Less: allowance for doubtful accounts			
	4	Pledges receivable ▶			*
		Less: allowance for doubtful accounts ▶		······································	
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other			
	1	disqualified persons			
	7	Other notes and loans receivable		4 *	3 3 4
		Less: allowance for doubtful accounts		and _ and the according according to the second control of th	no in the state of the second second second in the second
s	8	Inventories for sale or use		· · · · · · · · · · · · · · · · · · ·	·
Assets	1	Prepaid expenses and deferred charges		· · · · · · · · · · · · · · · · · · ·	
As	1	Investments - U.S. and state government obligations			
	1	Investments - corporate stock STMT 10	125,845,462.	101,548,251.	112,425,297.
	1	Investments - corporate bonds			
	I	Investments - land, buildings, and equipment basis			
	Ι΄΄	Less accumulated depreciation			
	12	Investments - mortgage loans			
	1	Investments - other STMT 11	196,544,129.	225,378,004.	248,882,077.
	1	Land, buildings, and equipment: basis		· · · · · · · · · · · · · · · · · · ·	, , , , , , , , , , , , , , , , , , , ,
	١	Less accumulated depreciation	> 300,000,000,000,000,000,000,000,000,000	THE PERSON NAMED AND PROPERTY ASSESSMENT ASSESSMENT TO THE PROPERTY ASSESSMENT ASSESSMEN	er communication description of the extension to another section and control of the control of t
	15	Other assets (describe ► STATEMENT 12)	98,407.	11,201,204.	11,201,204.
		Total assets (to be completed by all filers - see the	,		
	'	instructions. Also, see page 1, item 1)	355,263,990.	359,755,490.	394,136,609.
_	17	Accounts payable and accrued expenses			
		Grants payable			
"	19	Deferred revenue			, ,
Liabilities	l	Loans from officers, directors, trustees, and other disqualified persons			, ,
Ē	21	Mortgages and other notes payable			1
Ë		Other liabilities (describe ► STATEMENT 13)	80,000.	1,318,845.	, ; , , , , , , , , , , , , , , , , , ,
		Carol habilities (cooches)			
	23	Total liabilities (add lines 17 through 22)	80,000.	1,318,845.	
_		Foundations that follow SFAS 117, check here		<u> </u>	, ,
		and complete lines 24 through 26 and lines 30 and 31.			
ces	24	Unrestricted			
	25	Temporarily restricted			
Net Assets or Fund Balan	26	Permanently restricted			
ā		Foundations that do not follow SFAS 117, check here			,
Z		and complete lines 27 through 31.		٤ .	
ō	27	Capital stock, trust principal, or current funds	0.	0.	٠ ,
šets	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	, ,
Ass	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	,
<u>et</u>	30	Total net assets or fund balances	355,183,990.	358,436,645.	c > 4
2.	l				١
	31	Total liabilities and net assets/fund balances	355,263,990.	359,755,490.	. 1
F	art	III Analysis of Changes in Net Assets or Fund B	alances	-	
=		net assets or fund balances at beginning of year - Part II, column (a), line			
1			JU	1	355 <u>,183</u> ,990.
^	•	st agree with end-of-year figure reported on prior year's return)			3,252,655.
		ramount from Part I, line 27a Fincreases not included in line 2 (itemize)		3	3,232,033.
		lines 1, 2, and 3		4	358,436,645.
		eases not included in line 2 (itemize)		5	0.
		net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	nlumn (h) line 30	6	358,436,645.
6_	ıuld	net assets of fund valances at the of year (line 4 fillins line 3) - Part II, Co	Junin (u), ille ju		Form 990-PF (2013)
					101111 444 1 1 (1010)

Page 3

OF THE ENVIRONMENT

Part IV Capital Gains	and Losses fo	r Tax on In	vestment	Income						
(a) List and descr 2-story brick wa	ibe the kind(s) of pr rehouse; or commo	operty sold (e.g. n stock, 200 shs	., real estate, s. MLC Co.)	-	. b	How ac - Purcl - Dona	hase		acquired lay, yr.)	(d) Date sold (mo., day, yr.)
1a					<u> </u>					
b SEE ATTACHED	STATEMEN	TS			<u> </u>					
_c					ļ					
_d					<u> </u>					
<u>e</u>					L.,					<u> </u>
(e) Gross sales price	(f) Depreciatio (or allow:			t or other basis xpense of sale					aın or (loss s (f) mınus	
_a							_			
<u>b</u> .										
<u>C</u>						`				· · · · · · · · · · · · · · · · · · ·
d				1 506 05						624 626
e 53,362,957.				1,526,27	4.					634,830.
Complete only for assets showin							(l) Gains (C	Col. (h) gain not less tha	minus
(i) F.M.V. as of 12/31/69	(j) Adjusted as of 12/3			cess of col. (ı) col. (ı), if any	. =				(from col.	
a										
b										
C										
d										
е										634,830.
	<u> </u>	f gaın, also enter	ın Part I. line	 7	٦١					
2 Capital gain net income or (net ca	pital loss) 🠧 li	f (loss), enter -0	- ın Part I, lıne		<i>)</i>	2				634,830.
3 Net short-term capital gain or (los		ions 1222(5) an	ia (6):		٦١					
If gain, also enter in Part I, line 8, If (loss), enter -0- in Part I, line 8	column (c).				 	3			N/A	
Part V Qualification U	nder Section	4940(e) for	Reduced	Tax on Net	Inv	estn	nent Inc	come		
(For optional use by domestic private										
(roi upuonai use uy domestic private	ioundations subjec	t to the Section -	+340(a) lax UII	Het investment in	COINC	- <i>)</i>				
If section 4940(d)(2) applies, leave th	is part blank.									
Mary the form detroit belong to the conti	4040	محمد والطمان طينات	acont of ancico	ar in the base per						Yes X No
Was the foundation liable for the sect				-	iou	-				L 162 LAL INU
If "Yes," the foundation does not qual 1 Enter the appropriate amount in a					ntries					
(a)	- I		istructions bo	ore making any c			-	1		(d) -
Base periód years	Aduste	(b) ed qualifying dist	tributions	Net value of no	(c) nchai		use assets	.		oùtión ratio vided by col. (c))
Calendar year (or tax year beginnin	ig in) / rajasti		0,998.				6,521		(cor. (b) div	• 055143
2012			2,748.				$\frac{3,321}{3,851}$.042753
2011		15 72	$\frac{2,740.}{4,620.}$		50	, 95	$\frac{3,631}{0,500}$	- •		.042324
2010			$\frac{4,820.}{2,802.}$				2,045			.038969
2009							$\frac{2,045}{8,611}$.030391
2008		7,19	4,344.		30	, / 4	8,611			.030391
2 Total of line 1, column (d)								2		.209580
3 Average distribution ratio for the 5			on line 2 by 5,	or by the number	of ye	ars		1		04404
the foundation has been in exister	nce if less than 5 year	ırs						3		.041916
4 Enter the net value of noncharitab	le-use assets for 20	13 from Part X,	line 5					4	35	7,721,106.
5 Multiply line 4 by line 3								5	1	4,994,238.
	(40)	071.)								
6 Enter 1% of net investment incom	ie (1% of Part I, line	2/D) 						. 6		<u>7,181.</u>
7 Add lines 5 and 6								7	1	5,001,419.
8 Enter qualifying distributions from		-						8	1	9,032,205.
If line 8 is equal to or greater than See the Part VI instructions.	line 7, check the bo	x ın Part VI, line	1b, and comp	lete that part usin	g a 19	% tax r	ate.			
See the Part VI instructions.								_		000 DE (0010

GRANTHAM FOUNDATION FOR THE PROTECTION

Form 990-PF (2013) OF THE ENVIRONMENT		04-68	56456		Page 4
Part VI Excise Tax Based on Investment Income (Section 4940		4948 - se	e instru	ctio	ns)
1a Exempt operating foundations described in section 4940(d)(2), check here and en	ter "N/A" on line 1.		ę		
Date of ruling or determination letter: (attach copy of letter if nece				· 	
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here	X and enter 1%	1		<u>7,1</u>	81.
of Part I, line 27b					
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4%	of Part I, line 12, col. (b). ノ				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Other	ners enter -0-)	2			0.
3 Add lines 1 and 2		3		7,1	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Ot	hers enter -0-)	4			0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5		7,1	<u>81.</u>
6 Credits/Payments:		,			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 132,604				1
b Exempt foreign organizations - tax withheld at source	6b		,		
c Tax paid with application for extension of time to file (Form 8868)	6c 100,000				ı
d Backup withholding erroneously withheld	6d] .			
7 Total credits and payments. Add lines 6a through 6d		7	23	2,6	04.
8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attack	hed	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	22	5,4	23.
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax	225,423. Refunded	- 11			0.
Part VII-A Statements Regarding Activities					
1a During the tax year, did the foundation attempt to influence any national, state, or local legisla	ation or did it participate or interve	ne in		Yes	No
any political campaign?			1a		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purpos	es (see instructions for the definit	on)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and			,	3	٠
distributed by the foundation in connection with the activities			* , ** bm bm		
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:			,	§ + 2
(1) On the foundation. > \$ 0 • (2) On foundation managers.		١.	,	4.	1 1
e Enter the reimbursement (if any) paid by the foundation during the year for political expendit			45 *		, .,
managers. ▶ \$ 0.			* ,	4	
2 Has the foundation engaged in any activities that have not previously been reported to the IR	S?		2		X
If "Yes." attach a detailed description of the activities.					,
3 Has the foundation made any changes, not previously reported to the IRS, in its governing in	strument, articles of incorporation	n, or	ž_	,	* ; * <u>.</u> .
bylaws, or other similar instruments? If "Yes," attach a conformed copy of the change			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?		N/A	. 4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?			5		X
If "Yes," attach the statement required by General Instruction T			3	٠,	
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied eit	her:		* **	- '	
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 s	tate law	- 1		
remain in the governing instrument?			6	Х	'
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," com	plete Part II, col. (c), and Part	XV	7	Х	
			1-		,
8a Enter the states to which the foundation reports or with which it is registered (see instruction	ns) >		}	ļ .	-5
MA		-			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the At	torney General (or designate)		_		<u> </u>
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 sec	ction 4942(j)(3) or 4942(j)(5) for a	alendar			
year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," co			9	L_	X
10 Did any persons become substantial contributors during the tax year? if "Yes," attach a schedul		STMT 1	4 10	Х	
			Form 990	-PF	(2013)

GRANTHAM FOUNDATION FOR THE PROTECTION 04-6856456 OF THE ENVIRONMENT Form 990-PF (2013) Page 5 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 STATEMENT 15 STMT 17 X section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 .12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? SEE STATEMENT 16 X 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? Website address > WWW.GRANTHAMFOUNDATION.ORG Telephone no. \triangleright (617)346-7500 14 The books are in care of ▶ JEREMY GRANTHAM Located at > 40 ROWES WHARF, BOSTON, ZIP+4 ▶02110 MA 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 N/A Yes No At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, X securities, or other financial account in a foreign country? 16 See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign Part VII-B | Statements Regarding Activities for Which Form 4720 May Be Required File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. Yes 1a During the year did the foundation (either directly or indirectly); Yes X No (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) Yes X No a disqualified person? Yes X No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available ___ Yes 🗶 No for the benefit or use of a disqualified person)? (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 Yes X No termination of government service, if terminating within 90 days.) 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)? N/A 1b 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 2013? 1c 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(i)(3) or 4942(i)(5)); a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning Yes 🗶 No before 2013? 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 N/A 2b statement - see instructions.) 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 ___ Yes X No during the year? b If "Yes," did it have excess business holdings in 2013 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

X

3b

4a

N/A

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,

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that

Form 4720, to determine if the foundation had excess business holdings in 2013.)

had not been removed from jeopardy before the first day of the tax year beginning in 2013?

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

GRANTHAM FOUNDATION FOR THE PROTECTION

Form 990-PF (2013) OF THE ENVIRONMENT	The shorter	72 4	04-68564	1 56	Page 6
Part VII-B Statements Regarding Activities for Which	Form 4720 May Be	Required (contin			- ugo O
5a During the year did the foundation pay or incur any amount to:				, ,	
(1) Carry on propaganda, or otherwise attempt to influence legislation (section			es 🗶 No 📗	ľ	ľ
(2) Influence the outcome of any specific public election (see section 4955); of	or to carry on, directly or indir		(T)		ŀ
any voter registration drive?	•		es X No	\$	
(3) Provide a grant to an individual for travel, study, or other similar purposes	=	Y	es 🗶 No 🏻	'	ì
(4) Provide a grant to an organization other than a charitable, etc., organizatio	n described in section	XY		1	
509(a)(1), (2), or (3), or section 4940(d)(2)?	or advicational purposes, or		es L No		•
(5) Provide for any purpose other than religious, charitable, scientific, literary, the prevention of cruelty to children or animals?	or educational purposes, or		es X No	ŀ	,
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	der the exceptions described				ľ
section 53.4945 or in a current notice regarding disaster assistance (see instru	ictions)?	•		5b	×
Organizations relying on a current notice regarding disaster assistance check h	iere .				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fi	rom the tax because it mainta			٤	, 3
expenditure responsibility for the grant?		X Y	es No	*	1, *
If "Yes," attach the statement required by Regulations section 53 494	, ,			, , ,	,
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on				1
a personal benefit contract?		Y₁	es 🗶 No	* :	*
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?		 	6b	X
If "Yes" to 6b, file Form 8870.		_ 1	[1	·	ź ·
7a At any time during the tax year, was the foundation a party to a prohibited tax s		Y	es X No		 `
b If "Yes," did the foundation receive any proceeds or have any net income attributed in the foundation of the state of th		nagara Highl	N/A	7b	_
Paid Employees, and Contractors	ees, roundation wa	magers, nigni	y		
1 List all officers, directors, trustees, foundation managers and their	compensation.		_		
	(b) Title, and average	(c) Compensation	(d) Contributions to employee benefit plans	(e) E	xpense nt, other
(a) Name and address	hours per week devoted to position	(If not paid, enter ÷0-)	and deferred compensation		nt, otner wances
, , , , , , , , , , , , , , , , , , , ,				1	
		İ			
SEE STATEMENT 18		0.	0.	·	0.
			•		
				 	
				1	
				┼─-	
		-			
2 Compensation of five highest-paid employees (other than those inc	luded on line 1). If none,	enter "NONE."			
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans	(e) E	xpense nt, other
(a) Name and address of each employee paid more than \$50,000	devoted to position	(C) Compensation	and deferred compensation	allo	vances
NONE		-			
				ļ	
				1	
	<u> </u>			 	
Tetal number of other employees paid over \$50,000		l		ــــــــــــــــــــــــــــــــــــــ	

Form **990-PF** (2013)

OF THE ENVIRONMENT 04-6856456 Form 990-PF (2013) Page 7 Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued) 3 Five highest-paid independent contractors for professional services. If none, enter "NONE." (a) Name and address of each person paid more than \$50,000 (b) Type of service (c) Compensation CAMBRIDGE ASSOCIATES 100 SUMMER STREET, BOSTON, MA 02110 CONSULTING 706,322. RAPHAEL AND RAPHAEL LLP 52 CHURCH STREET, BOSTON, MA 02116 ACCOUNTING 72,475. 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 Expenses number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. Part IX-B | Summary of Program-Related Investments Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. Amount N/A All other program-related investments. See instructions.

Form **990-PF** (2013)

Total. Add lines 1 through 3

Form 990-PF (2013)

OF THE ENVIRONMENT

۰	Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations	s, 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	70,786,052.
b	Average of monthly cash balances	1b	22,531,023.
C	Fair market value of all other assets	1c	271,170,406.
d	Total (add lines 1a, b, and c)	1d	364,487,481.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation) 1e 0 •		
2	Acquisition indebtedness applicable to line 1 assets	2	1,318,845.
3	Subtract line 2 from line 1d	3	363,168,636.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,447,530.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	357,721,106.
6	Minimum investment return. Enter 5% of line 5	6	17,886,055.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part.)	id certain	
1	Minimum investment return from Part X, line 6	1	17,886,055.
2a	Tax on investment income for 2013 from Part VI, line 5 2a 7, 181.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	1	
C	Add lines 2a and 2b	2c	7,181. 17,878,874.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	17,878,874.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	17,878,874.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	17,878,874.
P	Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		10 022 205
	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	19,032,205.
	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	
3	Amounts set aside for specific charitable projects that satisfy the:		
a		3a	
b	,	3b	10 022 205
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	19,032,205.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment	_	7 101
_	income. Enter 1% of Part I, line 27b	5	7,181. 19,025,024.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of 4940(e) reduction of tax in those years.	qualities f	or the section

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7			-	17,878,874.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			17,632,798.	
b Total for prior years:	-		·	•
		0.		
3 Excess distributions carryover, if any, to 2013:				. ~
a From 2008				
b From 2009			,	
c From 2010			,	
d From 2011				
e From 2012	0.			
f Total of lines 3a through e 4 Qualifying distributions for 2013 from	0.	_	· · · · · · · · · · · · · · · · · · ·	· · · · · · · · · · · · · · · · · · ·
Part XII, line 4: ►\$ 19,032,205.	*	·		
a Applied to 2012, but not more than line 2a			17,632,798.	* ` ' '
b Applied to undistributed income of prior			· · · · · · · · · · · · · · · · · · ·	•
years (Election required - see instructions)		0.	,	
c Treated as distributions out of corpus		x e es h	, , ,	
(Election required - see instructions)	0.	ν "	, ,	
d Applied to 2013 distributable amount	, ,		, ,	1,399,407.
e Remaining amount distributed out of corpus	0.		•	,
5 Excess distributions carryover applied to 2013	0.			0.
(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:		′	\$ v*} « ^	, " , " , 1
& Corpus Add lines 3f, 4c, and 4e Subtract line 5	Ô.			, , ,
b Prior years' undistributed income. Subtract		•	,	, ,
line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed	*	0.	à	• • • • • • • • • • • • • • • • • • • •
d Subtract line 6c from line 6b. Taxable			7	. ,
amount - see instructions		0.	٠	*
e Undistributed income for 2012. Subtract line	, , ,	•		, ,
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract				
lines 4d and 5 from line 1. This amount must	*	•	,	16 450 465
be distributed in 2014		, ž		16,479,467.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by	0.			ŀ
section 170(b)(1)(F) or 4942(g)(3)	U •		<u> </u>	
8 Excess distributions carryover from 2008	0.		•	,
not applied on line 5 or line 7	-			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.		!	,
10 Analysis of line 9:		-		
a Excess from 2009				
b Excess from 2010]
c Excess from 2011	1			
d Excess from 2012	1			
e Excess from 2013				

GRANTHAM FOUNDATION FOR THE PROTECTION

Form 990-PF (2013) OF THE ENVIRONMENT 04-6856456 Page 10 Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, 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(1)(5) Tax year Prior 3 years 2 a Enter the lesser of the adjusted net (a) 2013 (b) 2012 (c) 2011 (d) 2010 (e) Total 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 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 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 Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.) 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).) SEE STATEMENT 19 b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest. NONE 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 address 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:

04-6856456

Form 990-PF (2013) OF THE ENVIRONMENT

Part XV Supplementary Information (continued) OF THE ENVIRONMENT

Page 11

3 Grants and Contributions Paid During the Y	If recipient is an individual,	. ayıncını	 	
Recipient Name and address (home or business)	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	or substantial contributor	, voipioni		
NEA and	.,,			
350 ORG	N/A	PC	FOR THE PROTECTION OF	
20 JAY STREET, SUITE 1010		-	THE ENVIRONMENT;	
BROOKLYN, NY 11201		•	FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
		ļ	AND POLICY	450,00
AMERICAN FRIENDS OF THE ROYAL SOCIETY	N/A	PC	FOR THE PROTECTION OF	
INC.	.,	[]	1	
•		-	THE ENVIRONMENT;	
1000 N WEST ST 1200			FURTHERANCE OF RELATED	
WILMINGTON, DE 19801			RESEARCH, AWARENESS	
		- 	AND POLICY	25,00
AZUERO EARTH PROJECT INC.	N/A	PC	FOR THE PROTECTION OF	
962 SPRINGS FIREPLACE RD		}	THE ENVIRONMENT;	
EAST HAMPTON, NY 11937			FURTHERANCE OF RELATED	
· · · , · ·			RESEARCH, AWARENESS	
			AND POLICY	42,00
			FIND POLICE	
CAMBRIDGE IN AMERICA	N/A	PC	FOR THE PROTECTION OF	
292 MADISON AVENUE			THE ENVIRONMENT;	
NEW YORK, NY 10017			FURTHERANCE OF RELATED	
10M, MI 1001/				
			RESEARCH, AWARENESS AND POLICY	125 00
			AND POLICY	. 125,00
CARNEGIE INSTITUTION OF WASHINGTON	N/A	PC	FOR THE PROTECTION OF	
1530 P STREET NORTHWEST			THE ENVIRONMENT;	
WASHINGTON, DC 20005			FURTHERANCE OF RELATED	
······································			RESEARCH, AWARENESS	
		1	AND POLICY	300,00
Total SEE COI	NTINUATION SHE	er(s)	▶ 3a	18,911,86
b Approved for future payment				
ALL GRANTS FOR FUTURE PAYMENT ARE				
SUBJECT TO CONTINGENCIES	+			
	-			
			<u> </u>	

Form 990-PF (2013)

Part XVI-A Analysis of Income-Producing Activities

Enter grace amounts unless otherwise indicated	Unrelated by	usiness income	Exclude	ed by section 512, 513, or 514	(e)
Enter gross amounts unless otherwise indicated. 1 Program service revenue:	(a) Business code	(b) Amount	(C) Exclu- sion code	(d) Amount	(e) Related or exempt function income
a			+		
b	_		 	1	
C					
d					
e					•
f	2				
g Fees and contracts from government agencies					
2 Membership dues and assessments					<u>. </u>
3 Interest on savings and temporary cash					
investments		4 4 4 6	14	5,814. 5,407,642.	
4 Dividends and interest from securities	900000	4,449.	14-	5,407,642.	
5 Net rental income or (loss) from real estate:			├		
a Debt-financed property			-		
b Not debt-financed property			1 1		· •-
6 Net rental income or (loss) from personal					
property	900000	295.	14	-1,134,681.	
7 Other investment income	900000	493.	 4	-1,134,001.	
8 Gain or (loss) from sales of assets other	900000	142,794.	14	634,830.	
than inventory	300000	142,/34.	 + 4	034,030.	
Net income or (loss) from special events Gross profit or (loss) from sales of inventory			+ +		
11 Other revenue:			+		
a					
b	_		 		
			 		
d	_		+-+		
e					
12 Subtotal. Add columns (b), (d), and (e)		147,538.		4,913,605.	0.
13 Total. Add line 12, columns (b), (d), and (e)	· · · · · ·	·		13	5,061,143.
(See worksheet in line 13 instructions to verify calculations	5.)				
Part XVI-B Relationship of Activitie	s to the Accom	plishment of Ex	kempt	Purposes	
		- 			-1
Line No. Explain below how each activity for which the foundation's exempt purposes (other the			CONTRIBU	ited importantly to the accom	plishment of
the foundation's exempt purposes (other t					
		-			
					
		<u></u>			
				 	
	··· . - . · · · ·				
		•		•	*
					, ., . , .
			-		
	-				· · · · - · · ·
		· <u></u>			
				··	
200601					
323621 10-10-13					Form 990-PF (2013)

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of

OF THE ENVIRONMENT

Page 13

Yes No

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

the Cod	e (other than section 501(c)(3) organizations) or	ın section 52	27, relating to	political organ	ıızatıons?		× 10 1	1.
a Transfe	rs from the reporting found	ation to a noncharitabl	le exempt or	ganization of:					
(1) Cas	sh							1a(1)	X
(2) Oth	ier assets							1a(2)	X
b Other tra	ansactions:							, ·	. ;
(1) Sal	es of assets to a noncharita	ble exempt organizatio	on					1b(1)	X
(2) Pur	rchases of assets from a no	ncharitable exempt or	ganization					1b(2)	X
(3) Rer	ntal of facilities, equipment,	or other assets		-				1b(3)	X
(4) Rei	mbursement arrangements							1b(4)	X
(5) Loa	ans or loan guarantees							1b(5)	X
(6) Per	formance of services or me	mbership or fundraisi	ng solicitatio	ons				1b(6)	X
c Sharing	of facilities, equipment, ma	iling lists, other assets	s, or paid em	ployees				1c	X
d If the an	iswer to any of the above is	"Yes," complete the fo	llowing sche	edule. Column	(b) should alv	ways show the fair	market value of the good	ds, other assets,	
or servi	ces given by the reporting f	oundation. If the found	lation receiv	ed less than fa	aır market valu	ie in any transacti	on or sharing arrangeme	nt, show in	
column	(d) the value of the goods,								
(a)Line no	(b) Amount involved	(c) Name of n		e exempt orga	nization	(d) Descripti	on of transfers, transactions,	and sharing arrangem	ents
			N/A		,,				
	<u> </u>								
							<u></u>		
2a Is the fo	undation directly or indirec	tly affiliated with, or re	lated to, one	or more tax-	exempt organi	zations described			_,
ın sectio	on 501(c) of the Code (othe	r than section 501(c)(3	3)) or in sect	tion 527?				Yes 🔀	No 🔝
b If "Yes,"	complete the following sch								
	(a) Name of org	janization		(b) Type of	organization		(c) Description of relati	onship	
	N/A					ļ			
			<u> </u>						
				<u> </u>					
and	ier penaities of perjury, I declare belief, it is true, correct; and cor							May the IHS discuss	
Sign	RIA.				1 11.	المستبسب الم		return with the prepa shown below (see in	rer str)?
Here	Man	Main			<u> 13/14 </u>	· 	1ee	X Yes	_ No
Sı	gnature of officer or trustee			Date		Title			
	Print/Type preparer's na	ame	Preparer's s	ignature	_	Date	Check if PT	IN	
			61		1/1/		self- employed		
Paid		NICHOL	gary.	1 palcl	Nuha	11/12/14		200697789	,
Preparei		HAEL AND F	RAPHAE	L LLP	/		Firm's EIN ► 04	-2206126-	
Use Only	·								
	Firm's address ▶ 52					-		010 100	
	BC	STON, MA C	2116	 			Phone no. 617-	-210-1200	
								Form 990-PF	(2013)

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.

Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization

Organization type (check one):

GRANTHAM FOUNDATION FOR THE PROTECTION OF THE ENVIRONMENT

Employer identification number

04-6856456

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 501(c)(3) exempt private foundation Form 990-PF 4947(a)(1) nonexempt chantable 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 its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PE) (2013)

Name of organization
GRANTHAM FOUNDATION FOR THE PROTECTION
OF THE ENVIRONMENT

Employer identification number

04-6856456

Part I	Contributors (see instructions). Use duplicate copies of Part I if additional	ıl space ıs needed.	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JEREMY AND HANNELORE GRANTHAM C/O GMO, 40 ROWES WHARF BOSTON, MA 02110	\$_21,000,000.	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	ARJUN DIVECHA 1612 BRET HARTE ROAD BERKELEY, CA 94708	\$ 600,000.	Person X Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions.)

GRANTHAM FOUNDATION FOR THE PROTECTION OF THE ENVIRONMENT

Employer identification number

04-6856456

(a)	·		
No.	(b)	(c)	(d)
from	Description of noncash property given	FMV (or estimate)	Date received
Part I		(see instructions)	
			
		\$	
(a) No.	(1-)	(c)	(d)
from	(b) Description of noncash property given	FMV (or estimate)	(d) Date received
Part I		(see instructions))
(a)		(c)	
No. from	(b) . Description of noncash property given	FMV (or estimate)	(d) Date received
Part I	Description of noncash property given	(see instructions)	Date received
		 ,	
(a) No.	(b)	(c)	(d)
from Part I	Description of noncash property given	FMV (or estimate) (see instructions)	Date received
"			
			
		\$	
(a)	(h)	(c)	(4)
No. from	(b) Description of noncash property given	FMV (or estimate)	(d) Date received
Part I	Description of nonedam property given	(see instructions)	240700000
	• • • • • • • • • • • • • • • • • • • •		
			
(a)		(c)	
No.	(b)	EMV-(or-estimate)	(d)
from	Description of noncash-property given	(see instructions)	Date received
Part I			
I .		 \$	l

Schedule B (Form 990, 990-EZ, or 990-PF) (2013) Page 4 Employer identification number Name of organization GRANTHAM FOUNDATION FOR THE PROTECTION 04-6856456 OF THE ENVIRONMENT 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) Part III 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 (c) Use of gift (b) Purpose 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 (b) Purpose of gift (c) Use of gift (d) Description of how gift is held Part I (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 99	0-PF	G	AIN OR	(LOSS) F	ROM SALE	OF	` AS	SETS	-	STA	TEMENT	1
DESCRIP'	(A) TION OF	PROPERTY						NNER UIRED		TE IRED	DATE S	OLD
DISPOSI	TION OF	VISION O	PPORTUN	ITY CHIN	A	P	PURCHASED					
	GRO	B) DSS PRICE	COST COST OTHER	OR	(D) EXPENSE SALE	OF	1	(E)	c.	GAIN	(F)	S
-		0.		0.	,	0	-		0.		1,980,0	
DESCRIP'	(A) TION OF	PROPERTY		·				NNER UIRED	DA ACQU	TE IRED	DATE S	OLI
DISPOSI	TION OF	DEFINITI	— VE GUAF	DIAN LTD		P	URC	HASED		•		
	GRO	B) OSS PRICE	COST COST OTHER	OR	(D) EXPENSE SALE	OF	•	(E) DEPRE	c.	GAIN	(F) OR LOS	s
-	3,:	107,309.		0.		0			0.		3,107,3	09.
DESCRIP'	(A) TION OF	PROPERTY						NNER UIRED	DA ACQU	TE IRED	DATE S	OLD
DISPOSI'	TION OF	GMO JAPA	N OPPOR	TUNITIES	FUND	P	URC	HASED				
	GRO	B) OSS PRICE	COST OTHER	OR	(D) EXPENSE SALE	OF	1	(E)	c.	GAIN	(F)	s
_		0.		0.		0			0.		-224,4	

(A) DESCRIPTION OF PROPERTY				ANNER QUIRED		TE JIRED	DATE SOLD
GMO JAPAN LP STCG	_		PUF	RCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAII	(F) N OR LOSS
617,548.	0.		0.		0.		617,548.
(A) DESCRIPTION OF PROPERTY				IANNER QUIRED		TE VIRED	DATE SOLD
GMO JAPAN LP LTCG	_		PUF	CHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAII	(F) N OR LOSS
565,164.	0.		0.		0.		565,164.
(A) DESCRIPTION OF PROPERTY				IANNER QUIRED		TE VIRED	DATE SOLD
GMO QUALITY FUND LTCG	_		PUR	CHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAII	(F) N OR LOSS
2,007,051.	0.		0.		0.		2,007,051.
(A) DESCRIPTION OF PROPERTY				IANNER CQUIRED		TE VIRED	DATE SOLD
GMO EMERGING DOMESTIC O	PP -VI		PUF	CHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAII	(F) N OR LOSS
197,298.	0.		0.		0.		197,298.

DESCRIP	(A) TION OF	PROPERTY	_			IANNER QUIRED		TE IRED	DATE	SOLD
GMO SHO	RT DURA	rion Coll	ATERAL FD III	LTCG	PUR	CHASED				
		3)	(C)	(D)	0.11	(E)	•		(F)	
-		OSS PRICE	COST OR OTHER BASIS	EXPENSE SALE	OF	DEPRE	c.	GAIN	OR LO	oss
-		80.	0.		0.		0.		-	80.
DESCRIP	(A) TION OF	PROPERTY				IANNER QUIRED		TE	DATE	SOLD
GMO INT	L EQUIT	Y ALLOCAT	ION LTCG		PUF	CHASED				
	•	3)	(C)	(D)	0.77	(E)	-		(F)	
		DSS PRICE	COST OR OTHER BASIS	EXPENSE SALE	OF	DEPRE	c.	GAIN	OR LO	oss
-		297,277.	0.		0.		0.		297	,277.
DESCRIP'	(A) TION OF	PROPERTY	_	•	A C	IANNER CQUIRED		TE IRED	DATE	SOLD
GMO SPV	I LTCG				PUF	RCHASED				
		B) OSS	(C) COST OR	(D) EXPENSE	OF	(E)			(F)	
			OTHER BASIS	SALE		DEPRE	С.	GAIN	OR LO	oss
•		8,413.	0.		0.		0.		8	,413.
DESCRIP	(A) TION OF	PROPERTY				IANNER CQUIRED		TE IRED	DATE	SOLD
DISPOSI	TION OF	GMO SPV	I		PUF	CHASED				
		B) OSS	(C) COST OR	(D) EXPENSE	OF	(E)		,	(F)	
		PRICE	OTHER BASIS	SALE	Οr	DEPRE	c.	GAIN	OR L	oss
-		20.	0.		0.		0.			20.

DESCRIE	(A) PTION OF PROPERTY				IANNER QUIRED	DA ACQU	TE IRED	DATE	SOLD
SALE OF	GMO QUALITY FUN	D AI		PUR	CHASED				
	(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)	~	G1 T1	(F)	
•	SALES PRICE	OTHER BASIS	SALE		DEPRE		GAIL	OR LO	
·	16,500,000.	13,349,883.		0.		0.		3,150	,117.
DESCRIF	(A) PTION OF PROPERTY				IANNER QUIRED	DA ACQU	TE IRED	DATE	SOLD
SALE OF	GMO EMERGING DO	MESTIC		PUR	CHASED				
	(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)	~	a	(F)	
	SALES PRICE 11,294,335.	9,806,026.	SALE	0.	DEPRE	0.	GAII	1,488	
SALE OF	(A) PTION OF PROPERTY GMO INTL INTRIN	_	IDED	AC	ANNER QUIRED CHASED	DA ACQU	TE IRED	DATE	SOLD
MKTS FU	(B)	(C)	(D)	OF	(E)			(F)	
•	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE SALE	OF	DEPRE	c.	GAI	OR LO	oss
	8,146,724.	8,227,423.		0.		0.		-80	699.
DESCRIE	(A) PTION OF PROPERTY				ANNER QUIRED	DA ACQU	TE IRED	DATE	SOLD
MORGAN	STANLEY SECTION		~	PUR	CHASED				
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAII	(F) N OR LO	oss
	0.	0.		0.		0.	-	-9,700	668.

(A) DESCRIPTION OF PROPERTY				ANNER QUIRED		TE JIRED	DATE SOLD
OTC DERIVATIVES-CITIGRO	UP		PUR	CHASED			
(B)	(C)	(D)	0.77	(E)	-		(F)
GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE SALE	OF.	DEPRE	c.	GAIN	OR LOSS
0.	0.		0.		0.	_	1,577,727.
(A) DESCRIPTION OF PROPERTY				ANNER QUIRED		TE VIRED	DATE SOLD
RIVA CAPITAL LTCG			PUR	CHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F) I OR LOSS
158,478.	0.		0.		· 0 •		158,478.
(A) DESCRIPTION OF PROPERTY				ANNER QUIRED		TE VIRED	DATE SOLD
RENAISSANCE STCL	_		PUR	CHASED			
(B) GROSS · SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF.	(E) DEPRE	c.	GAIN	(F)
0.	0.		0.		0.		1,522,720.
(A) DESCRIPTION OF PROPERTY				ANNER QUIRED		TE URED	DATE SOLD
RENAISSANCE LTCG	_		PUR	CHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)
1,579,026.	0.		0.		0.		1,579,026.

DESCRIE	(A) PTION OF	PROPERTY				MANNER CQUIRED		TE	DATE	SOLD
ADAMAS	LTCG				PUF	RCHASED				_
	GRO	B) OSS PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)	oss
·		252,713.	0.		0.		0.			,713.
DESCRIE	(A) PTION OF	PROPERTY				MANNER CQUIRED	DA ACQU	TE IRED	DATE	SOLD
ADAMAS	STCG		_		PUF	RCHASED			-	
	GRO	B) OSS PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.		(F) OR LO	oss
		59,390.	0.		0.		0.		59	,390.
DESCRIF	(A) PTION OF	PROPERTY				MANNER CQUIRED	DA ACQU	TE IRED	DATE	SOLD
ADAMAS	SECTION	1256 GAI	N		PUF	RCHASED				
	GRO	B) DSS PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.		(F)	oss
•		662.	0.		0.		0.			662.
DESCRIE	(A) PTION OF	PROPERTY				ANNER CQUIRED	DA ACQU	TE IRED	DATE	SOLD
ADAMAS	SECTION	1231 GAI	N		PUF	RCHASED				
	GRO	B) DSS PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE			(F)	oss
		19,873.	0.		0.		0.		19	,873.

(A) DESCRIPTION OF PROPERT	Y			NER IRED	DA' ACQU	TE IRED	DATE	SOLD
WATER STCL			PURCH	ASED				-
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE		(E) DEPREC	! .	GAIN	(F)	oss
0.	0.		0.		0.		-13	,111.
(A) DESCRIPTION OF PROPERT	Y		MAN ACQU		DA' ACQU		DATE	SOLD
WATER STREET LTCG			PURCH	ASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE		(E) DEPREC	! .	GAIN	(F)	oss
19,202.	0.		0.	 	0.		19	,202.
(A) DESCRIPTION OF PROPERT WATER STREET SECTION 1			MAN ACQU ———— PURCH	IRED	DA'		DATE	SOLD
		(D)	PURCH				(B)	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE (SALE		(E) DEPREC	! .	GAIN	(F) OR L	oss
2,105.	0.		0.		0.	•	2	,105.
(A) DESCRIPTION OF PROPERT	ΥΥ		MAN ACQU		DA' ACQU		DATE	SOLD
LEGACY STCG			PURCH	ASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPREC	! .	GAIN	(F)	oss
37,484.	0.		0.		0.		. 37	,484.

DESCRIP	(A) PTION OF PROPERTY	Υ <u>·</u>			ANNER QUIRED		TE IRED	DATE	SOLD
LEGACY	LTCG			PUF	RCHASED				-
-	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEÝRE	c.	GAIN	(F)	oss
·	919,129.	0.		0.		0.		<u> </u>	,129.
DESCRIP	(A) TION OF PROPERTY	ř.			IANNER CQUIRED		TE IRED	DATE	SOLD
LEGACY	SECTION 1231	_		PUF	CHASED				
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E)	c.	GAIN	(F)	oss
	0.	0.		0.		0			-9.
	(A) PTION OF PROPERTY ASCADE STCG	7		AC	IANNER CQUIRED	DA ACQU	TE	DATE	SOLD
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E)	c.	GAIN	(F)	oss
<u>•</u>	178,765.	0.		0.		0.		178,	,765.
DESCRIP	(A) TION OF PROPERTY	r.			IANNER CQUIRED		TE VIRED	DATE	SOLD
LONE CA	SCADE LTCG	_		PUF	CHASED				
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E)	c.	GAIN	(F) I OR LO	oss
	392,647.	0.		0.		0.		392	,647.

(A) DESCRIPTION OF PROPERTY				ANNER QUIRED	DA ACQU	TE IRED	DATE SOLD
LONE DRAGON PINE STCG	_		PUR	CHASED			,
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	с.		(F) OR LOSS
33,109.	0.		0.		0.		33,109.
(A) DESCRIPTION OF PROPERTY				ANNER QUIRED	DA ACQU	TE	DATE SOLD
LONE DRAGON PINE LTCG	_		PUR	CHASED		_	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E)	С.		(F)
132,133.	0.		0.		0.		132,133.
(A) DESCRIPTION OF PROPERTY				ANNER QUIRED	DA ACQU	TE IRED	DATE SOLD
BAUPOST STCG			PUR	CHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)
882,356.	0.	<u> </u>	0.		0.		882,356.
(A) DESCRIPTION OF PROPERTY				ANNER	DA ACQU	TE IRED	DATE SOLD
BAUPOST LTCG	_		PUR	CHASED			
BAUPOST LTCG (B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE		CHASED (E)	c.	GAIN	(F)

(A) DESCRIPTION OF PROPERTY	,			IANNER QUIRED	DA ACQU	TE IRED	DATE SOLD
BAUPOST SECTION 1231	_		PUR	CHASED	-		-
(B) GROSS · SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)
127,674.	0.		0.		0.		127,674.
(A) DESCRIPTION OF PROPERTY				IANNER CQUIRED	DA ACQU	TE IRED	DATE SOLD
MADISON STCG	_		PUR	CHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F) OR LOSS
1,617.	0.		0.		0.		1,617.
(A) DESCRIPTION OF PROPERTY				IANNER QUIRED		TE IRED	DATE SOLD
BAIN CAPITAL FUND X LTC	- G		PUR	CHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F) I OR LOSS
418,489.	0.		0.		0.		418,489.
(A) DESCRIPTION OF PROPERTY				IANNER CQUIRED		TE VIRED	DATE SOLD
ARTIMAN STCG	_		PUR	RCHASED			
(.B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F) OR LOSS
53,157.	0.		0.		0.		53,157.

(A) DESCRIPTION OF PROPER	ΤΥ			ANNER QUIRED		TE VIRED	DATE SOLD
ARTIMAN LTCG			PUR	CHASED			•
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F) I OR LOSS
450,005	. 0.		0.		0.		450,005.
(A) DESCRIPTION OF PROPER	TY			ANNER QUIRED		TE VIRED	DATE SOLD
HV HOLTZBRINCK STCG			PUR	CHASED	-		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F) I OR LOSS
0	. 0.		0.		0.		-2,697.
(A) DESCRIPTION OF PROPER'	TY			ANNER QUIRED		TE VIRED	DATE SOLD
HV HOLTZBRINCK LTCL			PUR	CHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)
0	. 0.		0.		0.		-37,945.
(A) DESCRIPTION OF PROPER	TY			ANNER QUIRED		TE VIRED	DATE SOLD
ATLAS STCG	- 		PUR	CHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE			(F) I OR LOSS
0	. 0.		0.		0.	- ,	-3,774.

(A) DESCRIPTION OF PROPERTY				ANNER QUIRED	DA' ACQU		DATE S	OLD
HIGHFIELDS LTCG			PUR	CHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E)	с.		(F) OR LOS	ss
67,081.	0.		0.		0.		67,0	81.
(A) DESCRIPTION OF PROPERTY				ANNER QUIRED	DA'		DATE S	OLD
HIGHFIELDS SECTION 1231	_		PUR	CHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.		(F) OR LOS	S
30,968.	0.		0.		0.		30,9	68.
(A) DESCRIPTION OF PROPERTY	_			ANNER QUIRED	DA'		DATE S	OLD
THIRD ROCK STCG			PUR	CHASED				
(B) GROSS · SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.		(F) OR LOS	ss
32.	0.		0.		0.			32.
(A) DESCRIPTION OF PROPERTY	`			ANNER QUIRED	DA'		DATE S	OLD
DISPOSITION OF ADAMAS L	P		PUR	CHASED				
(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)	~		(F)	
SALES PRICE 0.	OTHER BASIS	SALE	0.	DEPRE	.	GAIN	OR LOS -57,3	

(A) DESCRIPTION OF PROPERS	гч			ANNER QUIRED		TE IRED	DATE SOLD
DISPOSITION OF CHILTON	<u> </u>		PUR	CHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	, C	CATA	(F) N OR LOSS
SALES PRICE			0.	DEFRE	0.		-2,664,680.
·		-	· ·		· ·		-2,004,000.
(A) DESCRIPTION OF PROPERS	ry			ANNER QUIRED		TE VIRED	DATE SOLD
LIGHTSPEED STCG			PUR	CHASED	·		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAI	(F) N OR LOSS
34,408	. 0.		0.		0.		34,408.
(A) DESCRIPTION OF PROPERS	ry ——		AC	ANNER QUIRED		TE URED	DATE SOLD
LIGHTSPEED LTCL			PUR	CHASED			
(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)			(F)
SALES PRICE	OTHER BASIS	SALE		DEPRE	С.	GAI	OR LOSS
0	. 0.		0.		0.		-42,320.
(A) DESCRIPTION OF PROPERS	гү			ANNER QUIRED		TE JIRED	DATE SOLD
DENHAM CAPITAL STCG			PUR	CHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF				(F) N OR LOSS
	. 0.		0.				-85.

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED		TE JIRED	DATE SOLI
THRIVE STCG	_		PUR	CHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE		CATN	(F)
812.	0.		0.	DELIKE	0.		812.
(A) DESCRIPTION OF PROPERTY		-		ANNER QUIRED		TE VIRED	DATE SOLI
DISPOSITION OF LIBERTY	SQUARE		PUR	CHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F) I OR LOSS
143,339.	0.		0.		0.		143,339.
(A) DESCRIPTION OF PROPERTY				ANNER QUIRED		TE URED	DATE SOLD
FORMATION 8 LTCG	_		PUR	CHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)
0.	0.		0.		0.		-1,400.
(A) DESCRIPTION OF PROPERTY				ANNER QUIRED		TE IRED	DATE SOLD
MISSIONPOINT CAPITAL PT	 RS LTCG		PUR	CHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)
50,343.	0.		0.		0.		50,343.

(A) DESCRIPTION OF PROP		ANNER QUIRED		TE IRED	DATE	SOLD			
MISSIONPOINT SE ALT	ERNATIVE LT	'CG		PUR	CHASED				
(B) GROSS SALES PRICE	COST	(C) COST OR OTHER BASIS		OF	(E) DEPRE	0	GAIN	(F)	
1,0		0.	SALE	0.	DEFRE	0.	GAIN		,042.
(A) DESCRIPTION OF PROPI	ERTY	J			ANNER QUIRED	DA ACQU		DATE	SOLD
DISPOSITION OF MISS	IONPOINT SE	ALTERNAT	IVE	PUR	CHASED				
(B) GROSS SALES PRICI		OR	(D) EXPENSE SALE	OF	(E) DEPRE	c.		(F)	oss
	0.	0.		0.		0.	<u> </u>	-21	,705.
(A) DESCRIPTION OF PROPI BAIN CAPITAL SPECIAL		S I.MCG		AC	ANNER QUIRED CHASED	DA ACQU		DATE	SOLD
(B)	C)		(D)	FOR	(E)			(F)	
GROSS SALES PRICE	COST	OR	EXPENSE SALE	OF	DEPRE	С.	GAIN	OR LO	oss
	9.	0.		0.		0.		,	9.
(A) DESCRIPTION OF PROPE	ERTY				ANNER QUIRED	DA ACQU	TE IRED	DATE	SOLD
DISPOSITION OF SOUTH	HPORT ENERG	Y		PUR	CHASED				
(B) GROSS SALES PRICE	(C COST OTHER	OR	(D) EXPENSE SALE	OF	(E) OF DEPREC:			(F) N OR LOSS	
-	0.	0.		0.		0.		3,351	,125.

DESCRIP	(A) TION OF	PROPERTY				MANNER ACQUIRED		DATE ACQUIRED		SOLD
ELLIOT	MANAGEME	NT	_	-			-			
	(B) GROSS SALES PRICE		(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) OF DEPRE		GAIN	(F)	
·	1,6	80,118.	0.		0.		0.		1,680	118.
DESCRIP'	(A) TION OF	PROPERTY				MANNER CQUIRED	DA ACQU	TE IRED	DATE	SOLD
BAUPOST	SECTION	1231			PUI	RCHASED				
-	(B GRO SALES	SS	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F) NORLO	SS
-	1	10,947.	0.		0.		0.		110	947.
DESCRIP'	(A) TION OF	PROPERTY				MANNER CQUIRED	DA ACQU	TE IRED	DATE	SOLD
BAUPOST	LTCG		_		PUI	RCHASED				
	(B GRO SALES	SS	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F) 1 OR LO	SS .
<u>. </u>		0.	127.		0.		0.			127.
DESCRIP'	(A) FION OF	PROPERTY				ANNER CQUIRED	DA ACQU		DATE	SOLD
HIGHFIE	LDS SECT	ION 1231	_		PUF	RCHASED				
	(B GROS SALES	SS	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	^	CATN	(F) 1 OR LO	1 99
		20,505.	0.	021111	0.		0.	OAII		505.

		PROPERTY	· -	·		MANNER CQUIRED 		TE VIRED	DATE	SOLD
ADAMAS LTCG (B) GROSS SALES PRICE		(C) COST OR OTHER BASIS	(D) EXPENSE SALE		(E)				Ogg	
	SALES	6,789.	0.	————	0.	DEPRE	0.	GAIN		,789.
•			0.							, / 0 3 •
DESCRIP	(A) TION OF	PROPERTY				MANNER CQUIRED		TE IRED	DATE	SOLD
ADAMAS	STCG		_		PUI	RCHASED				
	GRO	B) DSS	(C) COST OR	(D) EXPENSE	OF	(E)			(F)	
	SALES	PRICE	OTHER BASIS	SALE		DEPREC	·	GAIN	OR L	oss
		2,358.	0.		0.		0.		2	,358.
DESCRIP MADISON		PROPERTY	_		A(MANNER CQUIRED RCHASED		TE	DATE	SOLD
	GRO	3) DSS PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPREC	2 .		(F) OR L	oss
		2,195.	0.		0.		0.		2	,195.
		PROPERTY	_		_A(MANNER CQUIRED	DA ACQU		DATE	SOLD
LEGACY	SECTION	1231			PUF	RCHASED				
	(B) GROSS SALES PRICE		(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPREC.		(F) GAIN OR LOS		oss
-		0.	21.		0.		0.			-21.
			FROM PART IV						777	0.

FORM 990-PF INTERI	EST ON SAVING	S AND T	EMPORA	ARY C	ASH	INV	ESTMENTS	ST	ATEMENT	2
SOURCE		(A) REVENUE NET PER BOOKS			(B) ET INVESTMENT INCOME			(C) ADJUSTED- NET INCOME		
MORGAN STANLEY	•		5,814.				5,814.			
TOTAL TO PART I, L	INE 3		5,81	L4.			5,814.			
FORM 990-PF	DIVIDENDS	AND INT	EREST	FROM	SEC	URI	TIES	ST	ATEMENT	3
SOURCE	GROSS AMOUNT	CAPIT GAIN DIVIDE	S		A) ENUE BOOK		(B) NET INVES MENT INCO		(C) ADJUSTI NET INCO	
DIVIDEND INCOME FROM GMO FUNDS DIVIDEND INCOME FROM PASSTHROUGHS	1,926,072. 3,068,965.	,	0.	1,92	-					
INTEREST INCOME FROM PASSTHROUGHS MORGAN STANLEY	299,844.		0.	29	9,84	4.	299,84	4.		
SMITH BARNEY UBI FROM	112,761.		0.		2,76		112,76	1.		
PASSTHROUGHS	4,449.		0.		4,44	9.		0.		
TO PART I, LINE 4	5,412,091.		0.	5,41	2,09	1.	5,407,64	2.		
FORM 990-PF		OTHER	INCON	<u></u>				ST	ATEMENT	4
DESCRIPTION			REV	(A) /ENUE BOOK			(B) T INVEST- NT INCOME		(C) ADJUSTEI NET INCOM	
OTHER INCOME FROM PASSTHROUGH ENTITIES UBI FROM PASSTHROUGH ENTITIES			-1,134,681. 295.		1,134,681 . 0					
TOTAL TO FORM 990-	PF, PART I, I	INE 11	-1,	,134,	386.		1,134,681	<u> </u>		
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FORM 990-PF	LEGAL	FEES	S	TATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	31,078.	0.		31,078.
TO FM 990-PF, PG 1, LN 16A	31,078.	0.		31,078.
FORM 990-PF	ACCOUNTI	NG FEES	S	TATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	72,475.	0.		72,475.
TO FORM 990-PF, PG 1, LN 16B	72,475.	0.		72,475.
FORM 990-PF C	OTHER PROFES	SIONAL FEES	S	TATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVISORY FEES	712,535.	712,535.		0.
PORTFOLIO FEES FROM K-1 INVESTMENTS	3,274,188.	3,156,837.		0.
TO FORM 990-PF, PG 1, LN 16C	3,986,723.	3,869,372.		0.
FORM 990-PF	TAX	ES	S	TATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE TAX EXPENSE	7,013.	0.		0.
FOREIGN TAXES FROM PASSTHROUGH ENTITIES FEDERAL EXCISE TAXES	63,580. 50_,0.00-	63,580.		
TO FORM 990-PF, PG 1, LN 18	120,593.	63,580.		0.
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FORM 990-PF	OTHER E	OTHER EXPENSES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INV MENT IN		(C) ADJUSTED NET INCOM	
NONDEDUCTIBLE EXPENSES FROM PASSTHROUGH ENTITIES	3,800.	,	0.		0.
TO FORM 990-PF, PG 1, LN 23	3,800.		0.		0.
	S			-	
FORM 990-PF	CORPORAT	E STOCK			STATEMENT 10
DESCRIPTION LONE PINON FUND LONE SAVIN CHALKSTREAM CHALKSTREAM CLASS J SHARES VISION OPPORTUNITY CAPITAL P KENSICO LIBERTY SQUARE STRATEGIC PAR ELLIOTT INTERNATIONAL DEFINITIVE GUARDIAN LTD VISION OPPORTUNITY CHINA POTASH CORP MOSAIC COMPANY BERKELEY ENERGY WIND MAURITI OAKTREE POWER OPPORTUNITIES		16 16 10 24	OK VALUE 2,175,557. 5,000,000. 5,225,583. 4,000,000. 6,108,407. 0,000,000. 0. 4,655,842. 0. 0. 2,779,608. 4,001,622. 2,367,424. 1,146,973.	FAIR MARKET VALUE 6,037,516. 5,000,000. 13,725,583. 4,550,045. 3,047,390. 23,637,140. 0. 37,489,894. 0. 1,483,200. 2,663,665. 2,500,678. 1,563,893.	

DESCRIPTION METHOD BOOK VALUE VALUE GMO FUNDS RENAISSANCE INSTITUTIONAL EQUITIES FWV FUND RENAISSANCE INSTITUTIONAL EQUITIES FWV FUND WATER STREET FWV 64,346,061. 67,757,087. RENAISSANCE INSTITUTIONAL EQUITIES FWV FUND WATER STREET FWV 13,083,326. 17,637,026. LEGACY VENTURE FWV 6,738,880. 11,226,256. ADAMAS PARTMERS FWV 0. 0. 0. 0. LONE CASCADE LP. ADAMAS PARTMERS FWV 2,707,015. 3,522,194. MISSIONPOINT CAPITAL PARTNERS FUND CORP 341,582. 295,151. MISSIONPOINT AERO FARMS FWV 248,482. 236,932. MISSIONPOINT AERO FARMS FWV 8,695,603. 5,377,304. HIGHFIELDS CAPITAL IV LP FWV 1,876,895. 1,262,038. LONE DRAGGON PINE LP FWV 728,314. 899,354. LONE DRAGGON PINE LP FWV 5,667,118. 6,091,656. BAIN CAPITAL FUND X LP FWV 5,667,118. 6,091,656. BAIN CAPITAL FUND X LP FWV 35,433,643. 39,730,898. BAIN CAPITAL FUND X LP FWV 9,889,262. 12,478,873. BAIN CAPITAL FUND X LP FWV 9,889,262. 12,478,873. BAIN CAPITAL SECIAL SITUATIONS FWV 6,662. 23,244. NCH NEW EUROPE FROPERTY FUND FWV 9,771,907. 7,909,527. BAIN CAPITAL AND PARTNERS VI-A FWV 341,610. 655,59. BAIN CAPITAL AND PARTNERS VI-A FWV 169,901. 169,901. PARAILEL FUND X LP FWV 988,654. 993,627. PARAGONIA SUR LLC FWV 341,610. 655,59. RENEWABLE EMERGY ASIA FUND LP FWV 988,654. 998,667. RENEWABLE EMERGY ASIA FUND LP FWV 988,654. 998,677. ANABOLISH EMERGY FUND MISSIONPOINT SE ALTERNATIVE FWV 169,901. 169,901. PAGISTIC ROAD RESOURCES FWV 344,610. 655,59. RENEWABLE EMERGY ASIA FUND LP FWV 998,454. 988,656. FWV 988,656. 607,597. ANABOLIS EMERGY FUND MISSIONPOINT SE COMMUNITY COINVEST FWV 998,454. 988,656. BAIN CAPITAL GLOBAL INVESTMENT LP FWV 998,454. 988,666. FWV 998,454. 998,361. 887. MISSIONPOINT SE COMMUNITY COINVEST FWV 998,454. 998,666. BAIN CAPITAL FUND X LP FWV 998,454. 988,666. FWV 998,454. 998,662. 221,478. RENAISSIONPOINT SE ALTERNATIVE FWV 998,454. 998,666. FWV 998,454. 998,666. BAIN CAPITAL FUND X LP F	FORM 990-PF (OTHER	INVESTMENTS		STATEMENT 11
RENAISSANCE INSTITUTIONAL EQUITIES FMV WATER STREET FMV 13,083,326. 17,637,026. LEGACY VENTURE FMV 6,738,880. 11,226,559. ADAMAS PARTINERS FMV 0,000 0	DESCRIPTION`			BOOK VALUE	
RENAISSANCE INSTITUTIONAL EQUITIES FMV WATER STREET FMV 13,083,326. 17,637,026. LEGACY VENTURE FMV 6,738,880. 11,226,559. ADAMAS PARTINERS FMV 0,000 0	GMO FUNDS		FMV	64,346,061.	67,757,087.
MATER STREET	RENAISSANCE INSTITUTIONAL EQUIT:	IES	FMV		
LEGACY VENTURE ADAMAS PARTMERS FMV 0.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0.					24,824,092.
ADAMAS PARTMERS LONG CASCAÕE LP- MISSIONPOINT CAPITAL PARTNERS FUND CORF 341,582. 295,151. MISSIONPOINT AERO FARMS FMV 28,48,482. 236,932. TARA INDIA FUND LLC FMV 8,695,603. 5,377,304. HIGHFIELDS CAPITAL IV LP FMV 1,886,895. LORE DAGAGNERS II LP FMV 728,314. LONE DRAGON PINE LP FMV 1,846,168. LONE DRAGON PINE LP FMV 1,846,168. LONE DRAGON PINE LP FMV 1,846,168. LONE DRAGON PINE LP FMV 303,364. LONE DRAGON PINE LP FMV 303,664. BAUN CAPITAL CX LP FMV 309,806. LIST,918. BAIN CAPITAL FUND X LP FMV 309,806. LIST,918. BAIN CAPITAL FUND X LP FMV 9,889,262. L2,478,873. BAIN CAPITAL SPECIAL SITUATIONS FMV 6,662. 23,214. NCH NEW EUROPE PROPERTY FUND FMV 9,771,907. 7,909,527. MADISON DEARBORN PARTNERS VI-A FMV 312,7423. ANGAINAS SILC FMV 314,610. BAIN CAPITAL SPECIAL SITUATIONS FMV 169,901. L169,901. L169,901. L169,901. L169,901. L169,901. L169,901. L169,901. L169,901. BAIN CAPITAL AM HOLDING LLC FMV 311,610. BAIN CAPITAL AM HOLDING LLC FMV 341,610. BAIN CAPITAL AM HOLDING LLC FMV 342,212. BAIN CAPITAL AM PARALLEL FUND IF FMV 1,24,870. FMV 323,212. BAIN CAPITAL (IMC) X LP FMV 9,889,262. LIGHTAL AM HOLDING LC FMV 341,610. BAIN CAPITAL BAIN FUND LP FMV 1,24,870. FMV 323,212. BAIN CAPITAL BAIN FUND LP FMV 1,24,870. FMV 323,212. BAIN CAPITAL BAIN FUND LP FMV 1,24,870. FMV 304,750. FMV 304					
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MISSIONPOINT CAPITAL PARTNERS FUND CORP MISSIONPOINT AERO FARMS FMV 248,482. 236,932. TARA INDIA FUND LLC FMV 8,695,603. 5,377,304. RIVA CAPITAL PARTNERS II LP FMV 1,876,895. 1,262,038. RIVA CAPITAL PARTNERS II LP FMV 728,314. 899,354. LONE DRAGON PINE LP FMV 1,846,168. 2,134,655. DOUGLAS EMMETT FUND X EAUTOUR PARTNERSHIP FMV 35,433,643. 39,730,898. BAIN CAPITAL FUND X LP FMV 389,806. 155,918. BAIN CAPITAL FUND X LP FMV 389,806. 155,918. BAIN CAPITAL FUND X LP FMV 9,889,262. 12,478,873. BAIN CAPITAL SPECIAL SITUATIONS FMV 79,354. NCH NEW EUROPE PROPERTY FUND FMV 9,771,907. 7,909,527. MADISON DEARBORN PARTNERS VI-A FMV PARALLEL PMV 169,901. 169,901. 169,901. 169,901. 169,901. MISSIONPOINT SE ALITERNATIVE FMV PARALLEL 0. BAIN CAPITAL AM HOLDING LLC FMV 1,124,870. 722,926. PACIFIC ROAD RESOURCES FMV 1,879. RENEWABLE ENERGY ASIA FUND LP FMV 1,879. 74,077. MISSIONPOINT HA PARALLEL FUND II FMV 7,879. 74,077. MISSIONPOINT HA PARALLEL FUND II FMV 7,879. 74,077. MISSIONPOINT HA PARALLEL FUND II FMV MISSIONPOINT HA PARALLEL FUND II FMV 7,879. 74,077. MISSIONPOINT HA PARALLEL FUND II FMV 1,879. 74,077. MISSIONPOINT HA PARALLEL FUND II FMV 7,879. 74,077. MOLY VENTURES FMV 9,889, 454. 983, 636. GLORY INVESTMENTS BF II LIMITED FMV 9,879. 74,077. MOLY VENTURES FMV 9,889. 631,887. MOLY VENTURES FMV 9,889. 631,887. 631,887. MOLY VENTURES FMV 9,889. 1,375,660. 1,587. MADISON DEARBORN CAPITAL PARTNERS V PMV 1,437,609. 1,491,766. 1,796. 771,117. 1,7985,1087. 249,478.					
CORP 341,582, 295,151, TARA INDIA FUND LLC FMV 8,695,603 5,377,304 HIGHFIELDS CAPITAL IV LP FMV 1,876,895 1,262,038 RIVA CAPITAL PARNNERS II LP FMV 1,876,895 1,262,038 RIVA CAPITAL PARNNERS II LP FMV 1,846,168 2,134,655 1,262,038 RIVA CAPITAL PARNNERS II LP FMV 1,846,168 2,134,655 1,262,038 RIVA CAPITAL PARNNERS II LP FMV 1,846,168 2,134,655 1,262,038 RIVA CAPITAL PARNNERSHIP FMV 1,846,168 2,134,655 RIVA CAPITAL CC X LP FMV 5,067,118 6,091,604 RIVA CAPITAL CC X LP FMV 389,806 155,918 RIVA CAPITAL CC X LP FMV 9,889,262 12,478,873 RIVA CAPITAL CC X LP FMV 9,889,262 12,478,873 RIVA CAPITAL CCD X LP FMV 79,354 108,440 RIVA CAPITAL CCD X LP FMV 9,771,907 7,909,527 RIVA CAPITAL SPECIAL SITUATIONS FMV 9,771,907 7,909,527 RIVA CAPITAL SPECIAL SITUATIONS FMV 9,771,907 7,909,527 RIVA CAPITAL SPECIAL SITUATIONS FMV 169,901 169,901 169,901 RIVA CAPITAL AM HOLDING LC FMV 169,901 169,901 169,901 RIVA CAPITAL AM HOLDING LC FMV 1,124,870 722,226 RIVA CAPITAL CAPITAL AM HOLDING LC FMV 341,610 655,559 RIVA CAPITAL CAPITAL AM HOLDING LC FMV 1,124,870 722,226 RIVA CAPITAL CAPITAL (IMC) X LP FMV 7,423,212 10,498,636 RIVA CAPITAL (IMC) X LP FMV 7,453,222 2,211,571 RIVA CAPITAL CAPITAL CAPITAL PARTNERS V FMV 7,445,516 631,886 RIVA CAPITAL CAPITAL CAPITAL PARTNERS V FMV 7,453,252,745 RIVA CAPITAL CAPITAL CAPITAL PARTNERS V FMV 7,445,7609 1,491,768 RIVA CAPITAL CAPI				2,707,015.	3,523,194.
MISSIONPOINT AERO FARMS		UND	FMV	0.4.4	005 454
TARA INDIA FUND LLC			- ·		
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PATAGONIA SUR LLC MISSIONPOINT SE ALTERNATIVE PARALLEL BAIN CAPITAL AM HOLDING LLC FMV PARALLEL RENEWABLE ENERGY ASIA FUND LP PACIFIC ROAD RESOURCES PACIFIC ROAD RESOURCES FMV SUBSIONPOINT HA PARALLEL FUND II MISSIONPOINT RE COMMUNITY COINVEST BAIN CAPITAL (IMC) X LP ERIVATIVES ERIVATIVES ECLORY INVESTMENTS BF II LIMITED MOLOP VI-A GLOBAL INVESTMENT LP MADISON DEARBORN CAPITAL PARTNERS V DENHAM CAPITAL ENABLE FUND FMV					
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BAIN CAPITAL AM HOLDING LLC RENEWABLE ENERGY ASIA FUND LP FMV PACIFIC ROAD RESOURCES FMV 898,658. 607,597. ANNAPOLIS ENERGY FUND FMV 7,423,212. 10,498,636. MISSIONPOINT HA PARALLEL FUND II FMV 7,879. MISSIONPOINT RE COMMUNITY COINVEST BAIN CAPITAL (IMC) X LP FMV 998,454. DERIVATIVES FMV 0. 0. 0. LUX VENTURES FMV 744,516. GIORY INVESTMENTS BF II LIMITED FMV 523,381. 631,887. MDCP VI-A GLOBAL INVESTMENT LP FMV DENHAM CAPITAL FMV 1,437,609. 1,491,768. TRIBECA VENTURES FMV 3,257,477. LIGHTSPEED FMV 3,257,477. 4,576,684. HV HOLTZBRINCK FMV 1,411,668. 1,286,715. ARC ENERGY FMV 3,348,073. THRIVE FMV 3,348,073. 3,036,037. THRIVE FMV GENAGRO LTD FMV 249,478. 249,478.	MISSIONPOINT SE ALTERNATIVE		FMV		
RENEWABLE ENERGY ASIA FUND LP PACIFIC ROAD RESOURCES FMV 898,658. 607,597. ANNAPOLIS ENERGY FUND FMV 7,423,212. 10,498,636. MISSIONPOINT HA PARALLEL FUND II FMV 7,879. MISSIONPOINT RE COMMUNITY COINVEST FMV 998,454. BAIN CAPITAL (IMC) X LP FMV 290,778. 104,075. 105. 106. 107. 107. 108.	PARALLEL			0.	0.
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ARTIMAN VENTURES FMV 3,348,073. 3,036,037. THRIVE FMV 771,117. 1,985,108. GENAGRO LTD FMV 249,478. 249,478.					_
THRIVE FMV 771,117. 1,985,108. GENAGRO LTD FMV 249,478. 249,478.					
GENAGRO LTD FMV 249,478. 249,478.					

GRANTHAM FOUNDATION FOR THE PRO	TECTION O		04-6856456	
SILVER LAKE KRAFTWERK CAYMAN	 F M V	917,164.	894,810.	
ALEPH LP	FMV	361,077.	351,961.	
LONGWOOD LP	FMV	211,739.	195,677.	
NORTH BRIDGE TECHNOLOGY	FMV	585,399.	580,184.	
FORMATION 8	FMV	799,074.	954,079.	
ENCAP ENERGY CAPITAL FUND	FMV	774,458.	956,844.	
INNOVATION WORKS	FMV	689,130.	721,631.	
ATLAS VENTURE	FMV	1,332,758.	1,326,373.	
GREYCROFT	FMV	326,935.	318,553.	
HIGHLAND EUROPE	FMV	1,212,784.	1,078,627.	
THIRD ROCK	FMV	252,895.	248,356.	
BATTERY VENTURES X SIDE FUND AIV	FMV	103,582.	106,014.	
BATTERY VENTURES X AIV FUND	FMV	106,244.	108,655.	
BATTERY VENTURES	$\mathbf{F}\mathbf{M}\mathbf{V}$	410,957.	408,750.	
BATTERY VENTURES SIDE FUND	$\mathbf{F}\mathbf{M}\mathbf{V}$	70,613.	70,676.	
COPPER RIVER PARTNERS LP	FMV	0.	37,567.	
TOTAL TO FORM 990-PF, PART II, LI	225,378,004.	248,882,077.		
FORM 990-PF				
FORM 990-FF	OTHER ASSETS		STATEMENT 12	
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	STATEMENT 12 FAIR MARKET VALUE	
DESCRIPTION DISTRIBUTION RECEIVABLE FROM	BEGINNING OF		FAIR MARKET	
DESCRIPTION DISTRIBUTION RECEIVABLE FROM LIMITED PARTNERSHIPS	BEGINNING OF YR BOOK VALUE	BOOK VALUE	FAIR MARKET VALUE	
DESCRIPTION DISTRIBUTION RECEIVABLE FROM LIMITED PARTNERSHIPS	BEGINNING OF YR BOOK VALUE	11,201,204.	FAIR MARKET VALUE 11,201,204.	
DESCRIPTION DISTRIBUTION RECEIVABLE FROM LIMITED PARTNERSHIPS TO FORM 990-PF, PART II, LINE 15	BEGINNING OF YR BOOK VALUE	11,201,204.	FAIR MARKET VALUE 11,201,204.	
DESCRIPTION DISTRIBUTION RECEIVABLE FROM LIMITED PARTNERSHIPS TO FORM 990-PF, PART II, LINE 15 FORM 990-PF OT	BEGINNING OF YR BOOK VALUE 98,407.	11,201,204.	FAIR MARKET VALUE 11,201,204. 11,201,204.	
DESCRIPTION DISTRIBUTION RECEIVABLE FROM LIMITED PARTNERSHIPS TO FORM 990-PF, PART II, LINE 15	BEGINNING OF YR BOOK VALUE 98,407.	11,201,204. 11,201,204.	FAIR MARKET VALUE 11,201,204. 11,201,204. STATEMENT 13	

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10

STATEMENT

14

NAME OF CONTR-IBUTOR

ADDRESS

JEREMY & HANNELORE GRANTHAM

40 ROWES WHARF BOSTON, MA 02110

ARJUN DIVECHA

1612 BRET HARTE ROAD BERKELEY, CA 94708

FORM 990-PF	TRANSFERS FROM CONTROLLED ENTITIES	STATEMENT	1.5
	PART VII-A, LINE 11		
NAME OF CONTROLLED	ENTITY	EMPLOYER ID 1	МО
LIBERTY SQUARE STR	ATEGIC V (EUROPE) OFFSHORE LTD	-	
ADDRESS			

CRICKET SQUARE, 2ND FLOOR, BOUNDARY HALL CAYMAN ISLANDS, CAYMAN ISLANDS KY1-1111

DESCRIPTION OF TRANSFER

THE FOUNDATION FULLY DISPOSED ON THIS INVESTMENT DURING 2013 FOR CASH AND LP INTEREST.

_	AMOUNT OF TRANSFER
	7,143,376.
TOTAL AMOUNT OF TRANSFERS FROM CONTROLLED ENTITIES	7,143,376.
FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 12	STATEMENT 16

EXPLANATION

THE FOUNDATION TREATED ITS 2013 DISTRIBUTIONS IN THE AMOUNT OF \$290,000 TO THE COMMUNITY FOUNDATION OF SOUTHEASTERN MASSACHUSETTS INC., A DONOR-ADVISED FUND, AS QUALIFYING DISTRIBUTIONS. AMOUNTS DISTRIBUTED TO A DONOR-ADVISED FUND WILL BE USED EXCLUSIVELY FOR CHARITABLE PURPOSES BY PROVIDING GRANTS TO CHARITABLE ORGANIZATIONS.

FORM 990-PF LIST OF CONTROLLED ENTITIES STATEMENT 17
PART VII-A, LINE 11

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

LIBERTY SQUARE STRATEGIC V (EUROPE) OFFSHORE LTD

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

CRICKET SQUARE, 2ND FLOOR, BOUNDARY HALL CAYMAN ISLANDS, CAYMAN ISLANDS KY1-1111

	I - LIST OF OFFICERS, DEES AND FOUNDATION MANA		STATI	EMENT 18
NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JEREMY GRANTHAM C/O GMO, 40 ROWES WHARF BOSTON, MA 02110	TRUSTEE 5.00	0.	0.	0.
HANNELORE GRANTHAM 71 MT VERNON STREET BOSTON, MA 02108	TRUSTEE 5.00	0.	0.	0.
OLIVER GRANTHAM 10 AVON PLACE CAMBRIDGE, MA 02140	TRUSTEE 1.00	0.	0.	0.
RUPERT GRANTHAM 16N MULLEN HILL ROAD WESTPORT, MA 02790	TRUSTEE 0.00	0.	0.	0.
ISABEL GRANTHAM RAPPOPORT 1431 33RD STREET NW APT 4 WASHINGTON, DC 20007	TRUSTEE 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF,	PAGE 6, PART VIII	0.	0.	0.

FORM 990-PF

PART XV - LINE 1A LIST OF FOUNDATION MANAGERS STATEMENT

19

NAME OF MANAGER

JEREMY GRANTHAM HANNELORE GRANTHAM

Part IV Capital Gains and Lo	sses for lax on investment income					
	d describe the kind(s) of property sol rick warehouse; or common stock, 2		-	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a DISPOSITION OF	VISION OPPORTUN	IITY CHINA		P		
b DISPOSITION OF	DEFINITIVE GUAR	DIAN LTD		P		
		TUNITIES FUND LP		P		
d GMO JAPAN LP S	TCG			P		
e GMO JAPAN LP L				P		· · · · · · · · · · · · · · · · · · ·
f GMO QUALITY FU				P		-
g GMO EMERGING D		-		P		
	TION COLLATERAL			P	i	
	Y ALLOCATION LTC	CG		P		
GMO SPV I LTCG		-		P		
k DISPOSITION OF				P		
SALE OF GMO QU				P		<u> </u>
m SALE OF GMO EM				P		
	TL INTRINSIC VAL		FU	P		
0 MORGAN STANLEY	SECTION 1256 LO	7.74		P		
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale) Gain or (loss) lus (f) minus (g)	
a						980,086.
b 3,107,309.	``					107,309.
C						224,444.
d 617,548.						617,548.
e 565,164.						565,164.
f 2,007,051.						007,051.
g 197,298.				_		197,298.
h 80.						80.
297,277.						297,277.
8,413.						8,413.
k 20.		12 340 003				20.
16,500,000.		13,349,883.				150,117.
m 11,294,335. n 8,146,724.		9,806,026.				488,309.
		8,227,423.				-80,699. 700,668.
Complete only for assets shown	I ng gain in column (h) and owned by	the foundation on 12/31/69		(1) 1	<u>_</u>	700,000.
Complete only for assets shown	(i) Adjusted basis	(k) Excess of col. (i)			sses (from col. (h)) of col. (h) gain over	cal. (k).
(i) F.M.V. as of 12/31/69	as of 12/31/69	over col. (j), if any			ot less than "-0-")	
<u>a</u>						980,086.
<u>b</u>						107,309.
<u>c</u>						224,444.
d						617,548.
<u>e</u>						565,164.
<u>f</u>						007,051.
g		W				197,298.
h		 				80.
<u> </u>	 					297,277.
1						8,413.
<u>k</u>	 	-			3	20. 150,117.
						$\frac{130,117.}{488,309.}$
<u>m</u>						-80,699.
<u>n</u>						-80,699. 700,668.
0			===			,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
2 Capital gain net income or (net ca	apital loss) { If gain, also ente If (loss), enter "-I	r in Part I, line 7 0-" in Part I, line 7	2			
	ss) as defined in sections 1222(5) ar	<u> </u>				
If gain, also enter in Part I, line 8, If (loss), enter "-0-" in Part I, line)	3			

Part IV Capital Gaille and Lo	isses for tax on investment income	<u> </u>			
(a) List and 2-story b	d describe the kind(s) of property so rick warehouse; or common stock, 2	old, e.g., real estate, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a OTC DERIVATIVE	S-CITIGROUP	-	P		
b RIVA CAPITAL L	TCG		P		
c RENAISSANCE ST	CL		P		
d RENAISSANCE LT	CG		P		
e ADAMAS LTCG			P		
f ADAMAS STCG		P			
g ADAMAS SECTION	1256 GAIN		P		
h ADAMAS SECTION	1231 GAIN		P		
WATER STCL			P		
WATER STREET L	TCG	, , , , , , , , , , , , , , , , , , , ,	P		-
k WATER STREET S	ECTION 1256 GAIN	1	P		
LEGACY STCG			P		
m LEGACY LTCG			P		
n LEGACY SECTION	1231		P		
o LONE CASCADE S	TCG		P		-
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale) Gain or (loss) lus (f) minus (g)	
a					577,727.
b 158,478.					$\frac{37777274}{158,478}$
<u>c</u>			-	-1.	522,720.
d 1,579,026.			<u> </u>		579,026.
e 252,713.					252,713.
f 59,390.					59,390.
g 662.					662.
h 19,873.					19,873.
1					-13,111.
19,202.					19,202.
k 2,105.			-		2,105.
37,484.					37,484.
m 919,129.					919,129.
n				· · · · · · · · · · · · · · · · · · ·	-9.
0 178,765.					178,765.
	ng gain in column (h) and owned by	the foundation on 12/31/69	(1) Los	ses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	Gains (excess of	of col. (h) gain over ot less than "-0-")	
a	-			-1.	577,727.
<u>b</u>					158,478.
C		,		-1.	522,720.
d		-			579,026.
е					252,713.
f					59,390.
g					662.
h					19,873.
1					-13,111.
1					19,202.
k		<u> </u>			2,105.
Ī					37,484.
m		<u> </u>	,	· · · · · · · · · · · · · · · · · · ·	919,129.
n					-9.
0 ,				· · · · · · · · · · · · · · · · · · ·	178,765.
	If gain, also ente	r in Part I, line 7 0-" in Part I, line 7			<u>, , , , , , , , , , , , , , , , , , , </u>
2 Capital gain net income or (net ca	ipital loss) (If (loss), enter "-	0-" in Part I, line 7)	2		
3 Net short-term capital gain or (lo: If gain, also enter in Part I, line 8, If (loss) enter "-0-" in Part I, line	column (c).	nd (6):			

L	AFT IV Capital Gains and Lo	sses for Tax on Investment Income	<u> </u>			
		describe the kind(s) of property so tick warehouse; or common stock,		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	LONE CASCADE L	TCG		P		
	LONE DRAGON PI			P		
	LONE DRAGON PI	NE_LTCG		P		
	BAUPOST STCG			P		
	BAUPOST LTCG			P		
	BAUPOST SECTIO	N 1231		P		
	MADISON STCG			P		
	BAIN CAPITAL F	UND X LTCG		P		
	ARTIMAN STCG			P		
	ARTIMAN LTCG			P		
	HV HOLTZBRINCK			P		
	HV HOLTZBRINCK	LTCL -		P		
	ATLAS STCG			P		
	HIGHFIELDS LTC			P		
0	HIGHFIELDS SEC			P		
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		Gain or (loss) lus (f) minus (g)	
a	392,647.					392,647.
b	33,109.					33,109.
С	132,133.			, _		132,133.
d	882,356.					882,356.
e	2,752,778.					752,778.
<u>f</u>	127,674.					127,674.
<u>g</u>	1,617.					1,617.
<u>h</u>	418,489.					418,489.
<u>_</u>	53,157. 450,005.					53,157.
1	450,005.					450,005.
<u>k</u>						-2,697.
<u>_</u>			<u> </u>			-37,945. -3,774.
<u>m</u>	67,081.			 .		$\frac{-3,774.}{67,081.}$
<u>n</u> o	30,968.				 	30,968.
		ig gain in column (h) and owned by	the foundation on 12/31/69	(1) 1 00	oon (from ool (b))	30,300.
	(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	Gains (excess o	ses (from col. (h)) of col. (h) gain over ot less than "-0-")	col. (k),
<u>a</u>	-					392,647.
b					***	33,109.
С		-				132,133.
d						882,356.
е		_				752,778.
f						127,674.
g						1,617.
h						418,489.
						53,157.
1		<u> </u>		-		450,005.
k						-2,697.
						-37,945.
m						-3,774.
<u>n</u>						67,081.
<u>o</u>						30,968.
2 (Capital gain net income or (net ca	pital loss) { If gain, also enter *-	er in Part I, line 7 0-" in Part I, line 7	2		
ı	Net short-term capital gain or (los f gain, also enter in Part I, line 8, f (loss), enter "-0-" in Part I, line 8	s) as defined in sections 1222(5) a column (c).		3		

Part IV Capital Gains and L	osses for Tax on Investment Income	9			
	d describe the kind(s) of property so crick warehouse; or common stock, 2		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a THIRD ROCK STO			P		
b DISPOSITION OF			P		
c DISPOSITION OF			P		
d LIGHTSPEED STO			P		
e LIGHTSPEED LTC			P		
DENHAM CAPITAL	, STCG		P		
g THRIVE STCG			P		
	LIBERTY SQUARE	· · · · · · · · · · · · · · · · · · ·	P		
FORMATION 8 LT			P		
	CAPITAL PTRS LTCC		P		
	E ALTERNATIVE LT		P		
	MISSIONPOINT SE		P		
	SPECIAL SITUATION		P		
	SOUTHPORT ENERG		P		
0 ELLIOT MANAGEM	•		P		
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		Gain or (loss) lus (f) minus (g)	
a 32.					32.
b					-57,357.
С				-2,	664,680.
d 34,408.					34,408.
e					-42,320.
f					-85.
g 812.					812.
h 143,339.				· -	143,339.
<u> </u>		<u>.</u>			-1,400.
$\frac{1}{k}$ 50,343.					50,343.
k 1,042.					1,042.
<u>9.</u>	 	-	·····		-21,705. 9.
<u>м</u> 9.	<u> </u>	-		_ 3	$\frac{351,125.}{351,125.}$
1,680,118.	 				$\frac{531,123}{680,118}$
	ing gain in column (h) and owned by	the foundation on 12/31/69	(1)1 00	ses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	Gains (excess o	of col. (h) gain over ot less than "-0-")	col. (k),
а					32.
b		1			-57,357.
C					664,680.
d					34,408.
e					-42,320.
f					-85.
g					812.
h					143,339.
					-1,400.
<u> </u>				-	50,343.
k					1,042.
<u>!</u>					-21,705.
m	 				9.
<u>n</u>					351,125.
0	<u></u>	1		<u>l,</u>	<u>680,118.</u>
2 Capital gain net income or (net c	1 11 (1000); 011101	0-" in Part I, line 7]	2		
If (loss), enter "-0-" in Part I, line 8		iiu (o).	3		

	describe the kind(s) of property solick warehouse; or common stock, 2		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a BAUPOST SECTION	N 1231		P		
b BAUPOST LTCG			P		
c HIGHFIELDS SEC	TION 1231		P	-	
d ADAMAS LTCG			P		
e ADAMAS STCG			P		
1 MADISON STCG			P		
THOUGHT ORGANIAN	1231	····	P		
<u> </u>					
h					
<u> </u>				_	
1					
k					
<u> </u>					
m					
n					
0					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h (e) p) Gain or (loss) lus (f) minus (g)	
110,947.		110,947.			0
)	· · · · · · · · · · · · · · · · · · ·	127.			-127
20,505.		20,505.			0
6,789.		6,789.		-	0
		2,358.			0
		2,195.			0
		21.	<u> </u>		-21
		21.			-21
h 1					
J k					
			<u> </u>		
n					
1					
0					
Complete only for assets showing	ng gain in column (h) and owned by	the foundation on 12/31/69	(I) Los	ses (from col. (h))	· · · · · · · · · · · · · · · · · · ·
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	Gains (excess	of col. (h) gaın òve ot less than "-0-")	
a					0
b	<u> </u>	† †	_		-127
					0
cd		 			
		 - 			0
9		 		_	0
<u> </u>		 			-21
]		 			-21
1		 			
J					
<u> </u>					
<u> </u>					
n					
n					
0					
Capital gain net income or (net ca	upital loss) { If gain, also ente	r in Part I, line 7 0-" in Part I, line 7	2		634,830
	ss) as defined in sections 1222(5) a	, I			<u> </u>
If (loss) enter "-0-" in Part I line 6,		[]		NI / A	

3 Grants and Contributions Paid During the Y	ear (Continuation)			
Recipient	If recipient is an individual,	T		
Name and address (home or business)	show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CENTER FOR PUBLIC INTEGRITY	N/A	PC	FOR THE PROTECTION OF	
910 17TH STREET, NW SUITE 700			THE ENVIRONMENT;	
WASHINGTON, DC 20006			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
			AND POLICY	500,000
CERES INC.	N/A	PC	FOR THE PROTECTION OF	
99 CHAUNCY STREET			THE ENVIRONMENT;	
BOSTON, MA 02111			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
			AND POLICY	50,000
CHARITABLE DONATIONS FROM PASSTHROUGH	N/A	PC	GENERAL	
ENTITIES				14,580
CLIMATEWORKS FOUNDATION	N/A	PC	FOR THE PROTECTION OF	
235 MONTGOMERY STREET SUITE 1200			THE ENVIRONMENT;	
SAN FRANCISCO, CA 94103			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
			AND POLICY	1,200,000
COLUMBIA UNIVERSITY	N/A	UNIVERSITY	FOR THE PROTECTION OF	
2910 BROADWAY, HOGAN HALL MC 3277			THE ENVIRONMENT;	
NEW YORK, NY 10025			FURTHERANCE OF RELATED	
	,		RESEARCH, AWARENESS	
			AND POLICY	100,000
COMMUNITY FOUNDATION OF SOUTHEASTERN	N/A	PC PC	FOR THE PROTECTION OF	
MASSACHUSETTS INC. (DAF)			THE ENVIRONMENT;	
63 UNION STREET			FURTHERANCE OF RELATED	
NEW BEDFORD, MA 02740			RESEARCH, AWARENESS	
GOOT OF OREG	N / 2	200	AND POLICY	290,000
COOL GLOBES	N/A	PC -	FOR THE PROTECTION OF	
1 MEDLINE PLACE			THE ENVIRONMENT;	
MUNDELEIN, IL 60060			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
MUR ENERGY FORMATAN	7/3	D.C.	AND POLICY	15,000
THE ENERGY FOUNDATION	N/A	₽C	FOR THE PROTECTION OF	
301 BATTERY STREET, 5TH FLOOR			THE ENVIRONMENT;	
SAN FRANCISCO, CA 94111			FURTHERANCE OF RELATED	
		1	RESEARCH, AWARENESS	1 500 000
ENVIRONMENT NORTHEAST	N/A	DC.	AND POLICY	1,500,000
	N/A	PC	FOR THE PROTECTION OF	
8 SUMMER STREET, PO BOX 583			THE ENVIRONMENT;	
ROCKPORT, ME 04856			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
	1/2	ng.	AND POLICY	25,000
	N/A	₽C	FOR THE PROTECTION OF	-
			THE ENVIRONMENT;	
ENVIRONMENTAL DEFENSE FUND , INCORPORATED			1 ' 1	
INCORPORATED 1875 CONNECTICUT AVE, NW, SUITE 600			FURTHERANCE OF RELATED	
INCORPORATED			1 ' 1	2,000,000

3 Grants and Contributions Paid During the	1 (ear (Continuation)			
Recipient	If recipient is an individual,	1	 	
Name and address (home or business)	show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ENVIRONMENTAL LEAGUE OF MASSACHUSETTS	N/A	PC	FOR THE PROTECTION OF	
INC.			THE ENVIRONMENT;	
14 BEACON STREET, SUITE 714		}	FURTHERANCE OF RELATED	
BOSTON MA 02108			RESEARCH AWARENESS	
·			AND POLICY	120,000
FOREST TRENDS ASSOCIATION	N/A	₽C	FOR THE PROTECTION OF	
203 19TH STREET NW, 4TH FLOOR			THE ENVIRONMENT;	
WASHINGTON, DC 20036			FURTHERANCE OF RELATED	
·		}	RESEARCH AWARENESS	
			AND POLICY	20,000
GEORGE MASON UNIVERSITY FOUNDATION	N/A	PC	FOR THE PROTECTION OF	<u> </u>
INC.			THE ENVIRONMENT;	
4400 UNIVERSITY DRIVE			FURTHERANCE OF RELATED	
FAIRFAX, VA 22030			RESEARCH, AWARENESS	
,			AND POLICY	120,000
GLOBAL WITNESS FOUNDATION	N/A	₽C	FOR THE PROTECTION OF	
1100 17TH STREET NW STE 501			THE ENVIRONMENT;	
WASHINGTON, DC 20036			FURTHERANCE OF RELATED	
,			RESEARCH, AWARENESS	
			AND POLICY	100,000
GREENPEACE FUND INC.	N/A	PC	FOR THE PROTECTION OF	<u> </u>
702 H STREET, NW, SUITE 300			THE ENVIRONMENT;	
WASHINGTON DC 20001	1	1	FURTHERANCE OF RELATED	
,			RESEARCH, AWARENESS	
			AND POLICY	200,000
GRIST MAGAZINE INC.	N/A	PC	FOR THE PROTECTION OF	<u> </u>
710 2ND AVE, SUITE 860			THE ENVIRONMENT;	
SEATTLE WA 98104			FURTHERANCE OF RELATED	
,			RESEARCH, AWARENESS	
			AND POLICY	50,000
HEALTH IN HARMONY INC.	N/A	₽C	FOR THE PROTECTION OF	
107 SE WASHINGTON STREET, SUITE 480			THE ENVIRONMENT;	
PORTLAND, OR 97214		1	FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
			AND POLICY	10,000
PRINCE OF WALES'S CHARITABLE	N/A	FOREIGN CHARIT	TYFOR THE PROTECTION OF	<u>-</u>
FOUNDATION	i i		THE ENVIRONMENT;	
CLARENCE HOUSE			FURTHERANCE OF RELATED	
LONDON, UNITED KINGDOM SW1A 1BA			RESEARCH AWARENESS	
			AND POLICY	250,000
IMPERIAL COLLEGE	N/A	FOREIGN	FOR THE PROTECTION OF	
SOUTH KENSINGTON CAMPUS, EXHIBITION		UNIVERSITY	THE ENVIRONMENT;	
ROAD LONDON UNITED KINGDOM SW7 2AZ			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
	1		AND POLICY	2,177,745
INTERNATIONAL CONSERVATION AND	N/A	₽C	FOR THE PROTECTION OF	. , , -
EDUCATION FUND			THE ENVIRONMENT;	
236 11TH STREET SE			FURTHERANCE OF RELATED	
	_1		RESEARCH, AWARENESS	
,			AND POLICY	
Total from continuation sheets	<u>, I , , , , , , , , , , , , , , , , , ,</u>			

3 Grants and Contributions Paid During the Y	ear (Continuation)		<u>'</u>	
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	Amount
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution	Amount
INNOVATION NETWORK FOR COMMUNITIES	N/A	PC	FOR THE PROTECTION OF	
(BOSTON GREEN RIBBON)			THE ENVIRONMENT;	
1625 K STREET, NW, SUITE 1050			FURTHERANCE OF RELATED	
WASHINGTON, DC 20006			RESEARCH, AWARENESS	
•			AND POLICY	50,000
EARTH INNOVATION INSTITUTE	N/A	PC	FOR THE PROTECTION OF	, , ,
3180 18TH STREET, SUITE 205			THE ENVIRONMENT;	
SAN FRANCISCO, CA 94110			FURTHERANCE OF RELATED	
,			RESEARCH, AWARENESS	
			AND POLICY	150,000
THE JOSEPH BANKS SOCIETY	N/A	PC	FOR THE PROTECTION OF	
1000 N WEST ST 1200			THE ENVIRONMENT;	
WILMINGTON, DE 19801			FURTHERANCE OF RELATED	
,			RESEARCH AWARENESS	
			AND POLICY	100,000
LEAGUE OF CONSERVATION VOTERS	N/A	PC	FOR THE PROTECTION OF	
EDUCATION FUND	[","		THE ENVIRONMENT;	
1920 L STREET, NW STE 800			FURTHERANCE OF RELATED	
WASHINGTON, DC 20036			RESEARCH, AWARENESS	-
, <u>-</u>			AND POLICY	250,000
LONDON SCHOOL OF ECONOMICS	N/A	FOREIGN	FOR THE PROTECTION OF	
HOUGHTON STREET	["/	UNIVERSITY	THE ENVIRONMENT;	
LONDON, UNITED KINGDOM WC2A 2AE		21.2 1 21.5 2 2 2	FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
			AND POLICY	2,116,099
MASSACHUSETTS AUDUBON SOCIETY INC.	N/A	PC	FOR THE PROTECTION OF	2,110,051
6 BEACON STREET		[]	THE ENVIRONMENT;	
BOSTON, MA 02108			FURTHERANCE OF RELATED	
, 			RESEARCH AWARENESS	
			AND POLICY	10,000
MASSACHUSETTS INSTITUTE OF TECHNOLOGY	N/A	PC	FOR THE PROTECTION OF	10,000
77 MASSACHUSETTS AVENUE			THE ENVIRONMENT;	
CAMBRIDGE, MA 02139			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
			AND POLICY	10,000
MEDIA MATTERS FOR AMERICA	N/A	₽C	FOR THE PROTECTION OF	10,000
PO BOX 52155	,	ľ	THE ENVIRONMENT;	
WASHINGTON, DC 20091			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
			AND POLICY	150 000
NATIONAL PUBLIC RADIO INC.	N/A	PC	FOR THE PROTECTION OF	150,000
635 MASSACHUSETTS AVENUE NW	[[THE ENVIRONMENT;	
WASHINGTON, DC 20001			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	E0 000
NEW ENGLAND ACTIABLISM CORPORATION	N/A	₽C	AND POLICY	50,000
NEW ENGLAND AQUARIUM CORPORATION	n/ A		FOR THE PROTECTION OF	
1 CENTRAL WHARF			THE ENVIRONMENT;	
BOSTON, MA 02110			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
	1	<u></u>	AND POLICY	20,000

3 Grants and Contributions Paid During the	Year (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	condibution	
NEW ENGLAND FORESTRY FOUNDATION INC.	N/A	PC	FOR THE PROTECTION OF	
32 FOSTER STREET			THE ENVIRONMENT;	
LITTLETON, MA 01460			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
			AND POLICY	50,000
OXFAM AMERICA INC.	N/A ·	PC	FOR THE PROTECTION OF	
226 CAUSEWAY ST., 5TH FLOOR			THE ENVIRONMENT;	
BOSTON, MA 02114			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
		1	AND POLICY	150,000
HARVARD UNIVERSITY (COAL IMPACT	N/A	₽C	FOR THE PROTECTION OF	
PROJECT)			THE ENVIRONMENT;	
1350 MASSACHUSETTS AVE STE 600			FURTHERANCE OF RELATED	
CAMBRIDGE, MA 02138-378			RESEARCH, AWARENESS	
		<u> </u>	AND POLICY	100,000
PUBLIC EMPLOYEES FOR ENVIRONMENTAL	N/A	₽C	FOR THE PROTECTION OF	
RESPONSIBILITY INC.			THE ENVIRONMENT;	
2000 P STREET NW, SUITE 240			FURTHERANCE OF RELATED	
WASHINGTON, DC 20036			RESEARCH, AWARENESS	
			AND POLICY	50,000
RAINFOREST ACTION NETWORK	N/A	₽C	FOR THE PROTECTION OF	
221 PINE STREET, #500	,		THE ENVIRONMENT;	
SAN FRANCISCO, CA 94104			FURTHERANCE OF RELATED	
'			RESEARCH, AWARENESS	
			AND POLICY	150,000
ROCKEFELLER FAMILY FUND INC.	N/A	PC	FOR THE PROTECTION OF	
475 RIVERSIDE DRIVE			THE ENVIRONMENT;	
NEW YORK, NY 10115			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
			AND POLICY	250,000
RODALE INSTITUTE	N/A	₽C	FOR THE PROTECTION OF	
611 SIEGFRIEDALE ROAD			THE ENVIRONMENT;	
KUTZTOWN, PA 19530			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
			AND POLICY	100,000
SIERRA CLUB FOUNDATION	N/A	PC	FOR THE PROTECTION OF	
85 SECOND STREET, 2ND FLOOR			THE ENVIRONMENT;	
SAN FRANCISCO, CA 94105	ļ		FURTHERANCE OF RELATED	
	ì		RESEARCH, AWARENESS	
			AND POLICY	3,000,000
SLOW MONEY INC.	N/A	₽C	FOR THE PROTECTION OF	
PO BOX 2231			THE ENVIRONMENT;	
BOULDER, CO 80306			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
		<u> </u>	AND POLICY	10,000
SMITHSONIAN TROPICAL RESEARCH	N/A	GOVERNMENT	FOR THE PROTECTION OF	•
INSTITUTE	i		THE ENVIRONMENT;	
100 PANAMA CITY PLACE			FURTHERANCE OF RELATED	
WASHINGTON, -DC -20521		-	RESEARCH, AWARENESS	
		1	AND POLICY	597,7473

3 Grants and Contributions Paid During the `	Year (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	Amount
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution	Allount
EAST YARD COMMUNITIES FOR	N/A	₽C	FOR THE PROTECTION OF	
ENVIRONMENTAL JUSTICE	į	,	THE ENVIRONMENT;	
58 MORNINGSIDE DRIVE			FURTHERANCE OF RELATED	
ASHEVILLE, NC 28806			RESEARCH, AWARENESS	
			AND POLICY	10,000
SOCIETY OF ENVIRONMENTAL JOURNALISTS	N/A	PC	FOR THE PROTECTION OF	
PO BOX 2492			THE ENVIRONMENT;	
JENKINTOWN, PA 19046			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
			AND POLICY	25,000
SOUTH CAROLINA COASTAL CONSERVATION	N/A	PC	FOR THE PROTECTION OF	
LEAGUE INC.			THE ENVIRONMENT;	
90 вох 1765			FURTHERANCE OF RELATED	
CHARLESTON, SC 29402			RESEARCH, AWARENESS	
			AND POLICY	10,000
SUSTAINABILITY ACCOUNTING STANDARDS	N/A	₽C	FOR THE PROTECTION OF	
BOARD]		THE ENVIRONMENT;	-
75 BROADWAY, SUITE 202			FURTHERANCE OF RELATED	
SAN FRANCISCO, CA 94111			RESEARCH, AWARENESS	
			AND POLICY	50,00
SUSTAINABLE MARKETS FOUNDATION	N/A	₽C	FOR THE PROTECTION OF	
45 w 36TH STREET			THE ENVIRONMENT;	
NEW YORK, NY 10018			FURTHERANCE OF RELATED	
	1		RESEARCH, AWARENESS	
			AND POLICY	150,000
TRUSTEES OF RESERVATIONS	N/A	₽C	FOR THE PROTECTION OF	<u>-</u> -
464 ABBOTT AVENUE			THE ENVIRONMENT;	
LEOMINSTER, MA 01453			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
			AND POLICY	25,00
JNION OF CONCERNED SCIENTISTS INC.	N/A	PC	FOR THE PROTECTION OF	
2 BRATTLE SQUARE			THE ENVIRONMENT;	
CAMBRIDGE, MA 02138-378			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
			AND POLICY	505,00
UNIVERSITY OF MAINE	N/A	PC	FOR THE PROTECTION OF	
TWO ALUMNI PLACE			THE ENVIRONMENT;	
ORONO, ME 04469			FURTHERANCE OF RELATED	
			RESEARCH, AWARENESS	
			AND POLICY	25,00
BRITISH SCHOOLS AND UNIVERSITIES	N/A	PC	FOR THE PROTECTION OF	
FOUNDATION INC.			THE ENVIRONMENT;	
575 MADISON AVENUE			FURTHERANCE OF RELATED	
NEW YORK, NY 10022			RESEARCH, AWARENESS	
			AND POLICY	143,20
UNIVERSITY OF RHODE ISLAND	N/A	₽C	FOR THE PROTECTION OF	
70 UPPER COLLEGE RD			THE ENVIRONMENT;	
KINGSTON, RI 02881			FURTHERANCE OF RELATED	
· · · · · · · · · · · · · · · · · · ·				
			RESEARCH, AWARENESS	

Foundation status of recipient PC PC PC	Purpose of grant or contribution FOR THE PROTECTION OF THE ENVIRONMENT; FURTHERANCE OF RELATED RESEARCH, AWARENESS AND POLICY FOR THE PROTECTION OF THE ENVIRONMENT; FURTHERANCE OF RELATED RESEARCH, AWARENESS AND POLICY FOR THE PROTECTION OF THE ENVIRONMENT; FURTHERANCE OF RELATED RESEARCH, AWARENESS AND POLICY FOR THE PROTECTION OF THE ENVIRONMENT; FURTHERANCE OF RELATED RESEARCH, AWARENESS AND POLICY FOR THE PROTECTION OF THE ENVIRONMENT; FURTHERANCE OF RELATED RESEARCH, AWARENESS AND POLICY	. Amount 25,000
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Grantham Foundation for the Protection of the Environment EIN 04-6856456

Attachment to Form 990-PF Part VII-B, Question 5c on page 6

Expenditure Responsibility Statement for the year 2013

Pursuant to IRC Regulation § 53.4945-5(d)(2), the Grantham Foundation for the Protection of the Environment provides the following information:

(i) Grantee:

Imperial College

South Kensington Campus

Exhibition Road London SW7 2AZ

England

(ii) Amount of Grants:

\$2,177,745 March 5, 2013

(iii) Purpose of Grants:

To carry out multidisciplinary research on climate change

and its impact; influencing public and private policy globally, by the active engagement of the College's

existing Centre for Environmental Policy;

provide training for Phd students that will enhance UK

levels of technical expertise in climate change

(iv/vi) Reports:

Imperial College submitted full and complete

reports of its expenditure of the March 5, 2013 grant on April 1, 2014. The report reflected that the entire amount of the grant was properly used to support the purpose of

grant noted above.

(v) Diversions:

To the knowledge of the grantor, no funds have been

diverted to any activity other than the activity for which the

grant was originally made.

(vii) Verification:

The grantor has no reason to doubt the accuracy or

reliability of the report from the grantee; therefore, no

independent verification of the report was made.

Grantham Foundation for the Protection of the Environment EIN 04-6856456

Attachment to Form 990-PF Part VII-B, Question 5c on page 6

Expenditure Responsibility Statement for the year 2013

Pursuant to IRC Regulation § 53.4945-5(d)(2), the Grantham Foundation for the Protection of the Environment provides the following information:

(i) Grantee: London School of Economics

Houghton Street London EC2A 2AE United Kingdom

(ii) Amount of Grants: \$2,116,099 May 30, 2013

(iii) Purpose of Grants: General support for the Grantham Research Institute

on Climate Change

(iv/vi) Reports: The London School of Economics submitted a full and

complete report of its expenditure of the May 2013 grant on April 3, 2014. The report reflected that the entire

amount of the grant was properly used to support the

purpose of grant noted above.

(v) Diversions: To the knowledge of the grantor, no funds have been

diverted to any activity other than the activity for which the

grant was originally made.

(vii) Verification: The grantor has no reason to doubt the accuracy or

reliability of the report from the grantee; therefore, no

independent verification of the report was made.

Grantham Foundation for the Protection of the Environment EIN 04-6856456

Attachment to Form 990-PF Part VII-B, Question 5c on page 6

Expenditure Responsibility Statement for the year 2013

Pursuant to IRC Regulation § 53.4945-5(d)(2), the Grantham Foundation for the Protection of the Environment provides the following information:

(i) Grantee: The Prince of Wales's Charitable Foundation

Clarence House London SW1A 1BA United Kingdom

(ii) Amount of Grants: \$250,000 December 13, 2013

(iii) Purpose of Grants: Protect and improve the global environment consistent

with the Foundation's mission. Grantee shall repay to the Foundation any portion of grants not used for this

purpose.

(iv/vi) Reports: The Foundation received its report dated March 31, 2014

which provided a description of the grantees work during the grant term, an analysis of what worked and what did

not, and a summary financial review.

(v) Diversions: To the knowledge of the grantor, no funds have been

diverted to any activity other than the activity for which the

grant was originally made.

(vii) Verification: The grantor has no reason to doubt the accuracy or

reliability of the report from the grantee; therefore, no

independent verification of the report was made.

Form **8868**

(Rev. January 2014)

Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

File a separate application for each return.

Information about Form 8869 and its instructions is at www.irs.gov/form8868.

OMB No. 1545-1709

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