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Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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 Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation SOROS FUND CHARITABLE FOUNDATION		A Employer identification number 13-3388177
Number and street (or P O box number if mail is not delivered to street address) 888 SEVENTH AVENUE, 33RD FLOOR		B Telephone number (see instructions) () -
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10106		C If exemption application is pending, check here ☐
G Check all that apply	☐ Initial return ☐ Final return ☐ Address change	☐ Initial return of a former public charity ☐ Amended return ☐ Name change
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1 Foreign organizations check here ☐ 2 Foreign organizations meeting the 85% test check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 280,421,230.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	E If private foundation status was terminated under section 507(b)(1)(A) check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants etc. received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	15.	9,600,015.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-3,817,836.			
	b Gross sales price for all assets on line 6a	9,600,000.			
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	-3,817,821.	9,600,015.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 2	120,000.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 3	43,693.			43,693.
	24 Total operating and administrative expenses. Add lines 13 through 23	163,693.			43,693.
	25 Contributions, gifts, grants paid	8,932,052.			8,632,052.
26 Total expenses and disbursements. Add lines 24 and 25	9,095,745.			8,675,745.	
27 Subtract line 26 from line 12	-12,913,566.				
a Excess of revenue over expenses and disbursements		9,600,015.			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)					

JSA For Paperwork Reduction Act Notice, see instructions

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SCANNED MAY 27 2014

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	100,199.	4,470.	4,470.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 1,800,000.			
		Less allowance for doubtful accounts ▶	1,200,000.	1,800,000.	1,800,000.
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule) .			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) ATCH 4	166,112,645.	278,616,760.	278,616,760.	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	167,412,844.	280,421,230.	280,421,230.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons .			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ ☒				
	check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	167,412,844.	280,421,230.	
	29	Retained earnings, accumulated income, endowment, or other funds . .			
30	Total net assets or fund balances (see instructions)	167,412,844.	280,421,230.		
31	Total liabilities and net assets/fund balances (see instructions)	167,412,844.	280,421,230.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	167,412,844.
2	Enter amount from Part I, line 27a	2	-12,913,566.
3	Other increases not included in line 2 (itemize) ▶ ATCH 5	3	125,921,952.
4	Add lines 1, 2, and 3	4	280,421,230.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	280,421,230.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b					
c					
d					
e					

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

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

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

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in
Part I, line 8 { } **3**

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	8,262,370.	158,672,051.	0.052072
2011	7,134,664.	174,314,430.	0.040930
2010	14,520,360.	192,200,911.	0.075548
2009	4,085,273.	176,578,017.	0.023136
2008	7,202,007.	145,037,651.	0.049656

2	Total of line 1, column (d)	2	0.241342
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.048268
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	184,518,523.
5	Multiply line 4 by line 3	5	8,906,340.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	96,000.
7	Add lines 5 and 6	7	9,002,340.
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	8,675,745.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	192,000.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	192,000.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	192,000.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	209,418.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	209,418.
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	17,418.
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ 17,418. Refunded ☐ ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ (2) On foundation managers ☐ \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NY, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>JUDY BLUM</u> Telephone no <u>212-262-6300</u>			
Located at <u>C/O SFM LLC, 888 7TH AVE NEW YORK, NY</u> ZIP+4 <u>10106</u>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <u></u>				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	
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	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes	☒ No
If "Yes," list the years <u></u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b If "Yes," did it have excess business holdings in 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 of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☒ Yes ☐ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b** ☒ XOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No **ATCH 7**

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 8		0	0	0

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 N/A	
2	
3	
4	

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

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

Amount

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	186,998,610.
b	Average of monthly cash balances	1b	329,840.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	187,328,450.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	187,328,450.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,809,927.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4.	5	184,518,523.
6	Minimum investment return. Enter 5% of line 5	6	9,225,926.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	9,225,926.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	192,000.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	192,000.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	9,033,926.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	9,033,926.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	9,033,926.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	8,675,745.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4.	4	8,675,745.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,675,745.

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

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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				9,033,926.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			4,162,153.	
b Total for prior years 20 <u>11</u> , 20 <u>10</u> , 20 <u>09</u>				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>8,675,745.</u>				
a Applied to 2012, but not more than line 2a			4,162,153.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				4,513,592.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				4,520,334.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
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				
d Excess from 2012				
e Excess from 2013				

Form 990-PF (2013)

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

NOT APPLICABLE

- 1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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(j)(5)
---------------	--	------------

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

- b 85% of line 2a**

- C** Qualifying distributions from Part XII, line 4 for each year listed _____.

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- e** Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.

- 3** Complete 3a, b, or c for the alternative test relied upon

- a "Assets" alternative test - enter

- (1) Value of all assets . . .
(2) Value of assets qualifying
under section
4942(j)(3)(B)(i) . . .

- b "Endowment" alternative test-
enter 2/3 of minimum invest-
ment return shown in Part X,
line 6 for each year listed . . .

- C "Support" alternative test - enter

- (1) Total support other than gross investment income (interest dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942 (i)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization,

- (4) Gross investment income .

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

- ### 1 Information Regarding Foundation Managers:

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

GEORGE SOROS

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

NONE

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

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

- a The name, address, and telephone number or e-mail 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

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

Grants and Contributions Paid and Due		Grants and Contributions Approved for Future Payment		
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year ATTACHMENT 9				8,932,052.
Total ▶ 3a				8,932,052.
b Approved for future payment ATTACHMENT 10				1,440,708.
Total ▶ 3b				1,440,708.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	15 .	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property .					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	-3,817,836 .	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory . .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)				-3,817,821 .	
13	Total. Add line 12, columns (b), (d), and (e)					-3,817,821 .

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
QUANTUM ENDOWMENT FUND IRELAND		7,800,000.
QUANTUM ENDOWMENT IRELAND LIMITED		1,800,000.
OTHER DIVIDENDS	15.	15.
TOTAL	<u>15.</u>	<u>9,600,015.</u>

ATTACHMENT 2FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL EXCISE TAX	120,000.
TOTALS	<u>120,000.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
NYS ANNUAL FILING FEE	1,500.	1,500.
ADMINISTRATIVE FEES	20,630.	20,630.
PUBLIC NOTICE FEE	135.	135.
CT CORP	109.	109.
D&O LIABILITY INSURANCE	21,319.	21,319.
TOTALS	<u>43,693.</u>	<u>43,693.</u>

ATTACHMENT 4

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
QUANTUM ENDOWMENT FD IRELAND P C SHS-1,363.009 SHS	166,112,645.		
QUANTUM ENDOWMENT IRELAND LTD C SHS-1,305.545 SHS		278,616,760.	278,616,760.
TOTALS	<u>166,112,645.</u>	<u>278,616,760.</u>	<u>278,616,760.</u>

ATTACHMENT 5FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED APPRECIATION	125,921,952.
TOTAL	<u>125,921,952.</u>

FORM 990PF, PART VII-A -DISTRIBUTION TO A DONOR ADVISE

THE SOROS FUND CHARITABLE FOUNDATION (SFCF) MADE THE FOLLOWING
DISTRIBUTION TO A DONOR-ADVISED FUND IN 2013:

UNITED WAY WORLDWIDE	3/20/2013	\$31,980
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THE UNITED WAY WORLDWIDE IS LISTED AS A PUBLIC CHARITY IN
IRS PUBLICATION 78. ACCORDINGLY, THE DISTRIBUTION IS TREATED AS A
QUALIFYING DISTRIBUTION.

SFCF'S DISTRIBUTION TO THE UNITED WAY WORLDWIDE WILL BE USED TO
SUPPORT THE UNITED WAY WORLDWIDE'S CHARITABLE ACTIVITIES AND,
THEREFORE, IS USED TO ACCOMPLISH A PURPOSE DESCRIBED IN
SECTION 170 (C) (2) (B) .

ATTACHMENT 7FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: EULE CHARITABLE FOUNDATION
GRANTEE'S ADDRESS: 888 SEVENTH AVENUE
CITY, STATE & ZIP: NEW YORK, NY 10106
GRANT DATE: 12/07/2011
GRANT AMOUNT: 300,000.
GRANT PURPOSE: CAPITAL ENDOWMENT GRANT
AMOUNT EXPENDED:
ANY DIVERSION? NO
DATES OF REPORTS: 03/07/2014
VERIFICATION DATE:
RESULTS OF VERIFICATION:

GRANTEE'S NAME: EULE CHARITABLE FOUNDATION
GRANTEE'S ADDRESS: 888 SEVENTH AVENUE
CITY, STATE & ZIP: NEW YORK, NY 10106
GRANT DATE: 12/07/2012
GRANT AMOUNT: 300,000.
GRANT PURPOSE: CAPITAL ENDOWMENT GRANT
AMOUNT EXPENDED:
ANY DIVERSION? NO
DATES OF REPORTS: 03/07/2014
VERIFICATION DATE:
RESULTS OF VERIFICATION:

GRANTEE'S NAME: EULE CHARITABLE FOUNDATION
GRANTEE'S ADDRESS: 888 SEVENTH AVENUE
CITY, STATE & ZIP: NEW YORK, NY 10106
GRANT DATE: 12/09/2013
GRANT AMOUNT: 300,000.
GRANT PURPOSE: CAPITAL ENDOWMENT GRANT
AMOUNT EXPENDED:
ANY DIVERSION? NO
DATES OF REPORTS: 03/07/2014
VERIFICATION DATE:
RESULTS OF VERIFICATION:

SOROS FUND CHARITABLE FOUNDATION

13-3388177

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

ATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
GARY GLADSTEIN C/O SOROS FUND MANAGEMENT LLC 888 SEVENTH AVENUE NEW YORK, NY 10106	PRESIDENT	0	0	0
DANIEL R EULE C/O SOROS FUND MANAGEMENT LLC 888 SEVENTH AVENUE NEW YORK, NY 10106	VP & SECRETARY/DIRECTOR	0	0	0
MARYANN CANFIELD C/O SOROS FUND MANAGEMENT LLC 888 SEVENTH AVENUE NEW YORK, NY 10106	TREASURER	0	0	0
GEORGE SOROS C/O SOROS FUND MANAGEMENT LLC 888 SEVENTH AVENUE NEW YORK, NY 10106	DIRECTOR	0	0	0
JONATHAN ALLAN SOROS C/O SOROS FUND MANAGEMENT LLC 888 SEVENTH AVENUE NEW YORK, NY 10106	DIRECTOR	0	0	0

SOROS FUND CHARITABLE FOUNDATION

13-3388177

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

ATTACHMENT 8 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WILLIAM D ZABEL C/O SCHULTE ROTH & ZABEL 919 THIRD AVENUE NEW YORK, NY 10022	DIRECTOR	0	0	0
ARMANDO BELLY C/O SOROS FUND MANAGEMENT LLC 888 SEVENTH AVENUE NEW YORK, NY 10106	DIRECTOR	0	0	0
ROBERT SOROS C/O SOROS FUND MANAGEMENT LLC 888 SEVENTH AVENUE NEW YORK, NY 10106	DIRECTOR	0	0	0
ALEXANDER SOROS C/O SOROS FUND MANAGEMENT LLC 888 SEVENTH AVENUE NEW YORK, NY 10106	DIRECTOR	0	0	0
GRAND TOTALS		0	0	0

SOROS FUND CHARITABLE FOUNDATION

13-3388177

FORM 990PF, PART XV-GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	CONTRIBUTOR	FOUNDATION		
A Better Chance In Ridgefield Inc PO Box 1044 Ridgefield, CT 06877-9044	N/A		GENERAL SUPPORT	750
Abraham Joshua Heschel School 30 West End Avenue New York, NY 10023	N/A		GENERAL SUPPORT	3,000
Abraham Joshua Heschel School 30 West End Avenue New York, NY 10023	N/A		GENERAL SUPPORT	3,000
Allen-Stevenson School 132 East 78th St New York, NY 10021	N/A		GENERAL SUPPORT	1,941
Allen-Stevenson School 132 East 78th St New York, NY 10021	N/A		GENERAL SUPPORT	3,888
Alliance for Lupus Research 28 W 44th Street New York, NY 10036-7414	N/A		GENERAL SUPPORT	27,000
Alliance for Lupus Research 28 W 44th Street New York, NY 10036-7414	N/A		GENERAL SUPPORT	7,500
Alliance for Open Society International Inc 224 West 57th Street New York, NY 10019	N/A		GENERAL SUPPORT	22,500
Alzheimers Disease and Related Disorders Association 360 Lexington Avenue 5th Floor New York, NY 10017	N/A		GENERAL SUPPORT	1,500
American Austrian Foundation C/O UniCredit Group 150 E 42nd Street, 28th Floor, NY NY 10017	N/A		GENERAL SUPPORT	1,150,000
American Cancer Society Inc 20 Mercer Street Hackensack, NJ 07601	N/A		GENERAL SUPPORT	1,875
American Cancer Society Inc 13 Beech Street Johnson City, NY 13790	N/A		GENERAL SUPPORT	150
American Cancer Society Inc 132 W 72nd Street New York, NY 10001	N/A		GENERAL SUPPORT	300
American Cancer Society Inc 132 W 32nd Street New York, NY 10001	N/A		GENERAL SUPPORT	75
American Cancer Society Inc 2 Lyon Place White Plains, NY 10601-5402	N/A		GENERAL SUPPORT	105
American Diabetes Association Inc 1701 N Beauregard Street Alexandria, VA 22311	N/A		GENERAL SUPPORT	750
American Diabetes Association Inc 1160 U S 22 Bridgewater, NJ 08807	N/A		GENERAL SUPPORT	3,000
American Film Institute Inc 2021 N Western Avenue Los Angeles, CA 90027-1625	N/A		GENERAL SUPPORT	750
American Friends of Old City Charities Inc 30 Bay Street Staten Island, NY 10301-2512	N/A		GENERAL SUPPORT	3,000
American Friends of Yeshivat Ateret Yerushalayim Inc 103 Curtermill Road Great Neck, NY 11021-3102	N/A		GENERAL SUPPORT	3,000
American Heart Association Inc 122 East 42nd Street New York, NY 10168	N/A		GENERAL SUPPORT	300
American Heart Association Inc 5 Brookside Drive Wallingford, CT 06492	N/A		GENERAL SUPPORT	750
American Heart Association Inc 5 Brookside Drive Wallingford, CT 06492	N/A		GENERAL SUPPORT	750
American Ireland Fund 211 Congress Street 10th Floor Boston, MA 02110	N/A		GENERAL SUPPORT	3,750
American Museum of Natural History Planetarium Authority Central Park W At 79th St New York, NY 10024	N/A		GENERAL SUPPORT	2,694
American National Red Cross P O Box 37295 Washington, DC 20013	N/A		GENERAL SUPPORT	7,500
American National Red Cross - American Red Cross 520 West 49th Street New York, NY 10019	N/A		GENERAL SUPPORT	2,100
American National Red Cross - American Red Cross 520 West 49th Street New York, NY 10019	N/A		GENERAL SUPPORT	750
American Society for the Prevention of Cruelty To Animals 424 East 92nd Street New York, NY 10128	N/A		GENERAL SUPPORT	1,500
Amherst College Trustees P O Box 5000 Amherst, MA 01002-5000	N/A		GENERAL SUPPORT	150
Animal Friends Inc 562 Camp Home Rd Pittsburgh, PA 15237-1109	N/A		GENERAL SUPPORT	750
Anti-Defamation League 605 3rd Ave Fl 9 New York, NY 10158-0102	N/A		GENERAL SUPPORT	3,000

ATTACHMENT 9

SOROS FUND CHARITABLE FOUNDATION

13-3388177

FORM 990PF, PART XV-GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL</u>		<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
	<u>CONTRIBUTOR</u>	<u>AND FOUNDATION STATUS OF RECIPIENT</u>		
Appalachian Mountain Club 5 Joy Street Boston, MA 02108		N/A	GENERAL SUPPORT	750
Asian Professional Extension Inc 80 Maiden Lane New York, NY 10038		N/A	GENERAL SUPPORT	750
Autism Speaks Inc 5455 Wilshire Blvd, Suite 2250 Los Angeles, CA 90036-4272		N/A	GENERAL SUPPORT	1,800
Autism Speaks Inc 5455 Wilshire Blvd, Suite 2250 Los Angeles, CA 90036-4272		N/A	GENERAL SUPPORT	150
Autism Speaks Inc 1 E 33rd Street New York, NY 10016-5011		N/A	GENERAL SUPPORT	750
Autism Speaks Inc 1 E 33rd Street New York, NY 10016-5011		N/A	GENERAL SUPPORT	900
Autism Speaks Inc 1 E 33rd Street New York, NY 10016-5011		N/A	GENERAL SUPPORT	375
Autism Speaks Inc 1060 State Road Princeton, NJ 08540		N/A	GENERAL SUPPORT	7,125
Bachmann-Strauss Dystonia Foundation Inc 551 Fifth Avenue New York, NY 10176		N/A	GENERAL SUPPORT	300
Ballet Theatre Foundation Inc 890 Broadway New York, NY 10003		N/A	GENERAL SUPPORT	3,000
Bent Elmasqdis Islamic Center 6224 6th Ave Brooklyn, NY 11220-4701		N/A	GENERAL SUPPORT	1,500
Bent Rabbani Day School Attn Ten Normand New York, NY 10023-0000		N/A	GENERAL SUPPORT	225,000
Belmont Hill School Inc 350 Prospect Street Belmont, MA 02478		N/A	GENERAL SUPPORT	22,500
Bent on Learning Inc 154 Grand Street New York, NY 10013-3141		N/A	GENERAL SUPPORT	6,000
Bent on Learning Inc 154 Grand Street New York, NY 10013-3141		N/A	GENERAL SUPPORT	15,000
Berkshire Taconic Community Foundation Inc - SOAR, SCS Enrichment Fund PO Box 400 Sheffield, MA 01257-400		N/A	GENERAL SUPPORT	1,500
Berkshire Taconic Community Foundation Inc-Jane Lloyd Fund 800 North Main Street Sheffield, MA 01257-0400		N/A	GENERAL SUPPORT	3,000
Best Buddies International Inc 100 SE 2nd Street Miami FL 33131		N/A	GENERAL SUPPORT	7,500
Beth Israel Deaconess Medical Center Inc 330 Brookline Ave Boston, MA 02215		N/A	GENERAL SUPPORT	3,750
Big Apple Performing Arts Inc 676A 9th Avenue New York, NY 10036		N/A	GENERAL SUPPORT	9,000
Big Apple Performing Arts Inc 676A 9th Avenue New York, NY 10036		N/A	GENERAL SUPPORT	7,500
Blue Rider Stables Inc PO Box 924 Gt Barrington, MA 01230-0924		N/A	GENERAL SUPPORT	6,000
Blue Rider Stables Inc PO Box 924 Gt Barrington, MA 01230-0924		N/A	GENERAL SUPPORT	1,500
Blue Rider Stables Inc PO Box 924 Gt Barrington, MA 01230-0924		N/A	GENERAL SUPPORT	1,000
Boomer Esason Foundation 200B Armstrong Road Garden City Park, NY 11040		N/A	GENERAL SUPPORT	796
Boston College Office of Development Chestnut Hill MA 02467-3800		N/A	GENERAL SUPPORT	750
Boston College Office of Development Chestnut Hill, MA 02467-3800		N/A	GENERAL SUPPORT	6,000
Boston College Office of Development Chestnut Hill MA 02467-3800		N/A	GENERAL SUPPORT	12,000
Boston College Office of Development Chestnut Hill, MA 02467-3800		N/A	GENERAL SUPPORT	54,000
Bourne Conservation Trust PO Box 203 Cataumet MA 02534-0203		N/A	GENERAL SUPPORT	15,000
Bourne Conservation Trust PO Box 203 Cataumet, MA 02534-0203		N/A	GENERAL SUPPORT	15,000
Boy Scouts of America-Ventura County Council 509 East Daily Drive Camarillo, CA 93010		N/A	GENERAL SUPPORT	1,500
Brookings Institution 1775 Mass Ave NW Washington, DC 20036-2103		N/A	GENERAL SUPPORT	37,500
Brooklyn Waldorf School 11 Jefferson Ave Brooklyn NY 11238		N/A	GENERAL SUPPORT	34,950
Brooklyn Waldorf School 11 Jefferson Ave Brooklyn, NY 11238		N/A	GENERAL SUPPORT	330,000
Bucknell University Development and Alumni Relations Lewisburg, PA 17837		N/A	GENERAL SUPPORT	750
Byram Hills Education Foundation Inc P O Box 872 Armonk NY 10504		N/A	GENERAL SUPPORT	6,000

FORM 990PF, PART XV-GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>		<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
	<u>CONTRIBUTOR</u>	<u>FOUNDATIONAL STATUS</u>		
Camfed U S A Foundation 465 California Street San Francisco, CA 94104-1816		N/A	GENERAL SUPPORT	1,500
Camp Hachisharanoshava of N Y Inc 520 Eighth Avenue - 15th Floor New York NY 10018-6507		N/A	GENERAL SUPPORT	3,750
Campus Crusade for Christ Inc 100 Lake Hart Drive #2400 Orlando, FL 32832		N/A	GENERAL SUPPORT	3,600
Cancer Care Inc 275 Seventh Avenue New York, NY 10001		N/A	GENERAL SUPPORT	3,000
Canine Companions for Independence 126 East Las Animas Colorado Springs, CO 80903		N/A	GENERAL SUPPORT	7,500
Carter Center Inc 1 Copenhill Ave Atlanta, GA 30307		N/A	GENERAL SUPPORT	150
Carter Center Inc 1 Copenhill Ave Atlanta, GA 30307		N/A	GENERAL SUPPORT	150
Catholic Big Sisters & Big Brothers 137 E 2nd St New York, NY 10009		N/A	GENERAL SUPPORT	2,340
Center for Independence of the Disabled In New York Inc 841 Broadway Ste 301 New York, NY 10003-4708		N/A	GENERAL SUPPORT	3,750
Central Fund of Israel 980 Ave of the Americas New York, NY 10018-5443		N/A	GENERAL SUPPORT	3,000
Central Park Conservancy Inc 14 East 60th Street New York, NY 10022		N/A	GENERAL SUPPORT	15,000
Central Park Conservancy Inc 14 East 60th Street New York, NY 10022		N/A	GENERAL SUPPORT	15,000
Chabad Lubavitch of Bnarecliff Manor-Ossining 11 Orchard Road Bnarecliff Manor, NY 10510		N/A	GENERAL SUPPORT	7,500
Chabad Lubavitch of Bnarecliff Manor-Ossining 11 Orchard Road Bnarecliff Manor, NY 10510		N/A	GENERAL SUPPORT	17,580
Chai-Life Line 151 West 30th Street New York, NY 10001		N/A	GENERAL SUPPORT	7,800
Chapin School Ltd - The Chapin School 100 East End Avenue New York, NY 10028		N/A	GENERAL SUPPORT	12,750
Chapin School Ltd - The Chapin School 100 East End Avenue New York, NY 10028		N/A	GENERAL SUPPORT	1,500
Children of Promise New York City 600 Lafayette Avenue Brooklyn, NY 11216		N/A	GENERAL SUPPORT	9,000
Childrens Aid Society 105 East 22nd Street, Suite 504 New York, NY 10010		N/A	GENERAL SUPPORT	450
Childrens Hospital Foundation Lockbox 1352 Philadelphia, PA 19178		N/A	GENERAL SUPPORT	7,500
Childrens Rehabilitation Center Inc 300 Corporate Boulevard South Yonkers, NY 10701		N/A	GENERAL SUPPORT	3,750
Childrens Village Inc 1 Echo Hills Dobbs Ferry, NY 10522-3600		N/A	GENERAL SUPPORT	30,000
Childrens Village Inc 1 Echo Hills Dobbs Ferry, NY 10522-3600		N/A	GENERAL SUPPORT	6,000
Christian & Missionary Alliance - Christian and Missionary Alliance P O Box 35000 Colorado Springs, CO 80935		N/A	GENERAL SUPPORT	21,000
Christian City Church of New York - Christian City Church Manhattan 332 Bleecker Street, D43 New York, NY 10014		N/A	GENERAL SUPPORT	15,510
City and Country School Inc 146 West 13th Street New York, NY 10011		N/A	GENERAL SUPPORT	3,750
City Harvest Inc 6 East 32nd Street New York, NY 10016		N/A	GENERAL SUPPORT	15,450
City Squash Inc PO Box 619 Bronx, NY 10458		N/A	GENERAL SUPPORT	780
Civic Builders Inc 304 Hudson Street New York, NY 10013		N/A	GENERAL SUPPORT	750
Civic Builders Inc 304 Hudson Street New York, NY 10013		N/A	GENERAL SUPPORT	300
Civic Center Synagogue Inc 49 White St New York, NY 10013-3528		N/A	GENERAL SUPPORT	9,600
Civic Center Synagogue Inc 49 White St New York, NY 10013-3528		N/A	GENERAL SUPPORT	9,450
Clarkson University PO Box 5510 Potsdam NY 13699		N/A	GENERAL SUPPORT	1,500

SOROS FUND CHARITABLE FOUNDATION

13-3388177

FORM 990PF, PART XV-GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Clowns Without Borders Inc 540 Alabama Street San Francisco, CA 94110-1301		N/A	GENERAL SUPPORT	2,250
Colgate University Treasurers Office 13 Oak Drive Hamilton, NY 13346		N/A	GENERAL SUPPORT	150,000
Collegiate School Inc 260 West 78th Street New York, NY 10024-6516		N/A	GENERAL SUPPORT	83,835
Columbia Grammar & Preparatory School 5 West 93rd St New York, NY 10025		N/A	GENERAL SUPPORT	45,000
Comite Corazon A Corazon New York Inc 82-11 37th Avenue Jackson Heights, NY 11372		N/A	GENERAL SUPPORT	225
Comite Corazon A Corazon New York Inc 82-11 37th Avenue Jackson Heights, NY 11372		N/A	GENERAL SUPPORT	150
Comite Corazon A Corazon New York Inc 82-11 37th Avenue Jackson Heights, NY 11372		N/A	GENERAL SUPPORT	150
Comite Corazon A Corazon New York Inc 82-11 37th Avenue Jackson Heights, NY 11372		N/A	GENERAL SUPPORT	4,200
Comite Corazon A Corazon New York Inc 82-11 37th Avenue Jackson Heights, NY 11372		N/A	GENERAL SUPPORT	4,000
Community Environmental Center Inc 4310 11th St Long Island City, NY 11101-6802		N/A	GENERAL SUPPORT	1,800
Community Food Bank of New Jersey Inc 31 Evans Terminal Road Hillside, NJ 07205		N/A	GENERAL SUPPORT	3,000
Community Research Initiative of New England Inc 38 Chauncy Street Boston, MA 02111		N/A	GENERAL SUPPORT	15,000
Community Rowing Inc 20 Nonantum RD Brighton, MA 02135		N/A	GENERAL SUPPORT	18,750
Community-Word Project Inc 11 Broadway New York, NY 10004		N/A	GENERAL SUPPORT	1,500
Community-Word Project Inc 11 Broadway New York, NY 10004		N/A	GENERAL SUPPORT	600
Congregation Kehilath Jeshurun 125 E 85th St New York, NY 10028-0928		N/A	GENERAL SUPPORT	30,000
Congregation Ohav Emeth 415 Rantian Avenue Highland Park NJ 08904-2739		N/A	GENERAL SUPPORT	9,000
Congregation Ohav Emeth 415 Rantian Avenue Highland Park, NJ 08904-2739		N/A	GENERAL SUPPORT	3,000
Convent of the Sacred Heart 1177 King Street Greenwich, CT 06831		N/A	GENERAL SUPPORT	15,000
Convent of the Sacred Heart 1 E 91st Street New York, NY 10128-0630		N/A	GENERAL SUPPORT	450
Cookbook Project Incorporated 85 Atkinson Lane Sudbury, MA 01776-1938		N/A	GENERAL SUPPORT	1,500
Cooperative for Assistance and Relief Everywhere Inc - Care 151 Ellis Street NE Atlanta, GA 30303-2439		N/A	GENERAL SUPPORT	15,000
Cornish College Of The Arts 1000 Lenora St Seattle, WA 98121-2707		N/A	GENERAL SUPPORT	3,000
Crohns & Colitis Foundation of America 386 Park Avenue South New York NY 10016		N/A	GENERAL SUPPORT	4,200
Crohns & Colitis Foundation of America 386 Park Avenue South New York NY 10016		N/A	GENERAL SUPPORT	5,760
Dana Farber Cancer Institute Inc Steven Connolly 450 Brookline Ave Boston, MA 02215-5418		N/A	GENERAL SUPPORT	300
Dances Parrelle Inc P O Box 286189 New York NY 10128		N/A	GENERAL SUPPORT	1,500
Darren Community Young Mens Christian Association Inc 2420 Post Road Darren CT 06820-5624		N/A	GENERAL SUPPORT	1,500
Dasra 1600 Highway 6 South Sugar Land, TX 77478		N/A	GENERAL SUPPORT	118,125
Diocese of Southeast Florida Inc - St Stephen's Episcopal Church 2750 McFarlane Road Coconut Grove, FL 33133		N/A	GENERAL SUPPORT	7,500

ATTACHMENT 9

SOROS FUND CHARITABLE FOUNDATION

13-3388177

FORM 990PF, PART XV-GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>		<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
Each One Counts Foundation Inc 2 Bayberry Way Pound Ridge, NY 10576-1600		N/A	GENERAL SUPPORT	7,500
Edible Schoolyard New York 55 Washington St Brooklyn, NY 11201		N/A	GENERAL SUPPORT	19,434
Edible Schoolyard New York 55 Washington St Brooklyn NY 11201		N/A	GENERAL SUPPORT	7,773
Edible Schoolyard New York 55 Washington St Brooklyn, NY 11201		N/A	GENERAL SUPPORT	1,500
Empower-Emerging Markets Foundation 111 John St Rm 1005 New York, NY 10038-3110		N/A	GENERAL SUPPORT	6,000
Episcopal School In the City of New York 35 East 69th Street New York, NY 10021		N/A	GENERAL SUPPORT	75,000
Episcopal School In the City of New York 35 East 69th Street New York, NY 10021		N/A	GENERAL SUPPORT	75,000
Ethical Culture Fieldston School 33 Central Park W New York, NY 10023-6001		N/A	GENERAL SUPPORT	2,250
Eule Charitable Foundation 888 Seventh Ave., NY NY 10106		N/A	CAPITAL ENDOWMENT	300,000
Evangelical Covenant Church - New Vision Covenant Church 26222 Union Teke Floral Park, NY 11004		N/A	GENERAL SUPPORT	9,000
Evangelical Covenant Church - New Vision Covenant Church 26222 Union Teke Floral Park, NY 11004		N/A	GENERAL SUPPORT	3,000
Evansville Philharmonic Orchestra P O Box 84 Evansville, IN 47701-0084		N/A	GENERAL SUPPORT	4,500
Fairport Crew Club Inc 14 Ene Cres Fairport, NY 14450-2469		N/A	GENERAL SUPPORT	300
Faith In the Future Inc PO Box 780188 Maspeth, NY 11378		N/A	GENERAL SUPPORT	285
Faith In the Future Inc PO Box 780188 Maspeth, NY 11378		N/A	GENERAL SUPPORT	150
Falmouth Jewish Congregation Inc 7 Hatchville Rd East Falmouth, MA 02536-4007		N/A	GENERAL SUPPORT	60,000
Falmouth Jewish Congregation Inc 7 Hatchville Rd East Falmouth, MA 02536-4007		N/A	GENERAL SUPPORT	60,000
Felix Organization - Adoptees for Children Inc 43 Oyster Bay Road Locust Valley, NY 11560		N/A	GENERAL SUPPORT	4,500
Film Forum Inc 209 West Houston Street New York, NY 10014		N/A	GENERAL SUPPORT	120
Fjc-Natan 1501 Broadway, Suite 501 New York, NY 10036		N/A	GENERAL SUPPORT	27,000
Food Allergy Research & Education Inc 515 Madison Avenue Fairfax, NY 10022		N/A	GENERAL SUPPORT	1,500
Food for the Poor Inc 6401 Lyons Road Coconut Creek, FL 33073		N/A	GENERAL SUPPORT	225
Food for the Poor Inc 6401 Lyons Road Coconut Creek, FL 33073		N/A	GENERAL SUPPORT	90
Fordham Preparatory School East Fordham Road Bronx, NY 10458-5175		N/A	GENERAL SUPPORT	1,500
Fordham University 888 Seventh Avenue New York, NY 10019		N/A	GENERAL SUPPORT	600
Fortune Society Inc 29-76 Northern Boulevard Long Island City, NY 11101		N/A	GENERAL SUPPORT	600
Foundation Fighting Blindness Inc 7168 Columbia GTWY Drive Suite 100 Columbia, MD 21046-3256		N/A	GENERAL SUPPORT	150
Fractured Atlas Productions Inc 248 West 35th Street New York, NY 10001		N/A	GENERAL SUPPORT	900
Friends and Family of PS 11 320 West 21st Street New York, NY 10011		N/A	GENERAL SUPPORT	4,500
Friends of Athol Murray College of Notre Dame Inc c/o Harvard Investments Scottsdale, AZ 85255-5457		N/A	GENERAL SUPPORT	30,000
Friends of Hudson River Park Inc 311 W 43rd St Suite 300 New York, NY 10036		N/A	GENERAL SUPPORT	3,750
Friends of Northwest Brooklyn Inc 130 South Oxford Street Brooklyn, NY 11217		N/A	GENERAL SUPPORT	7,500

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Friends of PSI66 Inc 132 W 89th Street New York, NY 10024-1902	N/A		GENERAL SUPPORT	900
Friends of the Israel Defense Forces 1430 Broadway New York, NY 10118	N/A		GENERAL SUPPORT	3,000
Friends of the Orphans 134 North La Salle Street Chicago, IL 60602	N/A		GENERAL SUPPORT	1,800
Frisch School 120 W Century Road Paramus, NJ 07652-1405	N/A		GENERAL SUPPORT	6,000
Fund for Public Schools Inc 52 Chambers Street New York, NY 10007	N/A		GENERAL SUPPORT	30,000
Galeus Medical Society 1500 East Medical Center Drive Ann Arbor, MI 48104-0000	N/A		GENERAL SUPPORT	1,500
Gay Men's Health Crisis Inc 446 West 33 Street New York, NY 10001	N/A		GENERAL SUPPORT	300
Gay Mens Health Crisis Inc - AIDS Walk New York P O Box 7607 New York, NY 10116	N/A		GENERAL SUPPORT	8,625
Gay Mens Health Crisis Inc - AIDS Walk New York P O Box 7607 New York, NY 10116	N/A		GENERAL SUPPORT	300
General Council on Finance & Admins of the United Methodist Church - Christ Church 520 Park Ave New York, NY 10021	N/A		GENERAL SUPPORT	6,000
Generations Incorporated 25 Kingston Street Boston, MA 02111-1307	N/A		GENERAL SUPPORT	975
Generations Incorporated 25 Kingston Street Boston, MA 02111-1307	N/A		GENERAL SUPPORT	1,872
Generations Incorporated 25 Kingston Street Boston, MA 02111-1307	N/A		GENERAL SUPPORT	975
George Balanchine Foundation Inc 20 Lincoln Center Plaza New York, NY 10023-6913	N/A		GENERAL SUPPORT	15,000
Give2Asia 340 Pine Street, Suite 501 San Francisco, CA 94104	N/A		GENERAL SUPPORT	30,000
Glasswing International USA PO Box 455 New York, NY 10150	N/A		GENERAL SUPPORT	30,000
Glasswing International USA PO Box 455 New York, NY 10150	N/A		GENERAL SUPPORT	30,000
Grace Cares Incorporated 773 Guilford Street Brattleboro, VT 05301	N/A		GENERAL SUPPORT	7,650
Greek Orthodox Archdiocese of America - Church of Saint Eleftherios 359 West 24th Street New York, NY 10011	N/A		GENERAL SUPPORT	600
Greek Orthodox Archdiocese of America - Church of Saint Eleftherios 359 West 24th Street New York, NY 10011	N/A		GENERAL SUPPORT	15,000
Greek Orthodox Archdiocese of America - Church of Saint Eleftherios 359 West 24th Street New York, NY 10011	N/A		GENERAL SUPPORT	120
Greek Orthodox Archdiocese of America - Church of Saint Eleftherios 359 West 24th Street New York, NY 10011	N/A		GENERAL SUPPORT	750
Forsyth Street New York, NY 10002	N/A		GENERAL SUPPORT	1,500
Forsyth Street New York, NY 10002	N/A		GENERAL SUPPORT	3,750
Growing Place 401 Ashland Ave Santa Monica, CA 90405-4311	N/A		GENERAL SUPPORT	15,000
H E A R T S of the Father Outreach Inc P O Box 491 Sheffield, MA 01257-0491	N/A		GENERAL SUPPORT	3,000
Habitat for Humanity International Inc P O Box 7024 Americus, GA 31709	N/A		GENERAL SUPPORT	450
Habitat for Humanity New York City Inc - Habitat for Humanity International Inc 111 John Street New York, NY 10038-3101	N/A		GENERAL SUPPORT	30,000
Hackley School 293 Benedict Avenue Tarrytown, NY 10591-4327	N/A		GENERAL SUPPORT	750
Hanalei School 1922 Makiki St Honolulu, HI 96822-2099	N/A		GENERAL SUPPORT	1,500
Happy Families International Center Inc 3 Stone Street, Cold Spring, NY 10516-0000	N/A		GENERAL SUPPORT	1,500
Happy Families International Center Inc 3 Stone Street, Cold Spring, NY 10516-0000	N/A		GENERAL SUPPORT	1,500
Harlem Childrens Zone Inc 35 E 125th St New York, NY 10035-1816	N/A		GENERAL SUPPORT	90,000
Harvard University 124 Mt Auburn St Cambridge, MA 02138-5762	N/A		GENERAL SUPPORT	61,050

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Heifer Project International - Heifer Project International Inc 1 World Ave Little Rock, AR 72202		N/A	GENERAL SUPPORT	570
Help From People To People Inc 121 West Nyack Road Nanuet, NY 10954-2939		N/A	GENERAL SUPPORT	6 000
Helpohelive Inc Two Radnor Corporate Center Radnor, PA 19087		N/A	GENERAL SUPPORT	9 000
Helpohelive Inc Two Radnor Corporate Center Radnor, PA 19087		N/A	GENERAL SUPPORT	18,375
Herbert H Lehman College Foundation Inc 250 Bedford Park Blvd West Bronx, NY 10468		N/A	GENERAL SUPPORT	750
Hillel School Inc 191 Fairfield Dr Rochester, NY 14620-3353		N/A	GENERAL SUPPORT	300
Hillel School Inc 191 Fairfield Dr Rochester, NY 14620-3353		N/A	GENERAL SUPPORT	15 000
Hole In the Wall Gang Fund Inc 555 Long Wharf Drive New Haven, CT 06511		N/A	GENERAL SUPPORT	2 400
Hole In the Wall Gang Fund Inc 555 Long Wharf Drive New Haven, CT 06511		N/A	GENERAL SUPPORT	2,000
Hole In the Wall Gang Fund Inc 555 Long Wharf Drive New Haven, CT 06511		N/A	GENERAL SUPPORT	2,000
Homes for Our Troops Inc 6 Mann Street Taunton, MA 02780		N/A	GENERAL SUPPORT	30,000
Hope for Heroism 5901 Wilson Avenue South Seattle, WA 98118-3062		N/A	GENERAL SUPPORT	22,500
Hope for the Warriors 1335 Western Boulevard Jacksonville, NC 28546		N/A	GENERAL SUPPORT	150
Hospice Foundation of Western New York Inc 225 Como Park Blvd Cheektowaga, NY 14227-1416		N/A	GENERAL SUPPORT	150
Hugz4hanti 42 Lake Avenue Extension Danbury CT 06811-5279		N/A	GENERAL SUPPORT	11,250
Human Rights Campaign Foundation 1640 Rhode Island Avenue, NW Washington, DC 20036-3278		N/A	GENERAL SUPPORT	1,500
Human Rights Campaign Foundation 1640 Rhode Island Avenue, NW Washington, DC 20036-3278		N/A	GENERAL SUPPORT	9,000
Human Rights Campaign Foundation 1640 Rhode Island Avenue, NW Washington, DC 20036-3278		N/A	GENERAL SUPPORT	75,000
Inmotion Inc 100 Broadway, 10th Floor New York, NY 10005		N/A	GENERAL SUPPORT	750
Institute for Middle East Understanding 174 West 4th Street, Suite 171 New York, NY 10014		N/A	GENERAL SUPPORT	75 000
Institute for Middle East Understanding 174 West 4th Street, Suite 171 New York, NY 10014		N/A	GENERAL SUPPORT	15,000
Interlochen Center for the Arts P O Box 199 Interlochen MI 49643-0199		N/A	GENERAL SUPPORT	6,000
International Rescue Committee Inc 122 East 42nd Street New York, NY 10168		N/A	GENERAL SUPPORT	7,500
Iolani School 563 Kanioka Street Honolulu, HI 96826		N/A	GENERAL SUPPORT	3,750
Iona Preparatory School 255 Wilmot Road New Rochelle, NY 10804		N/A	GENERAL SUPPORT	51,000
Iona Preparatory School 255 Wilmot Road New Rochelle, NY 10804		N/A	GENERAL SUPPORT	375
Islamic Society of Bay Ridge Inc 6807 5th Avenue Brooklyn NY 11220-6000		N/A	GENERAL SUPPORT	75,000
Israel-America Academic Exchange 9100 Wilshire Boulevard Beverly Hills, CA 90212		N/A	GENERAL SUPPORT	10,800
Ithaca College 280 Alumn Hall Ithaca, NY 14850		N/A	GENERAL SUPPORT	37 500
Jefferson Awards for Public Service 100 W 10th St Ste 215 Wilmington, DE 19801-1641		N/A	GENERAL SUPPORT	21,000
Jefferson Scholars Foundation PO Box 400891 Charlottesville VA 22904		N/A	GENERAL SUPPORT	37,500
Jerusalem Fellowships Inc 28 Park Ave Airmont NY 10952-4511		N/A	GENERAL SUPPORT	20,400

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Jewish Community Project of Lower Manhattan 146 Duane St New York, NY 10013-3858	N/A		GENERAL SUPPORT	5,850
Jewish Community Project of Lower Manhattan 146 Duane St New York, NY 10013-3858	N/A		GENERAL SUPPORT	3,780
Jewish Federation of Cincinnati 8499 Ridge Rd Cincinnati, OH 45236-1300	N/A		GENERAL SUPPORT	3,750
Jewish Graduate Student Initiative Inc 9301 Wilshire Boulevard Beverly Hills, CA 90210-6150	N/A		GENERAL SUPPORT	15,000
Jewish Graduate Student Initiative Inc 9301 Wilshire Boulevard Beverly Hills, CA 90210-6150	N/A		GENERAL SUPPORT	15,000
Joseph Brodsky Memorial Fellowship Fund 107 Bank Street New York, NY 10014-2127	N/A		GENERAL SUPPORT	750
Joseph Brodsky Memorial Fellowship Fund 107 Bank Street New York, NY 10014-2127	N/A		GENERAL SUPPORT	750
Judith G Wharton Music Center A NJ Nonprofit Corp 60 Locust Avenue Berkeley Heights, NJ 07922-1602	N/A		GENERAL SUPPORT	600
Jumpstart for Young Children Inc 505 Eighth Avenue New York, NY 10018	N/A		GENERAL SUPPORT	7,500
Kappa Delta Rho Foundation P O Box 699 Greensburg, PA 15601-0699	N/A		GENERAL SUPPORT	750
Keewaydin Foundation 950 West Shore Road Salisbury, VT 05769	N/A		GENERAL SUPPORT	30,000
Kensington Education Foundation 90 Highland Boulevard Kensington, CA 94708	N/A		GENERAL SUPPORT	3,150
Kentucky Humane Society 241 Steedly Dr Louisville, KY 40214-2947	N/A		GENERAL SUPPORT	150
King Baudouin Foundation United States Inc 10 Rockefeller Plz Fl 16 New York, NY 10020-1903	N/A		GENERAL SUPPORT	82,500
Kipp LA Schools 4545 Dozer Avenue Los Angeles, CA 90022-1118	N/A		GENERAL SUPPORT	15,000
Lambda Legal Defense and Education Fund Inc 120 Wall Street STE 1500 New York, NY 10005	N/A		GENERAL SUPPORT	15,000
Leukemia & Lymphoma Society Inc 14 Commerce Drive Cranford, NJ 07016	N/A		GENERAL SUPPORT	4,050
Leukemia & Lymphoma Society Inc 475 Park Avenue South, 21st Flr New York, NY 10016	N/A		GENERAL SUPPORT	3,600
Leukemia & Lymphoma Society Inc 475 Park Avenue South, 21st Flr New York, NY 10016	N/A		GENERAL SUPPORT	4,500
Leukemia & Lymphoma Society Inc 475 Park Avenue South, 21st Flr New York, NY 10016	N/A		GENERAL SUPPORT	300
Leukemia & Lymphoma Society Inc 475 Park Avenue South, 21st Flr New York, NY 10016	N/A		GENERAL SUPPORT	3,000
Leukemia & Lymphoma Society Inc 1311 Mamaronck Ave White Plains, NY 10605-5221	N/A		GENERAL SUPPORT	750
Leukemia & Lymphoma Society Inc 1311 Mamaronck Ave White Plains NY 10605-5221	N/A		GENERAL SUPPORT	1,500
LIFT, Inc 1620 1st NW Washington DC 20006	N/A		GENERAL SUPPORT	9,000
LIFT, Inc 1620 1st NW Washington, DC 20006	N/A		GENERAL SUPPORT	75,000
Liveworld International Inc 222 Broadway New York, NY 10038	N/A		GENERAL SUPPORT	1,800
Los Angeles Police Foundation 515 South Flower Street Los Angeles, CA 90071	N/A		GENERAL SUPPORT	300
Lutheran Social Services of Metropolitan New York Inc 475 Riverside Drive New York, NY 10115	N/A		GENERAL SUPPORT	6,000
Lutheran Social Services of Metropolitan New York Inc - Lutheran Social Services Of New York 475 Riverside Drive New York, NY 10115	N/A		GENERAL SUPPORT	6,000

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Make-A-Wish Foundation of America 4742 N 24th St Ste 400 Phoenix, AZ 85016-4862		N/A	GENERAL SUPPORT	750
Make-A-Wish Foundation of Metro New York Inc 1111 Marcus Ave Lake Success, NY 11042-1034		N/A	GENERAL SUPPORT	6,600
Making Headway Foundation Inc 115 King Street Chappaqua, NY 10514		N/A	GENERAL SUPPORT	3,000
Making Headway Foundation Inc 115 King Street Chappaqua, NY 10514		N/A	GENERAL SUPPORT	1,500
Making Headway Foundation Inc 115 King Street Chappaqua, NY 10514		N/A	GENERAL SUPPORT	3,000
Manhattan Theatre Club Inc - Manhattan Theater Club Inc 311 W 43rd St New York, NY 10036		N/A	GENERAL SUPPORT	6,000
Marc Lustgarten Pancreatic Cancer Foundation 1111 Stewart Ave Bethpage, NY 11714		N/A	GENERAL SUPPORT	1,200
Maro Lemieux Foundation 816 Fifth Avenue 6th Fl Pittsburgh, PA 15219-4755		N/A	GENERAL SUPPORT	750
Massachusetts Bicycle Coalition Incorporated 171 Milk Street Boston MA 02109		N/A	GENERAL SUPPORT	750
Massachusetts Institute of Technology 600 Memorial Dr, W98-308 Cambridge, MA 02139-4822		N/A	GENERAL SUPPORT	780
Massachusetts Institute of Technology 600 Memorial Dr, W98-308 Cambridge, MA 02139-4822		N/A	GENERAL SUPPORT	37,500
Massachusetts Institute of Technology 600 Memorial Dr, W98-308 Cambridge, MA 02139-4822		N/A	GENERAL SUPPORT	14,220
Memorial Sloan-Kettering Cancer Center 302 E 61st Street New York, NY 10065		N/A	GENERAL SUPPORT	1,800
Memorial Sloan-Kettering Cancer Center 302 E 61st Street New York, NY 10065		N/A	GENERAL SUPPORT	300
Memorial Sloan-Kettering Cancer Center 302 E 61st Street New York, NY 10065		N/A	GENERAL SUPPORT	150
Memphis University School 6191 Park Avenue Memphis, TN 38119-5399		N/A	GENERAL SUPPORT	3,750
Michael J Fox Foundation for Parkinsons Research PO Box 4777 New York, NY 10163-4777		N/A	GENERAL SUPPORT	7,500
Michael J Fox Foundation for Parkinsons Research PO Box 4777 New York, NY 10163-4777		N/A	GENERAL SUPPORT	45,750
Middle Country Central School District 843rd Street Centereach, NY 11720		N/A	GENERAL SUPPORT	15,000
Middle East Institute 1761 North Street, N W Washington, DC 20036		N/A	GENERAL SUPPORT	22,500
Milton Academy - Art School of Milton Academy 151 Mountain School Road Vershire, VT 05079		N/A	GENERAL SUPPORT	3,750
Minds Matter 1120 Ave Of The Americas 4th Floor New York, NY 10036-0000		N/A	GENERAL SUPPORT	204
Minds Matter 1120 Ave Of The Americas 4th Floor New York, NY 10036-0000		N/A	GENERAL SUPPORT	2,000
Missionaries of the Poor USA Inc P O Box 29893 Atlanta, GA 30359		N/A	GENERAL SUPPORT	7,500
Mitra Foundation 232 West 24th Street New York NY 10011		N/A	GENERAL SUPPORT	6,000
Monmouth County Society for the Prevention of Cruelty To Animals 260 Wall Street Eatontown, NJ 07724-2420		N/A	GENERAL SUPPORT	1,500
Montessori Family Schools of Manhattan 323 E47th St New York, NY 10017-2301		N/A	GENERAL SUPPORT	7,500
Morgan Center 26 Seafield Lane Bay Shore, NY 11706		N/A	GENERAL SUPPORT	7,500
MS Hope for A Cure Inc 2250 Broadway Apt 1k New York, NY 10024-5842		N/A	GENERAL SUPPORT	129,600

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MS Hope for A Cure Inc 2250 Broadway Apt 11, New York, NY 10024-5842		N/A	GENERAL SUPPORT	42,000
Multiple Myeloma Research Foundation Inc 383 Main Avenue Norwalk, CT 06851		N/A	GENERAL SUPPORT	450
Multiple Sclerosis Foundation Inc 6520 North Andrews Ave Fort Lauderdale, FL 33309		N/A	GENERAL SUPPORT	90
Museum of Modern Art 11 West 53rd Street New York, NY 10019-5498		N/A	GENERAL SUPPORT	420
MWLA 8780 National Blvd Culver City, CA 90232-2348		N/A	GENERAL SUPPORT	15,000
National Dance Institute Inc 217 West 147th Street New York, NY 10039		N/A	GENERAL SUPPORT	3,750
National Down Syndrome Society 666 Broadway New York, NY 10012		N/A	GENERAL SUPPORT	750
National Down Syndrome Society 666 Broadway New York, NY 10012		N/A	GENERAL SUPPORT	30,000
National Institute for Reproductive Health Inc 470 Park Ave South, 7th Floor New York, NY 10016		N/A	GENERAL SUPPORT	1,500
National Mill Dog Rescue 13030 Herring Rd Colorado Spgs, CO 80908-3464		N/A	GENERAL SUPPORT	1,500
National Multiple Sclerosis Society 900 South Broadway, Suite 200 Denver, CO 80209		N/A	GENERAL SUPPORT	150
National Multiple Sclerosis Society 733 Third Avenue New York, NY 10017		N/A	GENERAL SUPPORT	1,230
National Multiple Sclerosis Society 733 Third Avenue New York, NY 10017		N/A	GENERAL SUPPORT	345
National Multiple Sclerosis Society 733 Third Avenue New York, NY 10017		N/A	GENERAL SUPPORT	300
National Parks Conservation Association 777 6th Street Northwest Washington, DC 20001-4835		N/A	GENERAL SUPPORT	18,750
Nazareth Housing Inc 519 East 11th Street New York, NY 10009		N/A	GENERAL SUPPORT	7,500
New School University 79 5th Ave 17th floor New York, NY 10003		N/A	GENERAL SUPPORT	300
New World Foundation - New American Leaders Project 570 Lexington Avenue New York, NY 10025		N/A	GENERAL SUPPORT	2,337
New York Foundling Hospital Center for Pediatric Medical and Rehab - Elizabeth Seton Pediatric Center 300 Corporate Boulevard South Yonkers, NY 10701		N/A	GENERAL SUPPORT	9,000
New York Hospital Medical Center of Queens 5645 Main St Flushing, NY 11355-5045		N/A	GENERAL SUPPORT	4,500
New York Hospital Medical Center of Queens 5645 Main St Flushing, NY 11355-5045		N/A	GENERAL SUPPORT	6,000
New York Public Library Astor Lenox and Tilden Foundations Fifth Avenue and 42nd Street New York, NY 10018		N/A	GENERAL SUPPORT	7,887
New York School for the Deaf 555 Knollwood Rd White Plains, NY 10603-1928		N/A	GENERAL SUPPORT	120,000
New York University 25 West 4th Street New York, NY 10012		N/A	GENERAL SUPPORT	750
New York University 25 West 4th Street New York, NY 10012		N/A	GENERAL SUPPORT	750
New York Youth at Risk - New York Youth at Risk, Inc 25 West 36th Street New York, NY 10018		N/A	GENERAL SUPPORT	4,500
New York Youth at Risk - New York Youth at Risk, Inc 25 West 36th Street New York, NY 10018		N/A	GENERAL SUPPORT	10,500
Newark Public Radio Inc 54 Park Place Newark, NJ 07102		N/A	GENERAL SUPPORT	15,000
Northwestern University 1201 Davis Street, Room 1-400 Evanston, IL 60201		N/A	GENERAL SUPPORT	1,800

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Oberlin College 50 West Lorain Street Oberlin, OH 44074		N/A	GENERAL SUPPORT	298,500
Older Womens League-Owl's Kitchen Food Pantry PO Box 705 Lakeville, CT 06039		N/A	GENERAL SUPPORT	3,000
Pace University P O Box 1546 New York, NY 10008-1456		N/A	GENERAL SUPPORT	30,000
Pan Massachusetts Challenge Trust 77 Fourth Avenue Needham, MA 02494		N/A	GENERAL SUPPORT	375
Pan Massachusetts Challenge Trust 77 Fourth Avenue Needham, MA 02494		N/A	GENERAL SUPPORT	99,375
Parent Teachers Association of P S 40 Manhattan 320 East 20th Street New York, NY 10003-2801		N/A	GENERAL SUPPORT	3,750
Parents and Teachers Association Inc 292 Greenwich Street New York, NY 10007-1048		N/A	GENERAL SUPPORT	3,000
Parrish Art Museum Inc 279 Montauk Highway Water Mill, NY 11976		N/A	GENERAL SUPPORT	18,750
Parrish Art Museum Inc 279 Montauk Highway Water Mill, NY 11976		N/A	GENERAL SUPPORT	18,750
Part of the Solution Inc 2759 Webster Avenue Bronx, NY 10458		N/A	GENERAL SUPPORT	37,500
Part of the Solution Inc 2759 Webster Avenue Bronx, NY 10458		N/A	GENERAL SUPPORT	15,000
Partners in Health A Nonprofit Corporation 888 Commonwealth Ave Boston, MA 02284		N/A	GENERAL SUPPORT	1,500
Partnership Scholars Program 14013 Old Harbor Lane #108 Marina Del Rey, CA 90292		N/A	GENERAL SUPPORT	37,800
Performance Zone Inc-Purple Threads Theatre Ensemble 41-22 69th Street Woodside, NY 11377		N/A	GENERAL SUPPORT	75
Performance Zone Inc-Purple Threads Theatre Ensemble 41-22 69th Street Woodside, NY 11377		N/A	GENERAL SUPPORT	1,650
Person To Person Inc 1864 Post Road Darien, CT 06820-5802		N/A	GENERAL SUPPORT	750
Person To Person Inc 1864 Post Road Darien, CT 06820-5802		N/A	GENERAL SUPPORT	750
Philadelphia Ronald McDonald House Inc 3925 Chestnut Street Philadelphia, PA 19104		N/A	GENERAL SUPPORT	7,500
Philadelphia Yearly Meeting of Friends 2150 Butler Pike Plymouth Meeting, PA 19462-1858		N/A	GENERAL SUPPORT	15,000
Pingry Corporation PO Box 366 Martinsville, NJ 08836-0366		N/A	GENERAL SUPPORT	3,000
Pope John High School Educational Foundation Endowment Inc - Pope John XIII Endowment Fund Inc P O Box 947 Sparta, NJ 07871		N/A	GENERAL SUPPORT	3,750
Pratham USA 9703 Richmond Avenue Houston, TX 77042		N/A	GENERAL SUPPORT	15,000
Presbyterian Church USA - Brick Presbyterian Church 62 East 92nd Street New York, NY 10128		N/A	GENERAL SUPPORT	75,000
Presbyterian Special Services Inc - Duvall Home Foundation Inc P O Box 22036 Glenwood, FL 32720		N/A	GENERAL SUPPORT	12,000
Presbyterian Special Services Inc - Duvall Home Foundation Inc P O Box 22036 Glenwood, FL 32720		N/A	GENERAL SUPPORT	36,000
President and Directors of Georgetown College for Georgetown University Department 0733 Washington, DC 20073-0733		N/A	GENERAL SUPPORT	76,500
President and Directors of Georgetown College for Georgetown University Department 0733 Washington, DC 20073-0733		N/A	GENERAL SUPPORT	75,000
Princeton Community Housing Inc One Monument Drive Princeton, NJ 08540-2526		N/A	GENERAL SUPPORT	3,000
Princeton Fire Department Princeton Municipal Corp Princeton, NJ 08542		N/A	GENERAL SUPPORT	4,000
Princeton Fire Department Princeton Municipal Corp Princeton, NJ 08542		N/A	GENERAL SUPPORT	4,000

SOROS FUND CHARITABLE FOUNDATION

13-3388177

FORM 990PF, PART XV-GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>		<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
Princeton First Aid and Rescue Squad Inc P O Box 529 Princeton, NJ 08542-0529	N/A		GENERAL SUPPORT	4,000
Princeton Pettoranello Foundation Inc 120 John Street Princeton, NJ 08542-3121	N/A		GENERAL SUPPORT	750
Professional Childrens School Inc 132 West 60th Street New York, NY 10023-7402	N/A		GENERAL SUPPORT	1,500
Project Bread - the Walk for Hunger Inc 145 Border Street Boston, MA 02128	N/A		GENERAL SUPPORT	750
Project Bread - the Walk for Hunger Inc 145 Border Street Boston, MA 02128	N/A		GENERAL SUPPORT	1,500
Ramnaz School 125 East 85th Street New York, NY 10028	N/A		GENERAL SUPPORT	30,000
Randalls Island Sports Foundation Inc 24 W 61st 4th Flr New York, NY 10023-7604	N/A		GENERAL SUPPORT	15,000
Ransom Everglades School Inc 3575 Main Highway Coconut Grove, FL 33133	N/A		GENERAL SUPPORT	3,000
Reading Carrel Inc 1102 Princeton Court Evansville, IN 47715-2071	N/A		GENERAL SUPPORT	7,500
Rector Wardens Vestry Men of St Bartholomews Church 325 Park Avenue New York, NY 10022	N/A		GENERAL SUPPORT	7,500
Regis High School Foundation 55 East 84th Street New York, NY 10028	N/A		GENERAL SUPPORT	15,000
Restore New York City Inc Bowling Green Station New York, NY 10274	N/A		GENERAL SUPPORT	4,500
Riverdale Country School Inc 5250 Fieldston Rd Bronx, NY 10471-2999	N/A		GENERAL SUPPORT	6,000
Riverdale Jewish Center 3700 Independence Ave Bronx, NY 10463-1346	N/A		GENERAL SUPPORT	3,150
Roaring Run Lions Club Community Park Inc PO Box 190 Finksburg, MD 21048-0190	N/A		GENERAL SUPPORT	12,000
Robert E Lee Memorial Association 483 Great House Road Stratford, VA 22558	N/A		GENERAL SUPPORT	15,000
Robin Hood Foundation 826 Broadway 9th floor New York, NY 10003	N/A		GENERAL SUPPORT	86,250
Robin Hood Foundation 826 Broadway 9th floor New York, NY 10003	N/A		GENERAL SUPPORT	300
Robin Hood Foundation 826 Broadway 9th floor New York, NY 10003	N/A		GENERAL SUPPORT	95,700
Robin Hood Foundation 826 Broadway 9th floor New York, NY 10003	N/A		GENERAL SUPPORT	30,000
Ronald McDonald House of New York Inc 405 East 73rd St New York, NY 10021	N/A		GENERAL SUPPORT	1,500
Ronald McDonald House of New York Inc 405 East 73rd St New York, NY 10021	N/A		GENERAL SUPPORT	300
Room To Read 111 Sutter St 16th Floor San Francisco, CA 94104	N/A		GENERAL SUPPORT	15,000
Roswell Park Alliance Foundation Elm and Carlton Streets Buffalo NY 14263	N/A		GENERAL SUPPORT	480
Roswell Park Alliance Foundation Elm and Carlton Streets Buffalo, NY 14263	N/A		GENERAL SUPPORT	750
Roxbury Latin School Inc 101 St Theresa Avenue Boston MA 02132	N/A		GENERAL SUPPORT	37,500
Roxbury Latin School Inc 101 St Theresa Avenue Boston, MA 02132	N/A		GENERAL SUPPORT	37,500
Rye Country Day School Cedar Street Rye, NY 10580	N/A		GENERAL SUPPORT	30,000
Rye Free Reading Room 1061 Boston Post Rd Rye, NY 10580	N/A		GENERAL SUPPORT	37,500
SEAL - Naval Special Warfare Foundation - Navy Seal Foundation 1619 D Street Virginia Beach, VA 23459	N/A		GENERAL SUPPORT	86,250
Saint Andrews Dune Church PO Box 1245 Southampton, NY 11969-1245	N/A		GENERAL SUPPORT	7,500
Saint Anns School 129 Pierrepont Street Brooklyn, NY 11201	N/A		GENERAL SUPPORT	75,000
Salanter Akiba Riverdale Academy 655 W 254th St Riverdale, NY 10471	N/A		GENERAL SUPPORT	9,750

ATTACHMENT 9

SOROS FUND CHARITABLE FOUNDATION

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FORM 990PF, PART XV-GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>		<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
Salisbury Central School -Student Council PO Box 1808 Lakeville, CT 06039	N/A		GENERAL SUPPORT	1,000
Samfund 89 South Street Suite LL02 Boston, MA 02111	N/A		GENERAL SUPPORT	750
Sankaty Head Foundation, Inc P O Box 875 Siasconset, MA 02564-0875	N/A		GENERAL SUPPORT	7,500
Save the Children Federation Inc 54 Wilton Road Westport, CT 06880	N/A		GENERAL SUPPORT	450
Scan-New York Volunteer Parent-Aides Association Inc 345 East 102nd St Suite 301 New York, NY 10029-5611	N/A		GENERAL SUPPORT	1,875
Seafarers & International House Inc 123 East 15th Street New York, NY 10003	N/A		GENERAL SUPPORT	1,500
Several Sources Foundation Inc P O Box 157 Ramsey, NJ 07446-1289	N/A		GENERAL SUPPORT	15,000
Several Sources Foundation Inc P O Box 157 Ramsey, NJ 07446-1289	N/A		GENERAL SUPPORT	15,000
Shaver Hebron Institutions Inc 1 Rewe Street Brooklyn, NY 11211-1707	N/A		GENERAL SUPPORT	3,000
Sigma Phi Epsilon Educational Foundation 310 South Boulevard Richmond, VA 23220	N/A		GENERAL SUPPORT	48,000
Sim USA Incorporated PO Box 7900 Charlotte, NC 28273-9105	N/A		GENERAL SUPPORT	9,000
Sisters of the Visitation of Georgetown-Georgetown Visitation Preparatory School 1524 Thirty-Fifth Street NW Washington, DC 20007-2785	N/A		GENERAL SUPPORT	900
Special Olympics Pennsylvania Inc 2570 Blvd of the Generals No Norristown PA 19403-3675	N/A		GENERAL SUPPORT	150
Special Operations Warrior Foundation 4409 W El Prado Blvd Tampa, FL 33629-8301	N/A		GENERAL SUPPORT	3,000
Spence School 22 East 91st Street New York, NY 10128-0606	N/A		GENERAL SUPPORT	18,750
Spence School 22 East 91st Street New York, NY 10128-0606	N/A		GENERAL SUPPORT	225,000
Spruce Street School PS 397 Parent- Teacher Association Inc 12 Spruce Street New York, NY 10038	N/A		GENERAL SUPPORT	12,000
Spruce Street School PS 397 Parent- Teacher Association Inc 12 Spruce Street New York, NY 10038	N/A		GENERAL SUPPORT	450
St Baldricks Foundation Inc 1333 South Mayflower Avenue Montrovia, CA 91016	N/A		GENERAL SUPPORT	1,500
St Francis Preparatory School 6100 Francis Lewis Boulevard Fresh Meadows, NY 11365	N/A		GENERAL SUPPORT	300
St Francis Preparatory School 6100 Francis Lewis Boulevard Fresh Meadows NY 11365	N/A		GENERAL SUPPORT	150
St Jude Childrens Research Hospital Inc 501 Saint Jude Pl Memphis, TN 38101-9929	N/A		GENERAL SUPPORT	750
St Jude Childrens Research Hospital Inc 501 Saint Jude Pl Memphis, TN 38101-9929	N/A		GENERAL SUPPORT	225
St Paul Lutheran Church - St Paul Lutheran Church in Flatlands 3913 Avenue J Brooklyn, NY 11210	N/A		GENERAL SUPPORT	10,500
St Paul Lutheran Church - St Paul Lutheran Church in Flatlands 3913 Avenue J Brooklyn, NY 11210	N/A		GENERAL SUPPORT	10,500
St Paul Parochial Elementary School 114 East 118th Street New York, NY 10035-3903	N/A		GENERAL SUPPORT	300
St Sebastians School Fund Inc 1191 Greendale Avenue Needham, MA 02492	N/A		GENERAL SUPPORT	75,000
St Vincent De Paul Parish - St Andre Bessette Catholic Church 601 West Burnside Street Portland, OR 97209	N/A		GENERAL SUPPORT	3,750
St Johns University 8000 Utopia Parkway Jamaica, NY 11439	N/A		GENERAL SUPPORT	300

ATTACHMENT 9

FORM 990PF, PART XV-GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Stanford University Board of Trustees of the Leland Stanford Ju 326 Galvez Street Stanford, CA 94305-6105		N/A	GENERAL SUPPORT	15,000
Stephen Siller Tunnel To Towers Foundation 2361 Hylan Boulevard Staten Island, NY 10306-3100		N/A	GENERAL SUPPORT	300
Student Sponsor Partnership Inc 424 Madison Avenue New York, NY 10017-6374		N/A	GENERAL SUPPORT	15,000
Telfair Museum of Art Inc P O Box 10081 Savannah, GA 31412		N/A	GENERAL SUPPORT	5,813
Town of Salisbury Connecticut-Extras After School Program PO Box 548 Salisbury, CT 06068		N/A	GENERAL SUPPORT	900
Trinity Baptist Church 250 East 61st Street New York, NY 10021		N/A	GENERAL SUPPORT	7,500
Trustees of Princeton University 330 Alexander Street Princeton, NJ 08543-5357		N/A	GENERAL SUPPORT	8,100
Trustees of Princeton University 330 Alexander Street Princeton, NJ 08543-5357		N/A	GENERAL SUPPORT	75,750
Trustees of the University of Pennsylvania 433 Franklin Building Philadelphia, PA 19104-6265		N/A	GENERAL SUPPORT	2,250
Trustees of the University of Pennsylvania 433 Franklin Building Philadelphia, PA 19104-6265		N/A	GENERAL SUPPORT	54,000
Trustees of the University of Pennsylvania 433 Franklin Building Philadelphia, PA 19104-6265		N/A	GENERAL SUPPORT	30,000
Trustees of the University of Pennsylvania 433 Franklin Building Philadelphia, PA 19104-6265		N/A	GENERAL SUPPORT	30,000
Trustees of Columbia University In the City of New York 622 West 113th Street New York, NY 10115		N/A	GENERAL SUPPORT	28,106
United Jewish Appeal Federation of Jewish Philanthropies of New York Inc 130 East 59th Street, 10th Floor New York, NY 10022		N/A	GENERAL SUPPORT	6,000
United Jewish Appeal Federation of Jewish Philanthropies of New York Inc 130 East 59th Street, 10th Floor New York, NY 10022		N/A	GENERAL SUPPORT	38,250
United States Catholic Conference Notre Dame High School 601 Lawrence Rd Lawrenceville, NJ 08648-4207		N/A	GENERAL SUPPORT	150,000
United States Fund for UNICEF 125 Maiden Lane New York, NY 10038		N/A	GENERAL SUPPORT	825
United Synagogue of Conservative Judaism-Park Avenue Synagogue 50 East 87th Street New York, NY 10128		N/A	GENERAL SUPPORT	16,200
United Way Worldwide 701 N Fairfax Street, Alexandria VA 22314		N/A	GENERAL SUPPORT	18,750
University of Notre Dame Du Lac 1100 Grace Hall Notre Dame IN 46556-5612		N/A	GENERAL SUPPORT	31,980
University of Texas at Austin P O Box 7458 Austin, TX 78713		N/A	GENERAL SUPPORT	150
University of Texas Foundation - University of Texas at Austin 727 East Dean Keeton Street Austin, TX 78705-3224		N/A	GENERAL SUPPORT	48,750
US Catholic Conference - Archdiocese of New York 1011 First Avenue New York NY 10022		N/A	GENERAL SUPPORT	40,380
US Catholic Conference - Diocese of Bridgeport 238 Jewett Avenue Bridgeport CT 06606		N/A	GENERAL SUPPORT	300
US Catholic Conference - Immaculate Conception School 21-63 29th Street Astoria, NY 1105-2918		N/A	GENERAL SUPPORT	450
US Catholic Conference - Immaculate High School 73 Southern Boulevard Danbury, CT 06810		N/A	GENERAL SUPPORT	4,000
US Catholic Conference - Monsignor McClancy Memorial High School 72-02 31st Avenue East Elmhurst, NY 11370		N/A	GENERAL SUPPORT	300
		N/A	GENERAL SUPPORT	1,800

SOROS FUND CHARITABLE FOUNDATION

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FORM 990PF, PART XV-GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
US Catholic Conference - Santa Maria School 1510 Zerega Avenue Bronx, NY 10462		N/A	GENERAL SUPPORT	3,750
US Catholic Conference - St. Joan of Arc Church 8200 35th Avenue Jackson Heights NY 11372		N/A	GENERAL SUPPORT	4,000
US Catholic Conference - St. Joan of Arc Church 8200 35th Avenue Jackson Heights, NY 11372		N/A	GENERAL SUPPORT	4,000
US Catholic Conference -- Villa Walsh Academy 455 Western Avenue Morristown, NJ 07960		N/A	GENERAL SUPPORT	1,500
US Catholic Conference -- Villa Walsh Academy 455 Western Avenue Morristown, NJ 07960		N/A	GENERAL SUPPORT	4,050
US Catholic Conference-Monsignor McClancy Memorial High School 71-06 31st Street East Elmhurst, NY 11370		N/A	GENERAL SUPPORT	8,000
US Catholic Conference-Our Lady of Mercy Academy 90 Whippany Road Whippany, NJ 07981		N/A	GENERAL SUPPORT	1,500
US Catholic Conference-Our Lady of Mercy Academy 90 Whippany Road Whippany, NJ 07981		N/A	GENERAL SUPPORT	1,500
US Catholic conference-Saint Ambrose Church 347 Old Loudon Road Latham, NY 12110		N/A	GENERAL SUPPORT	11,400
US Catholic Conference-St John's Academy 460 Hillsdale Avenue Hillsdale, NJ 07642		N/A	GENERAL SUPPORT	150
Vail Valley Foundation P O Box 309 Vail, CO 81658		N/A	GENERAL SUPPORT	18,750
Vail Valley Foundation P O Box 309 Vail, CO 81658		N/A	GENERAL SUPPORT	1,875
Viewpoint Educational Foundation 23620 Mulholland Highway Calabasas CA 91302		N/A	GENERAL SUPPORT	30,000
Vision of Children 11975 El Camino Real San Diego, CA 92130-2541		N/A	GENERAL SUPPORT	300
Voices Against Brain Cancer Inc 1375 Broadway New York, NY 10018		N/A	GENERAL SUPPORT	6,338
Walking Mountains P O Box 9469 Avon, CO 81620		N/A	GENERAL SUPPORT	7,500
Washington Market School 55 Hudson Street New York, NY 10013		N/A	GENERAL SUPPORT	8,553
Waterside School Inc 770 Pacific Street Stamford, CT 06902-7509		N/A	GENERAL SUPPORT	1,500
Wellesley College 106 Central Street Wellesley, MA 02481-8293		N/A	GENERAL SUPPORT	15,000
Wellesley College 106 Central Street Wellesley, MA 02481-8293		N/A	GENERAL SUPPORT	37,500
Wildlife Conservation Society 2300 Southern Blvd Bronx, NY 10460-1068		N/A	GENERAL SUPPORT	276
Winsor School Inc - The Winsor School 103 Pilgrim Road Boston, MA 02215		N/A	GENERAL SUPPORT	123,750
Wisconsin Real Estate Alumni P O Box 307 Pewaukee, WI 53072		N/A	GENERAL SUPPORT	4,500
WNET Org 825 Eighth Avenue New York, NY 10019		N/A	GENERAL SUPPORT	15,000
WNYC Radio - New York public Radio 160 Varask Street New York, NY 10013		N/A	GENERAL SUPPORT	21,660
WNYC Radio - New York public Radio 160 Varask Street New York, NY 10013		N/A	GENERAL SUPPORT	15,000
Womens Bean Project 3201 Curtis Street Denver, CO 80205-2754		N/A	GENERAL SUPPORT	240
Womens Voices Now Inc 11640 San Vicente Blvd Los Angeles, CA 90049-6517		N/A	GENERAL SUPPORT	15,000
Woodbridge Township School District P O Box 428, School Street Woodbridge NJ 07095		N/A	GENERAL SUPPORT	150
Word Above the Street Inc 594 Broadway New York, NY 10012		N/A	GENERAL SUPPORT	37,500
World Childrens Initiative Inc 1328 American Way Menlo Park, CA 94025-6002		N/A	GENERAL SUPPORT	3,000

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<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>		<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
World Wildlife Fund Inc 1250 Twenty-Fourth Street NW Washington, DC 20037		N/A	GENERAL SUPPORT	96
Wounded Warrior Project Inc 4899 Belfort Road Jacksonville, FL 32250		N/A	GENERAL SUPPORT	10,500
Wounded Warrior Project Inc 4899 Belfort Road Jacksonville, FL 32250		N/A	GENERAL SUPPORT	150
Wounded Warrior Project Inc 4899 Belfort Road Jacksonville, FL 32250		N/A	GENERAL SUPPORT	300
Yale University PO Box 2038 New Haven, CT 06521-2038		N/A	GENERAL SUPPORT	77,415
Yale University PO Box 2038 New Haven, CT 06521-2038		N/A	GENERAL SUPPORT	84,000
Yeshiva University 500 West 185th Street New York, NY 10033		N/A	GENERAL SUPPORT	51,150
Yeshivat Netivot Montnesson Inc 91 Jefferson Blvd Edison, NJ 08817-3537		N/A	GENERAL SUPPORT	12,000
Yeshivat Netivot Montnesson Inc 91 Jefferson Blvd Edison, NJ 08817-3537		N/A	GENERAL SUPPORT	2,000
Young Audiences of Massachusetts Inc 89 South Street Boston, MA 02111		N/A	GENERAL SUPPORT	12,000
Young Indian Culture Group Inc 999 Herricks Rd Ste 110 New Hyde Park, NY 11040-1353		N/A	GENERAL SUPPORT	3,105
Young Mens Christian Association of Southwestern Indiana Inc - YMCA Camp Carson 2034 Outer Lake Road Princeton, IN 47670		N/A	GENERAL SUPPORT	18,750
Young Mens Christian Association of Southwestern Indiana Inc - YMCA Camp Carson 2034 Outer Lake Road Princeton, IN 47670		N/A	GENERAL SUPPORT	18,750
Young Mens Christian Association of Southwestern Indiana Inc - YMCA Camp Carson 2034 Outer Lake Road Princeton, IN 47670		N/A	GENERAL SUPPORT	12,000
Youth Improving Non-Profits for Children-Youth INC 2801 M Street NW Washington, DC 20007-371		N/A	GENERAL SUPPORT	2,400
Youth Improving Non-Profits for Children-Youth INC 2801 M Street NW Washington, DC 20007-371		N/A	GENERAL SUPPORT	15,000
Youth Renewal Fund 250 West 57th Street, Suite 632 New York, NY 10107		N/A	GENERAL SUPPORT	600
Youthbuild USA Inc 58 Day St Somerville, MA 02144		N/A	GENERAL SUPPORT	3,750
Total Grants Paid-Part I, Line 25(a), Part XV, Line 3(a)				8,932,052
Less: Nonqualifying Distributions				(300,000)
Total Qualifying Distributions-Part I, Line 25(d)				8,632,052

SOROS FUND CHARITABLE FOUNDATION

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FORM 990PF, PART XV-GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>AMOUNT</u>
Allen-Stevenson School 132 East 78th St New York, NY 10021	N/A	3,874
America Scores - DC Scores 1224 M Street, NW Washington, DC 20005	N/A	45,000
American Cancer Society Inc 250 Williams St Nw Atlanta, GA 30303-1032	N/A	750
American Cancer Society Inc 132 W 32nd Street New York, NY 10001	N/A	300
American Cancer Society, Inc 17 Eastern Parkway Brooklyn, NY 11238	N/A	300
American National Red Cross P O Box 37295 Washington, DC 20013	N/A	7,500
American National Red Cross - American Red Cross 520 West 49th Street New York, NY 10019	N/A	2,400
Anheuser College Trustees P O Box 5000 Amherst, MA 01002-5000	N/A	150
Amit Children Inc 817 Broadway New York, NY 10003	N/A	7,500
An Cladheunh Solius Inc 553 West 51st St New York, NY 10019	N/A	8,160
Associations for Firefighters & Paramedics 2321 E 4th St, Suite C122 Santa Ana, CA 92705	N/A	105
Autism Speaks Inc 1 E 33rd Street New York, NY 10016-5011	N/A	375
Autism Speaks Inc 1060 State Road Princeton, NJ 08540	N/A	12,525
Birnhright Israel Foundation 33 East 33rd Street New York, NY 10016	N/A	10,500
Blue Rider Stables Inc PO Box 924 Gr Barrington, MA 01230-0924	N/A	1,000
Brown University of Providence State of RI and Prov Plantations Gift Cashier Providence, RI 02912	N/A	3,750
Castia Mana Inc 928 Simpson Street 6th Floor Bronx, NY 10459	N/A	150
Center for Independence of the Disabled In New York Inc 841 Broadway Ste 301 New York, NY 10003-4708	N/A	3,000
Central Fund of Israel 980 Ave of the Americas New York, NY 10018-5443	N/A	7,500
Central Queens Academy Charter School 5530 Junction Boulevard Elmhurst, NY 11373-4622	N/A	3,000
Chabad Lubavitch of Bnarcloff Manor-Ossunng 11 Orchard Road Bnarcloff Manor, NY 10510	N/A	6,000
Challenged Athletes Inc 9591 Waples Street San Diego, CA 92121	N/A	7,500
Childrens Rights Inc 330 Seventh Ave New York, NY 10001	N/A	775
Childrens Village Inc 1 Echo Hills Dobbs Ferry, NY 10522-3600	N/A	30,000
Christodora Inc 1 East 53rd Street, 1401 New York, NY 10022	N/A	450
Civic Builders Inc 304 Hudson Street New York, NY 10013	N/A	22,245
Clowns Without Borders Inc 540 Alabama Street San Francisco, CA 94110-1301	N/A	300
Comite Corazon A Corazon New York Inc 82-11 37th Avenue Jackson Heights NY 11372	N/A	8,100
Community-Word Project Inc 11 Broadway New York, NY 10004	N/A	22,500
Congregation Beth Shalom 1161 Monroe Ave Rochester, NY 14620-1613	N/A	30,000
Dalton Schools Inc 108 East 89th Street New York, NY 10128	N/A	52,500
Dkms Anencas 100 Broadway, 6th Floor New York, NY 10005	N/A	22,500
Doctor Theodore A Atlas Foundation Inc 543 Cary Avenue Staten Island, NY 10314	N/A	7,500
Dolphins Cycling Challenge Inc 347 Don Shula Drive Miami Gardens, FL 33056-0000	N/A	150
Dutchess Outreach Inc 29 North Hamilton Street, Suite 202 Poughkeepsie, NY 12601-2541	N/A	300
Each One Counts Foundation Inc 2 Bayberry Way Pound Ridge NY 10576-1600	N/A	7,500
East Side Middle School Parent Teacher Association Inc 331 East 91st Street New York NY 10128	N/A	3,000
Edible Schoolyard New York 55 Washington St Brooklyn, NY 11201	N/A	7,748
Educational Opportunities Fund 1 World Way Windsor, NH 03244-7417	N/A	3,000
Ethical Culture Fieldston School 33 Central Park W New York, NY 10023-6001	N/A	3,000
Fic-Natan 1501 Broadway Suite 501 New York, NY 10036	N/A	45,000
Fountain House Inc 425 West 47th St New York, NY 10036	N/A	300
Friends of the Orphans 134 North La Salle Street Chicago, IL 60602	N/A	600
Friends Seminary 222 East 16th Street New York, NY 10003-3790	N/A	1,937
Gay Mens Health Crisis Inc 446 West 33 Street New York, NY 10001	N/A	75

SOROS FUND CHARITABLE FOUNDATION

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FORM 990PF, PART XV-GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

<u>RECIPIENT NAME AND ADDRESS</u>		<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>AMOUNT</u>
Generations Incorporated 25 Kingston Street Boston, MA 02111-1307		N/A	1,859
Greek Orthodox Archdiocese of America - St Barbara Greek Orthodox Church 27 Forsyth Street New York, NY 10002		N/A	750
Harvard University 124 Mt Auburn St Cambridge, MA 02138-5762		N/A	7,800
Heliphelpe Inc Two Radnor Corporate Center Radnor, PA 19087		N/A	3,000
Hillel School Inc 191 Fairfield Dr Rochester, NY 14620-3353		N/A	15,000
Hole In the Wall Gang Fund Inc 555 Long Wharf Drive New Haven, CT 06511		N/A	750
Hope & Heroes Childrens Cancer Fund 161 Ft Washington Avenue New York, NY 10032-1559		N/A	600
Human Rights Campaign Foundation 1640 Rhode Island Avenue, NW Washington DC 20036-3278		N/A	225
Hunter College Foundation Inc 695 Park Avenue New York, NY 10065		N/A	2,250
International Rescue Committee Inc 122 East 42nd Street New York, NY 10168		N/A	11,250
Iona Preparatory School 255 Wilnot Road New Rochelle, NY 10804		N/A	375
Jackson Gabriel Silver Foundation Inc 1202 Lexington Avenue New York, NY 10028		N/A	7,575
Jane Goodall Institute for Wildlife Research Education & Conservation 1595 Spring Hill Road, Suite 550 Vienna, VA 22182		N/A	18,750
Leukemia & Lymphoma Society Inc 475 Park Avenue South, 21st Flr New York, NY 10016		N/A	75
Leukemia & Lymphoma Society, Inc 61 Broadway Suite 400 New York, NY 10006		N/A	300
Make-A-Wish Foundation of Metro New York Inc 1111 Marcus Ave Lake Success, NY 11042-1034		N/A	15,000
Making Headway Foundation Inc 115 King Street Chappaqua, NY 10514		N/A	1,500
Manhasset Student Aid Association Inc P O Box 255 Manhasset, NY 11030-0255		N/A	150
Marc Lustgarten Pancreatic Cancer Foundation 1111 Stewart Ave Bethpage, NY 11714		N/A	300
Mazzoni Center 21 South 12th Street, Floor 12 Philadelphia, PA 19107-3610		N/A	300
Memorial Sloan-Kettering Cancer Center 302 E 61st Street New York, NY 10065		N/A	225
Minds Matter 1120 Ave Of The Americas 4th Floor New York, NY 10036-0000		N/A	3,750
MS Hope for A Cure Inc 2250 Broadway Apt 1k New York, NY 10024-5842		N/A	153,000
My Sisters Place Inc One Water Street White Plains, NY 10601		N/A	42,628
National Down Syndrome Society 666 Broadway New York, NY 10012		N/A	4,500
National Multiple Sclerosis Society 659 Tower Avenue Hartford, CT 06112-1269		N/A	10,050
National Multiple Sclerosis Society 733 Third Avenue New York, NY 10017		N/A	195
National Rowing Foundation Inc 67 Mystic Road North Stonington, CT 06359		N/A	1,500
Nature Conservancy - Nature Conservancy Inc 4245 North Fairfax Drive Arlington, VA 22203		N/A	750
New World Foundation - New American Leaders Project 570 Lexington Avenue New York, NY 10025		N/A	1,550
New World Foundation - New American Leaders Project 570 Lexington Avenue New York, NY 10025		N/A	498
New York and Presbyterian Hospital - DOVE Program 654 West 170th Street New York, NY 10072		N/A	450
New York Cares Inc 65 Broadway, 19th Floor New York, NY 10006		N/A	150
New York Public Library Astor Lenox and Tilden Foundations Fifth Avenue and 42nd Street New York, NY 10018		N/A	750
New York Youth at Risk - New York Youth at Risk, Inc 25 West 36th Street New York, NY 10018		N/A	25,500
North Shore Long Island Jewish Health System Foundation 125 Community Drive Great Neck, NY 11021		N/A	4,500
Novak Djokovic Foundation USA 64 Allen St 5th Floor New York, NY 10002		N/A	9,450
Parish Twinning Program 309 Windenere Woods Dr Nashville TN 37215-2458		N/A	15,000
Performance Zone Inc-Purple Threads Theatre Ensemble 41-22 69th Street Woodside, NY 11377		N/A	2,775
Person To Person Inc 1864 Post Road Darien CT 06820-5802		N/A	750
Princeton Healthcare System Foundation Inc 3626 US Route One Princeton, NJ 08540		N/A	60,000
Reserve Aid Inc 2515 McKinney Avenue, 11th Floor Dallas, TX 75201-1908		N/A	1,500
Rutgers University Foundation 7 College Avenue New Brunswick, NJ 08901-0000		N/A	37,500
Saint Ann's School 129 Pierrepont Street Brooklyn, NY 11201		N/A	75,300
Serbian Orthodox Church & School Community of St Sava Cathedral 20 West 26th Street New York, NY 10010-2029		N/A	600

SOROS FUND CHARITABLE FOUNDATION

13-3388177

FORM 990PF, PART XV-GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>AMOUNT</u>
Spence School 22 East 91st Street New York, NY 10128-0606	N/A	18,750
Spruce Street School PS 397 Parent- Teacher Association Inc 12 Spruce Street New York, NY 10038	N/A	12,000
Success Academy Charter Schools, Inc 310 Lenox Avenue, 2nd Floor New York, NY 10027-4551	N/A	750
Temple Shaaray Tefila Aka Congregation Shaaray Tefila 250 East 79th Street New York, NY 10075	N/A	1,500
Trustees of Princeton University 330 Alexander Street Princeton, NJ 08543-5357	N/A	450
Trustees of the University of Pennsylvania 433 Franklin Building Philadelphia, PA 19104-6265	N/A	5,550
Trustees of Tufts College 200 Boston Ave Medford MA 02155	N/A	750
Trustees of Columbia University In the City of New York 622 West 113th Street New York, NY 10115	N/A	67,500
Ty Louis Campbell Foundation Inc 91 Gleneida Avenue Carmel, NY 10512	N/A	600
United Jewish Appeal Federation of Jewish Philanthropies of New York Inc 130 East 59th Street, 10th Floor New York, NY 10022	N/A	189,000
United Synagogue of Conservative Judaism-Park Avenue Synagogue 50 East 87th Street New York, NY 10128	N/A	18,750
University of Texas at Austin P O Box 7458 Austin TX 78713	N/A	7,500
University of Virginia Alumni Association PO Box 400314 Charlottesville, VA 22904	N/A	75,000
US Catholic Conference - Monsignor McClancy Memorial High School 72-02 31st Avenue East Elmhurst, NY 11370	N/A	2,160
US Catholic Conference -- Villa Walsh Academy 455 Western Avenue Morristown, NJ 07960	N/A	1,500
Vail Valley Foundation P O Box 309 Vail, CO 81658	N/A	18,750
Virgin Mary and Saint John Coptic Orthodox Church 20 W 20th Street Bayonne, NJ 07002	N/A	21,000
Winsor School Inc - The Winsor School 103 Pilgrm Road Boston, MA 02215	N/A	52,500
Wise Individualized Senior Experience Inc 29 Old Tarrytown Road White Plains, NY 10603-3114	N/A	375
WNYC Radio - New York public Radio 160 Varisk Street New York, NY 10013	N/A	75
Wounded Warrior Project Inc 4899 Belfort Road Jacksonville, FL 32250	N/A	750
Yeshivat Netivot Montessori Inc 91 Jefferson Blvd Edison, NJ 08817-3537	N/A	4,000
		<u>1,440,708</u>