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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation THE VANGUARD GROUP FOUNDATION		A Employer identification number 23-2699769
Number and street (or P O box number if mail is not delivered to street address) 100 VANGUARD BOULEVARD		B Telephone number (see instructions) 610-669-1000
City or town, state or province, country, and ZIP or foreign postal code MALVERN, PA 19355		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 16,193,106		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1	Contributions, gifts, grants, etc., received (attach schedule)	4,329,635			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	292,128	292,128		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	2,587			
b	Gross sales price for all assets on line 6a 300,000				
7	Capital gain net income (from Part IV, line 2)		2,587		
8	Net short-term capital gain			0	
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	4,624,350	294,715	0	
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc				
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)	2,960			0
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) (Exhibit 1)	8,750			8,750
24	Total operating and administrative expenses. Add lines 13 through 23	11,710	0	0	8,750
25	Contributions, gifts, grants paid	3,787,745			3,809,711
26	Total expenses and disbursements. Add lines 24 and 25	3,799,455	0	0	3,818,461
27	Subtract line 26 from line 12	824,895			
a	Excess of revenue over expenses and disbursements		294,715		
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -0-)			0	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year		
				(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing		43,912	102,126	102,126	
	2	Savings and temporary cash investments		0	0	0	
	3	Accounts receivable ▶					
		Less allowance for doubtful accounts ▶			0		
	4	Pledges receivable ▶					
		Less allowance for doubtful accounts ▶			0		
	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 ▶			0		
	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) ▶			0			
12	Investments - mortgage loans						
13	Investments - other (attach schedule) (Exhibit 1)			13,328,309	16,090,980	16,090,980	
14	Land, buildings, and equipment basis						
	Less accumulated depreciation (attach schedule) ▶				0		
15	Other assets (describe ▶)			0	0		
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)			13,372,221	16,193,106	16,193,106	
Liabilities	17	Accounts payable and accrued expenses		0	0		
	18	Grants payable		352,492	330,526		
	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)			352,492	330,526	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here . ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted		12,871,424	15,712,681		
	25	Temporarily restricted		148,305	149,899		
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, . . . ▶ <input type="checkbox"/> 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					
	29	Retained earnings, accumulated income, endowment, or other funds					
	30	Total net assets or fund balances (see instructions)			13,019,729	15,862,580	
	31	Total liabilities and net assets/fund balances (see instructions)			13,372,221	16,193,106	

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	13,019,729
2	Enter amount from Part I, line 27a	2	824,895
3	Other increases not included in line 2 (itemize) ▶ <u>unrealized gain on investments</u>	3	2,017,956
4	Add lines 1, 2, and 3	4	15,862,580
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	15,862,580

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 Vanguard Short-Term Investment Grade Fund securities			P	12/18/2009	12/05/2013
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 300,000		297,413	2,587		
b			0		
c			0		
d			0		
e			0		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a N/A	N/A	0	2,587		
b		0	0		
c		0	0		
d		0	0		
e		0	0		
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	2,587	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 { }			3	0	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	4,100,125	12,789,048	0.3206
2011	4,032,894	13,158,228	0.3065
2010	3,499,943	11,679,347	0.2997
2009	3,503,109	9,818,185	0.3568
2008	3,175,157	10,504,887	0.3023
2 Total of line 1, column (d) 2			
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			
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 4			
5 Multiply line 4 by line 3 5			
6 Enter 1% of net investment income (1% of Part I, line 27b) 6			
7 Add lines 5 and 6 7			
8 Enter qualifying distributions from Part XII, line 4 8			

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	5,894
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	5,894
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	5,894
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	5,771	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	71	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		5,842
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		1
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		53
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		0

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year? (N/A)		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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>Pennsylvania</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? 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. See Schedule B, Page 2, Part 1, No. 1	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <input type="checkbox"/> N/A				
14 The books are in care of <input type="checkbox"/> PAUL ATKINS Telephone no <input type="checkbox"/> 610-669-1000				
Located at <input type="checkbox"/> 100 VANGUARD BLVD; MALVERN, PA ZIP+4 <input type="checkbox"/> 19355-2331				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 15			
16	At any time during calendar year 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 <input type="checkbox"/>				

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

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

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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ^(N/A) ☐Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Exhibit 2				

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	0
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	0
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

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	14,518,055
b	Average of monthly cash balances	1b	1,166,263
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	15,684,318
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	n/a
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	15,684,318
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	235,265
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	15,449,053
6	Minimum investment return. Enter 5% of line 5	6	772,453

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	772,453
2a	Tax on investment income for 2013 from Part VI, line 5	2a	5,894
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	5,894
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	766,559
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	766,559
6	Deduction from distributable amount (see instructions)	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	766,559

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	3,818,461
b	Program-related investments - total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	3,818,461
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	3,818,461

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				766,559
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008 2,649,913				
b From 2009 3,012,200				
c From 2010 2,915,976				
d From 2011 3,380,679				
e From 2012 3,466,443				
f Total of lines 3a through e	15,425,211			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 3,818,461				
a Applied to 2012, but not more than line 2a . . .				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				766,559
e Remaining amount distributed out of corpus . .	3,051,902			
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	18,477,113			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . .				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .	2,649,913			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	15,827,200			
10 Analysis of line 9				
a Excess from 2009 . . . 3,012,200				
b Excess from 2010 . . . 2,915,976				
c Excess from 2011 . . . 3,380,679				
d Excess from 2012 . . . 3,466,443				
e Excess from 2013 . . . 3,051,902				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling **N/A**

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

Tax year	Prior 3 years				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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	0	0	0	0	0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0	0	0	0	0
d Amounts included in line 2c not used directly for active conduct of exempt activities	N/A	N/A	N/A	N/A	N/A
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

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

N/A

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

N/A

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

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

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

Tami Wise, P.O. Box 2600 (V38), Valley Forge, PA 19482 610-669-6331

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

See Exhibit 3

- c** Any submission deadlines

Written requests for grants are welcome anytime They will be reviewed and rewarded on a quarterly basis

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

See Exhibit 4

Part XV **Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or 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 See Exhibit 5				
Total ▶ 3a				3,809,711
b Approved for future payment See Exhibit 5				
Total ▶ 3b				205,526

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	292,128	
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	2,587	
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)		0		294,715	0
13	Total. Add line 12, columns (b), (d), and (e)				13 294,715	

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

[illegible]

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
	N/A	

**Sign
Here**

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

Signature of officer or trustee

10/31/2014
Date

President
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check <input type="checkbox"/> if self-employed	PTIN
---	------

Firm's name

Firm's EIN ▶

Firm's address

Phone no.

Schedule of Contributors

OMB No 1545-0047

2013

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

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

Name of the organization

Employer identification number

THE VANGUARD GROUP FOUNDATION

23-2699769

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

Name of organization

THE VANGUARD GROUP FOUNDATION

Employer identification number

23-2699769

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE VANGUARD GROUP, INC. P.O. BOX 2600 VALLEY FORGE, PA 19482-2600	\$ 4,329,635	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization THE VANGUARD GROUP FOUNDATION	Employer identification number 23-2699769
---	--

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

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

Employer identification number

23-2699769

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once See instructions) ▶ \$

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

JSA
3E1255 1 000

List of Attachments

THE VANGUARD GROUP FOUNDATION (EIN 23-2699769)
FORM 990-PF
Year Ended December 31, 2013

Exhibit 1	Part I. Line 18 - Taxes Part I. Line 23 - Other Expenses Part II. Line 13 - Investments
Exhibit 2	Part VIII, Line 1 - List all officers, directors, foundation managers and their compensation
Exhibit 3	Part XV Item 2(b) - The Application Process
Exhibit 4	Part XV Item 2(d) - The Foundation's Guidelines
Exhibit 5	Part XV - Contributions Section 3(a) - Paid During the Year Section 3(b) - Approved for Future Payment

Exhibit 1

THE VANGUARD GROUP FOUNDATION (EIN 23-2699769)
FORM 990-PF
Year Ended December 31, 2013

Part I. Line 18 - Taxes

Excise Tax on Net Investment Income (2012 True-Up)	\$74
Excise Tax on Net Investment Income (2013 Safe Harbor)	<u>\$2,886</u>
Total	\$2,960

Part I. Line 23 - Other Expenses

Other Administrative Expenses	\$8,750
Total	\$8,750

Part II. Line 13 - Investments

	<u>Beginning of Year</u>	<u>End of Year</u>
Investments - ST Inv Grade - Unrestricted	\$560,076	\$266,246
Investments - ST Inv Grade - Restricted	\$148,305	\$149,899
Investments - Balanced Index	<u>\$12,619,928</u>	<u>\$15,674,835</u>
Total	\$13,328,309	\$16,090,980

THE VANGUARD GROUP FOUNDATION (EIN 23-2699769)
FORM 990-PF
Year Ended December 31, 2013

Part VIII, Line 1 - List all officers, directors, foundation managers and their compensation

(a) Names 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
Michael S. Miller 100 Vanguard Blvd Malvern, PA 19355	President & Chairman of the Board (15 / YR)	0	0	0
Glenn W. Reed 100 Vanguard Blvd Malvern, PA 19355	Treasurer (15 / YR)	0	0	0
Mortimer J. Buckley 100 Vanguard Blvd Malvern, PA 19355	Director (15 / YR)	0	0	0
F. William McNabb III 100 Vanguard Blvd Malvern, PA 19355	Director (15 / YR)	0	0	0
Pauline Scalvino 100 Vanguard Blvd Malvern, PA 19355	Director (15 / YR)	0	0	0
Paul Heller 100 Vanguard Blvd Malvern, PA 19355	Director (15 / YR)	0	0	0
Jeffrey M. Glasheen 100 Vanguard Blvd Malvern, PA 19355	Secretary (15 / YR)	0	0	0
Amy B. Cooper 100 Vanguard Blvd Malvern, PA 19355	Asst. Secretary (15 / YR)	0	0	0
Tami F. Wise 100 Vanguard Blvd Malvern, PA 19355	Foundation Administrator (1,150 / YR)	0 *	0	0

* Services donated by The Vanguard Group, Inc

THE VANGUARD GROUP FOUNDATION (EIN 23-2699769)

Form 990-PF

Year Ended December 31, 2013

Part XV - Item 2(b)

The Application Process

Requests for funding should be submitted in writing to the Foundation Director and must include the following:

- A completed Vanguard Foundation Summary of Grant Request form that includes:
 - A brief description of your organization, including its goals, history, past projects, staffing, and those it serves.
 - The specific contribution amount requested from The Vanguard Group Foundation
 - A detailed statement explaining how the Foundation's funding will be used (i.e., the proposed program or activities) and how much of the funding will be used for administrative expenses (as opposed to the program itself).
 - A program timetable.
- An audited financial statement for your organization's most recently completed fiscal year and the current year's operating budget
- A copy of the IRS exemption letter certifying your organization's tax-exempt, non-profit status under Section 501(c)(3) of the Internal Revenue Code and a statement from an officer of your organization confirming that the exemption letter is currently valid.
- The most recent annual report or other documentation describing your organization's accomplishments.
- A list of current corporate, foundation, government, and other contributors.
- A list of the members of your organization's current Board of Directors and executive staff, including each member's business affiliations.
- If possible, a list of Vanguard crew members who serve your organization or its Board

Written requests for grants are welcome at any time. They will be reviewed and awarded on a calendar-quarter basis (although you will be notified in writing about the status of your proposal within four to six weeks of receipt). The Foundation Director will notify you in writing about the Board's decision regarding your request. No promises of support can be made by telephone.

THE VANGUARD GROUP FOUNDATION (EIN 23-2699769)
Form 990-PF
Year Ended December 31, 2013
Part XV-Item 2(d)

The Foundation's Guidelines

Corporate Philosophy

The Vanguard Group's corporate philosophy is based on the conviction that sound business principles, steadfast integrity, and a spirit of fair dealing must form the core of any company's long-term success. The Vanguard Group Foundation believes that these same qualities carry over to the success of charitable and non-profit organizations.

Requirements for Grant Consideration

The Foundation gives serious consideration to grant requests from groups and organizations that:

- are located in the United States.
- address a well-defined and important need or concern in the community.
- are recognized as tax-exempt under Section 501(c)(3) of the Internal Revenue Code or are a government agency as described in Section 170 (c)(1) of the Internal Revenue Code.
- are recognized as a public charity as defined under Section 509(a) of the Internal Revenue Code.
- are eligible to receive tax-deductible gifts.
- maintain costs at minimum levels necessary to provide high-quality services.
- combine the support provided by The Vanguard Group Foundation with monies received from other appropriate funding sources.

Categories of Support

The Foundation channels the majority of its available resources to organizations and programs that focus on one or more of the following areas of concern:

- *Health and Human Services...* to support those outstanding providers of health care and human services that seek to improve the overall welfare of the community. This need is addressed primarily through support of the United Way.
- *Education...* to foster higher education by allocating resources to accredited schools, colleges, and universities. This need is addressed primarily through our Matching Gift Program.
- *Culture and the Arts.* to provide assistance to performing arts groups; museums of art, history, and science; libraries; public radio, television stations, and networks; and programs that enrich our collective cultural experiences.
- *Civic and Community Affairs...* to apportion funds for programs that encourage economic development, offer employment opportunities, and enhance the quality of community life.
- *The Environment ..* to support the organizations dedicated to the protection of the region's ecosystem and the conservation of natural resources

The Foundation will also consider proposals from organizations that address concerns not directly related to the areas outlined above, but that are important to The Vanguard Group, our crew, and our community.

The Vanguard Group Foundation (EIN 23-2699769)
Form 990-PF
Year Ended December 31, 2013

Exhibit 5
Part XV, Line 3

Payee Name	Purpose of Grant	City	State	Item 3(a) Paid in 2013	Item 3(b) Accruals
AARK WILDLIFE REHABILITATION AND	Environment	CHALFONT	PA	25	-
ABINGTON MEMORIAL HOSPITAL FOUNDATION	Health	ABINGTON	PA	550	-
ACADEMY OF NOTRE DAME DE NAMUR	Education	VILLANOVA	PA	1,700	50
ADAMSTOWN AREA LIBRARY	Cultural	ADAMSTOWN	PA	50	-
AFEWSTEPS	Environment	WALLINGFORD	PA	400	-
AGNES IRWIN SCHOOL	Education	ROSEMONT	PA	3,500	9,300
ALBRIGHT COLLEGE	Education	READING	PA	85	-
ALLENTOWN CENTRAL CATHOLIC HIGH SCHOOL	Education	ALLENTOWN	PA	100	-
ALLEY CAT ALLIES INC	Environment	BETHESDA	MD	310	300
ALVERNIA COLLEGE	Education	READING	PA	100	100
AMERICAN HIKING SOCIETY	Environment	SILVER SPRINGS	MD	29	-
AMERICAN PUBLIC MEDIA	Cultural	SAINT PAUL	MN	25	-
AMERICAN RED CROSS	Human Services	WASHINGTON	DC	50	-
AMERICAN RED CROSS	Human Service	PHILADELPHIA	PA	78,540	-
AMERICAN SOCIETY FOR THE PREVENTION OF	Environment	NEW YORK	NY	2,160	-
AMERICAN UNIVERSITY	Education	WASHINGTON	DC	250	-
AMHERST COLLEGE	Education	AMHERST	MA	500	1,000
ANDRE AGASSI FOUNDATION FOR EDUCATION	Education	LAS VEGAS	NV	100	-
ANIMAL CARE AND CONTROL	Environment	PHILADELPHIA	PA	-	25
ANIMAL PLACE	Environment	GRASS VALLEY	CA	150	-
ANIMAL RESCUE LEAGUE OF BERKS COUNTY INC	Environment	MOHNTON	PA	50	100
ANIMALS IN DISTRESS	Environment	COOPERSBURG	PA	-	50
ANNA CRUSIS WOMENS CHOIR	Cultural	PHILADELPHIA	PA	665	-
ANTI CRUELTY SOCIETY	Environment	CHICAGO	IL	50	-
APPALACHIAN MOUNTAIN CLUB	Environment	BOSTON	MA	244	50
APPALACHIAN STATE UNIV FOUNDATION	Education	BOONE	NC	300	50
ARCHBISHOP CARROLL HIGH SCHOOL	Education	RADNOR	PA	1,000	1,225
ARCHBISHOP PRENDERGAST HIGH SCHOOL	Education	DREXEL HILL	PA	-	150
ARCHBISHOP RYAN HIGH SCHOOL	Education	PHILADELPHIA	PA	75	-
ARCHBISHOP WOOD HIGH SCHOOL	Education	WARMINSTER	PA	350	-
ARCHMERE ACADEMY	Education	CLAYMONT	DE	600	500
ARCHWAY CLASSICAL ACADEMY VERITAS	Education	PHOENIX	AZ	2,000	-
ARDEN THEATRE COMPANY	Cultural	PHILADELPHIA	PA	10,450	350
ARDMORE FREE LIBRARY	Cultural	ARDMORE	PA	550	-
ARIZONA HUMANE SOCIETY	Environment	PHOENIX	AZ	1,965	575
ARIZONA STATE UNIVERSITY FOUNDATION	Education	TEMPE	AZ	765	-
ARTREACH INC	Cultural	PHILADELPHIA	PA	3,000	-
ARTS AND SCIENCE COUNCIL	Cultural	CHARLOTTE	NC	200	-
ASSATEAGUE COASTAL TRUST	Environment	BERLIN	MD	250	250
ASSOCIATED HUMANE SOCIETIES	Environment	NEWARK	NJ	250	-
ASSOCIATION OF GRADUATES	Education	WEST POINT	NY	2,000	-
AZGREYHOUNDS INC	Environment	SIERRA VISTA	AZ	500	-
B AND O RAILROAD MUSEUM	Cultural	BALTIMORE	MD	50	-
BAKER INDUSTRIES	Human Service	MALVERN	PA	5,000	-
BALDWIN SCHOOL	Education	BRYN MAWR	PA	4,600	2,600
BARNARD COLLEGE	Education	NEW YORK	NY	250	500
BARNES FOUNDATION	Cultural	MERION	PA	163	-
BAYSHORE DISCOVERY PROJECT	Cultural	PORT NORRIS	NJ	100	100
BAYVIEW ACADEMY	Education	RIVERSIDE	RJ	250	-
BEAGLE RESCUE EDUCATION AND WELFARE	Environment	DUMFRIES	VA	-	75
BERGEN CATHOLIC HIGH SCHOOL	Education	ORADELL	NJ	300	-
BERKS ARTS COUNCIL	Cultural	READING	PA	50	-
BERKS OPERA WORKSHOP	Cultural	BARTO	PA	250	-
BEST FRIENDS ANIMAL SOCIETY	Environment	KANAB	UT	1,560	400
BETHANY COLLEGE	Education	BETHANY	WV	50	-
BIDEAWEE	Environment	NEW YORK	NY	100	-
BIOLA UNIVERSITY	Education	LA MIRADA	CA	1,000	-
BISHOP MCDEVITT HIGH SCHOOL	Education	WYNCOTE	PA	1,000	-
BISHOP SHANAHAN HIGH SCHOOL	Education	DOWNINGTOWN	PA	1,065	250
BLAIR ACADEMY	Education	BLAIRSTOWN	NJ	8,025	-
BLESSED TERESA OF CALCUTTA	Education	SCHWENKSVILLE	PA	5,585	-
BLOOMSBURG UNIVERSITY FOUNDATION	Education	BLOOMSBURG	PA	7,296	250
BOBBI AND THE STRAYS	Environment	OZONE PARK	NY	25	-
BOSTON COLLEGE	Education	CHESTNUT HILL	MA	100	175
BOSTON SYMPHONY ORCHESTRA	Cultural	BOSTON	MA	1,850	3,000
BOSTON UNIVERSITY	Education	BOSTON	MA	1,775	325
BRADLEY UNIVERSITY	Education	PEORIA	IL	100	-
BRAMBLEY HEDGE RABBIT RESCUE	Environment	SCOTTSDALE	AZ	4,000	-
BRANDEIS UNIVERSITY	Education	WALTHAM	MA	350	500
BRANDYWINE VALLEY ASSOCIATION	Environment	WEST CHESTER	PA	100	-
BRANDYWINE VALLEY CHORALE	Cultural	KENNETT SQUARE	PA	475	-
BROWN UNIVERSITY	Education	PROVIDENCE	RJ	350	400
BRYN MAWR COLLEGE	Education	BRYN MAWR	PA	900	525
BRYN MAWR FILM INSTITUTE	Cultural	BRYN MAWR	PA	110	-
BRYN MAWR HOSPITAL	Health	BRYN MAWR	PA	50	50
BUCKNELL UNIVERSITY	Education	LEWISBURG	PA	3,275	175
BUCKS COUNTY SPCA	Environment	LAHASKA	PA	114	-
BUX MONT EDUCATION RADIO	Cultural	HATBORO	PA	-	100
CABRINI COLLEGE	Education	RADNOR	PA	575	150

Payee Name	Purpose of Grant	City	State	Item 3(a) Paid in 2013	Item 3(b) Accruals
CAJRN UNIVERSITY	Education	LANGHORNE	PA	75	-
CAMPBILL SOLTANE	Human Service	GLENMOORE	PA	5,000	-
CAMPBILL SPECIAL SCHOOL	Education	GLENMOORE	PA	4,275	1,100
CAPE HENLOPEN EDUCATIONAL FOUNDATION	Environment	LEWES	DE	75	-
CARDINAL OHARA HIGH SCHOOL	Education	SPRINGFIELD	PA	50	-
CARDINAL SPELLMAN HIGH SCHOOL	Education	BRONX	NY	-	500
CARLETON COLLEGE	Education	NORTHFIELD	MN	1,500	-
CARLOW UNIVERSITY	Education	PITTSBURGH	PA	1,500	-
CARMEL EDUCATIONAL FOUNDATION	Education	MATTHEWS	NC	250	-
CARNEGIE MELLON UNIVERSITY	Education	PITTSBURGH	PA	300	550
CAROLINAS HEALTHCARE FOUNDATION	Health	CHARLOTTE	NC	250	-
CASE WESTERN RESERVE UNIVERSITY	Education	CLEVELAND	OH	260	-
CASTLETON RANCH HORSE RESCUE INC	Environment	VALLEY CENTER	CA	35	-
CAT ANGEL NETWORK	Environment	STOWE	PA	350	100
CATAWBA LANDS CONSERVANCY	Environment	CHARLOTTE	NC	-	250
CATHEDRAL CARMEL FOUNDATION	Education	LAFAYETTE	LA	-	7,000
CATS BRIDGE TO RESCUE	Environment	TREVOSE	PA	35	-
CENTRAL MICHIGAN UNIVERSITY	Education	MOUNT PLEASANT	MI	30	-
CENTRAL OKLAHOMA HUMANE SOCIETY	Environment	OKLAHOMA CITY	OK	25	-
CENTRAL PIEDMONT COMMUNITY COLLEGE FOUND	Education	CHARLOTTE	NC	50	-
CHADDS FORD HISTORICAL SOCIETY	Cultural	CHADDS FORD	PA	50	-
CHARLOTTE CHRISTIAN SCHOOL	Education	CHARLOTTE	NC	500	-
CHARLOTTE SYMPHONY YOUTH ORCHESTRA	Cultural	CHARLOTTE	NC	100	-
CHESAPEAKE BAY FOUNDATION	Environment	ANNAPOLIS	MD	350	250
CHESAPEAKE FELINE ASSOCIATION INC	Environment	PERRYVILLE	MD	400	-
CHESTER COUNTY FOOD BANK	Human Service	DOWNTOWN	PA	20,000	-
CHESTER COUNTY HOSPITAL FOUNDATION	Health	WEST CHESTER	PA	435	125
CHESTER COUNTY PUBLIC SAFETY TRAINING	Civic	EXTON	PA	25,000	-
CHESTER COUNTY SPCA	Environment	WEST CHESTER	PA	1,400	725
CHESTER SPRINGS LIBRARY	Cultural	CHESTER SPRINGS	PA	75	-
CHESTNUT HILL COLLEGE	Education	PHILADELPHIA	PA	250	250
CHILDRENS HOSPITAL OF PHILADELPHIA	Health	PHILADELPHIA	PA	3,655	4,975
CHIMP HAVEN INCORPORATED	Environment	KEITHVILLE	LA	100	-
CHRISTIAN ACADEMY	Education	BROOKHAVEN	PA	2,890	-
CHURCH FARM SCHOOL	Education	EXTON	PA	150	-
CITIZENS FOR A NO KILL PHILADELPHIA	Environment	PHILADELPHIA	PA	250	-
CITY OF HOPE	Health	LOS ANGELES	CA	50	-
CIVIL WAR PRESERVATION TRUST	Cultural	HAGERSTOWN	MD	-	100
CLARK UNIVERSITY	Education	WORCESTER	MA	-	1,000
CLARKE SCHOOLS FOR HEARING AND SPEECH	Education	BRYN MAWR	PA	1,000	275
CLEMSON UNIVERSITY FOUNDATION	Education	CLEMSON	SC	100	-
COATESVILLE AREA PUBLIC LIBRARY	Cultural	COATESVILLE	PA	50	-
COATESVILLE CULTURAL SOCIETY INC	Cultural	COATESVILLE	PA	75	100
COLGATE ROCHESTER CROZER DIVINITY SCHOOL	Education	ROCHESTER	NY	1,500	-
COLGATE UNIVERSITY	Education	HAMILTON	NY	100	-
COLLEGE OF NEW ROCHELLE	Education	NEW ROCHELLE	NY	500	-
COLLEGE OF THE HOLY CROSS	Education	WORCESTER	MA	175	-
COLLEGE OF WILLIAM AND MARY	Education	WILLIAMSBURG	VA	825	500
COLLEGE OF WOOSTER	Education	WOOSTER	OH	-	150
COLLEGES OF THE SENECA	Education	GENEVA	NY	25	-
COLLEGIUM CHARTER SCHOOL	Education	EXTON	PA	200	-
COLONIAL WILLIAMSBURG FOUNDATION	Cultural	WILLIAMSBURG	VA	3,235	2,500
COLUMBIA INTERNATIONAL UNIVERSITY #4501	Education	COLUMBIA	SC	300	-
COLUMBIA UNIVERSITY	Education	NEW YORK	NY	1,750	100
COMMONWEALTH YOUTHCHOIRS INC	Cultural	PHILADELPHIA	PA	500	-
COMMUNITY MUSIC SCHOOL	Cultural	TRAPPE	PA	50	65
CONNECTICUT COLLEGE	Education	NEW LONDON	CT	-	25
CONSERVATION CENTER FOR ART	Cultural	PHILADELPHIA	PA	2,000	-
CONSERVATION FUND	Environment	ARLINGTON	VA	-	25
CONSUMER CREDIT COUNSELING SERVICE OF DV	Human Service	PHILADELPHIA	PA	20,000	-
COOPER UNION	Education	NEW YORK	NY	300	-
CORNELL UNIVERSITY	Education	ITHACA	NY	3,848	100
CORTLAND COLLEGE FOUNDATION	Education	CORTLAND	NY	100	250
COUNTRY DAY SCHOOL OF THE SACRED HEART	Education	BRYN MAWR	PA	1,538	-
CREFELD SCHOOL	Education	PHILADELPHIA	PA	100	-
CROW CANYON ARCHAEOLOGICAL CENTER	Cultural	CORTEZ	CO	200	-
CULVER EDUCATIONAL FOUNDATION	Education	CULVER	IN	944	-
CURIO THEATRE COMPANY	Cultural	PHILADELPHIA	PA	-	125
DANA FARBER CANCER INSTITUTE	Health	BOSTON	MA	1,200	-
DARTMOUTH COLLEGE	Education	HANOVER	NH	750	-
DAVIDSON COLLEGE	Education	DAVIDSON	NC	175	-
DAYS END FARM HORSE RESCUE	Environment	WOODBINE	MD	250	-
DAYS END FARM HORSE RESCUE	Environment	LISBON	MD	150	-
DE LA SALLE OF CONCORD	Education	CONCORD	CA	850	-
DEERFIELD ACADEMY	Education	DEERFIELD	MA	100	-
DEFENDERS OF WILDLIFE	Environment	WASHINGTON	DC	100	-
DELAWARE ART MUSEUM	Cultural	WILMINGTON	DE	-	125
DELAWARE CENTER FOR HORTICULTURE	Environment	WILMINGTON	DE	100	-
DELAWARE COUNTY SPCA	Environment	MEDIA	PA	810	859

Payee Name	Purpose of Grant	City	State	Item 3(a) Paid in 2013	Item 3(b) Accruals
DELAWARE HUMANE ASSOCIATION	Environment	WILMINGTON	DE	75	-
DELAWARE NATURE SOCIETY	Environment	HOCKESSIN	DE	250	100
DELAWARE SYMPHONY	Cultural	WILMINGTON	DE	50	-
DELAWARE VALLEY GOLDEN RETRIEVER RESCUE	Environment	REINHOLDS	PA	11,851	1,000
DELTA RESCUE	Environment	GLENDALE	CA	150	-
DESALES UNIVERSITY	Education	CENTER VALLEY	PA	6,363	-
DESERT BOTANICAL GARDEN	Environment	PHOENIX	AZ	49	-
DEVON PREPARATORY SCHOOL	Education	DEVON	PA	1,806	1,950
DIAMOND ROCK WILDLIFE REHAB CLINIC	Environment	MALVERN	PA	1,025	-
DICKINSON COLLEGE	Education	CARLISLE	PA	615	25
DOWNINGTOWN LIBRARY COMPANY	Cultural	DOWNINGTOWN	PA	275	225
DRAMATEURS INC AT THE BARN PLAYHOUSE	Cultural	EAGLEVILLE	PA	50	-
DREXEL UNIVERSITY	Education	PHILADELPHIA	PA	1,011	50
DUBLIN SCHOOL	Education	DUBLIN	NH	500	-
DUKE UNIVERSITY	Education	DURHAM	NC	1,375	975
EAGLES MERE CONSERVANCY	Environment	EAGLES MERE	PA	250	-
EASTERN ILLINOIS UNIVERSITY	Education	CHARLESTON	IL	100	-
EASTERN KENTUCKY UNIVERSITY FOUNDATION	Education	RICHMOND	KY	600	-
EASTERN LANCASTER COUNTY LIBRARY	Cultural	NEW HOLLAND	PA	200	-
EASTERN STATE PENITENTIARY	Cultural	PHILADELPHIA	PA	250	-
EASTERN UNIVERSITY	Education	SAINT DAVIDS	PA	-	25
EASTTOWN PUBLIC LIBRARIES- PA CITIZENS	Cultural	BERWYN	PA	-	250
EASTTOWN TOWNSHIP - Public Library	Cultural	DEVON	PA	450	-
ELDRIDGE STREET PROJECT	Cultural	NEW YORK	NY	36	-
ELEPHANT SANCTUARY IN TENNESSEE	Environment	HOHENWALD	TN	60	750
ELEUTHERIAN MILLS HAGLEY FOUNDATION INC	Environment	WILMINGTON	DE	110	-
ELIZABETHTOWN COLLEGE	Education	ELIZABETHTOWN	PA	300	-
EMMA WILLARD SCHOOL	Education	TROY	NY	-	150
EMORY AND HENRY COLLEGE	Education	EMORY	VA	75	-
ENCHANTMENT THEATRE COMPANY	Cultural	PHILADELPHIA	PA	-	250
ENERGY COORDINATING AGENCY	Environment	PHILADELPHIA	PA	500	-
ENVIRONMENTAL DEFENSE	Environment	NEW YORK CITY	NY	50	-
EPISCOPAL ACADEMY	Education	NEWTOWN SQUARE	PA	3,025	2,600
ERIE CATHOLIC PREPARATORY SCHOOL	Education	ERIE	PA	1,100	-
FAIRFIELD UNIVERSITY	Education	FAIRFIELD	CT	500	-
FAIRMOUNT PARK COMMISSION	Environment	PHILADELPHIA	PA	25,000	-
FAITHFUL FRIENDS	Environment	WILMINGTON	DE	275	-
FARM SANCTUARY INC	Environment	WATKINS GLEN	NY	110	-
FATHER JUDGE HIGH SCHOOL	Education	PHILADELPHIA	PA	300	250
FELLOWSHIP FOR THE PERFORMING ARTS	Cultural	NEW YORK	NY	500	-
FLORIDA ATLANTIC UNIVERSITY	Education	BOCA RATON	FL	150	-
FORDHAM UNIVERSITY	Education	NEW YORK	NY	-	50
FOREVER HOME RESCUE	Environment	SPRING CITY	PA	650	250
FORGOTTEN CATS INC	Environment	GREENVILLE	DE	75	50
FOUNDATION AT GREAT VALLEY	Education	MALVERN	PA	1,550	-
FOUNDATION FOR INDIANA UNIVERSITY OF	Education	INDIANA	PA	100	-
FOUNDATION FOR LEARNING	Education	SOUTHEASTERN	PA	300	-
FOX CHASE CANCER CENTER	Health	PHILADELPHIA	PA	1,625	-
FRANCISCAN UNIVERSITY OF STEUBENVILLE	Education	STEUBENVILLE	OH	-	50
FRANCISVALE HOME FOR SMALL ANIMALS	Environment	RADNOR	PA	1,100	1,830
FRANKLIN AND MARSHALL COLLEGE	Education	LANCASTER	PA	1,550	-
FRANKLIN INSTITUTE	Cultural	PHILADELPHIA	PA	62,250	1,775
FREE LIBRARY OF PHILADELPHIA	Cultural	PHILADELPHIA	PA	30,335	310
FRENCH AND PICKERING CREEKS	Environment	PHOENIXVILLE	PA	500	250
FRENCHMAN BAY CONSERVANCY	Environment	HANCOCK	ME	150	-
FRIENDS CENTRAL SCHOOL	Education	WYNNEWOOD	PA	350	75
FRIENDS OF AUBURN HEIGHTS PRESERVE INC	Environment	YORKLYN	DE	25	-
FRIENDS OF PUBLIC RADIO ARIZONA	Cultural	TEMPE	AZ	615	95
FRIENDS OF SAINT MARTIN DE PORRES SCHOOL	Education	PHILADELPHIA	PA	-	125
FRIENDS OF THE KERSHAW COUNTY LIBRARY	Cultural	CAMDEN	SC	2,000	-
FRIENDS OF THE OLD EAGLE SCHOOL	Cultural	WAYNE	PA	125	125
FRIENDS OF THE PUBLIC GARDEN INC	Cultural	BOSTON	MA	50	-
FRIENDS OF THE WILLIAM JEANES LIBRARY	Cultural	LAFAYETTE HILL	PA	125	-
FRIENDS OF THE WISSAHICKON INC	Environment	PHILADELPHIA	PA	175	100
FRIENDS SCHOOL HAVERFORD	Education	HAVERFORD	PA	-	500
FRONT RANGE EQUINE RESCUE	Environment	COLORADO SPRINGS	CO	150	-
FROSTBURG STATE UNIVERSITY FOUNDATION	Education	FROSTBURG	MD	350	-
FUND FOR ANIMALS	Environment	NEW YORK	NY	50	-
GALA CHORUSES INC	Cultural	PITTSBURGH	PA	1,500	-
GENTLE GIANT DRAFT HORSE RESCUE SOCIETY	Environment	MOUNT AIRY	MD	25	25
GEORGE SCHOOL	Education	NEWTOWN	PA	1,250	-
GEORGE WASHINGTON UNIVERSITY	Education	WASHINGTON	DC	700	25
GEORGETOWN UNIVERSITY	Education	WASHINGTON	DC	1,125	150
GERMANTOWN ACADEMY	Education	FORT WASHINGTON	PA	1,500	-
GERMANTOWN FRIENDS SCHOOL	Education	PHILADELPHIA	PA	1,500	-
GESU SCHOOL	Education	PHILADELPHIA	PA	525	-
GETTYSBURG COLLEGE	Education	GETTYSBURG	PA	11,250	1,450
GLACIER NATIONAL PARK FUND	Environment	WHITEFISH	MT	1,000	-
GORDON COLLEGE	Education	WENHAM	MA	250	250

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GOSHEN FRIENDS SCHOOL	Education	WEST CHESTER	PA	1,050	-
GRAND TETON NATIONAL PARK FOUNDATION	Environment	MOOSE	WY	500	-
GRAND VIEW HOSPITAL	Health	SELLERSVILLE	PA	50	-
GREAT HEARTS ACADEMY	Education	PHOENIX	AZ	400	-
GREAT PLAINS SPCA	Environment	MERRIAM	KS	50	-
GREATER PHILADELPHIA CULTURAL ALLIANCE	Cultural	PHILADELPHIA	PA	5,000	-
GREEN VALLEYS ASSOCIATION	Environment	POTTSTOWN	PA	2,600	-
GREENE STREET FRIENDS SCHOOL	Education	PHILADELPHIA	PA	35	-
GREENERS PARTNERS	Environment	MALVERN	PA	750	-
GREENWICH ACADEMY	Education	GREENWICH	CT	-	100
GROVE CITY COLLEGE	Education	GROVE CITY	PA	400	250
GWYNEDD MERCY ACADEMY	Education	SPRINGHOUSE	PA	1,250	-
HALO ANIMAL RESCUE	Environment	PHOENIX	AZ	200	-
HAMILTON COLLEGE	Education	CLINTON	NY	1,500	-
HARPSWELL HERITAGE LAND TRUST	Environment	HARPSWELL	ME	500	-
HARVARD UNIVERSITY	Education	CAMBRIDGE	MA	2,850	200
HAVERFORD COLLEGE	Education	HAVERFORD	PA	1,450	-
HAVERFORD SCHOOL	Education	HAVERFORD	PA	5,100	7,000
HAVERFORD TOWNSHIP FREE LIBRARY	Cultural	HAVERTOWN	PA	1,350	-
HAVERFORD TOWNSHIP SCHOOL DISTRICT	Education	HAVERTOWN	PA	300	-
HAWK MOUNTAIN SANCTUARY ASSOCIATION	Environment	KEMPTON	PA	200	100
HEARTS UNITED FOR ANIMALS	Environment	AUBURN	NE	50	-
HELEN KATE FURNESS FREE LIBRARY	Cultural	WALLINGFORD	PA	750	359
HENRY FRANCIS DUPONT WINTERTHUR MUSEUM	Cultural	WINTERTHUR	DE	125	-
HILLSIDE SPCA INC	Environment	POTTSVILLE	PA	50	-
HILLTOP PREPARATORY SCHOOL	Education	ROSEMONT	PA	1,000	-
HISTORIC ROCK FORD PLANTATION	Cultural	LANCASTER	PA	-	500
HOLY FAMILY SCHOOL	Education	PHOENIXVILLE	PA	2,150	-
HOLY FAMILY UNIVERSITY	Education	PHILADELPHIA	PA	189	-
HOLY TRINITY DIOCESAN HIGH SCHOOL	Education	HICKSVILLE	NY	100	-
HOSPICE AND HOME CARE FOUNDATION	Health	RADNOR	PA	13,861	-
HOSPICE AND PALLIATIVE CARE CENTER	Health	WINSTON SALEM	NC	100	-
HOSPICE NORTH SHORE AND GREATER BOSTON	Health	DANVERS	MA	600	-
HOTCHKISS SCHOOL	Education	LAKEVILLE	CT	50	-
HOUGHTON COLLEGE	Education	HOUGHTON	NY	500	-
HOUSING PARTNERSHIP OF CHESTER COUNTY	Civic	DOWNINGTOWN	PA	10,000	-
HUMANE SOCIETY OF BERKS COUNTY	Environment	READING	PA	300	-
HUMANE SOCIETY OF CHARLOTTE	Environment	CHARLOTTE	NC	200	-
HUMANE SOCIETY OF ROME INC	Environment	ROME	NY	25	-
HUMANE SOCIETY OF THE UNITED STATES	Environment	WASHINGTON	DC	725	239
HUMANE SOCIETY OF YORK COUNTY	Environment	FORT MILL	SC	500	-
HUNTER COLLEGE	Education	NEW YORK	NY	100	-
IMMACULATA UNIVERSITY	Education	IMMACULATA	PA	635	75
IMMACULATE CONCEPTION SCHOOL	Education	ANNANDALE	NJ	250	-
INDIAN VALLEY PUBLIC LIBRARY	Cultural	TELFORD	PA	520	400
IOWA STATE UNIVERSITY FOUNDATION	Education	AMES	IA	700	250
J W HALLAHAN CATHOLIC GIRLS HIGH SCHOOL	Education	PHILADELPHIA	PA	50	280
JAMES MADISON UNIVERSITY	Education	HARRISONBURG	VA	525	100
JENKINS ARBORETUM	Environment	DEVON	PA	21,250	1,150
JOHN BARTRAM ASSOCIATION	Cultural	PHILADELPHIA	PA	5,000	-
JOHNS HOPKINS UNIVERSITY	Education	BALTIMORE	MD	1,408	-
JOHNSON AND WALES UNIVERSITY	Education	PROVIDENCE	RI	100	-
JUNIATA COLLEGE	Education	HUNTINGDON	PA	1,025	50
KANSAS UNIVERSITY ENDOWMENT ASSOCIATION	Education	LAWRENCE	KS	300	2,500
KCRW FM	Cultural	SANTA MONICA	CA	120	-
KENNEDY CENTER FOR THE PERFORMING ARTS	Cultural	WASHINGTON	DC	1,500	-
KENNETT SYMPHONY OF CHESTER COUNTY	Cultural	KENNETT SQUARE	PA	-	100
KENYON COLLEGE	Education	GAMBIER	OH	1,200	-
KEYSTONE HOSPICE	Health	WYNDMOOR	PA	-	100
KIMBERTON WALDORF SCHOOL	Education	KIMBERTON	PA	3,000	-
KIMMEL CENTER FOR THE PERFORMING ARTS	Cultural	PHILADELPHIA	PA	10,000	904
KINDNESS RANCH	Environment	HARTVILLE	WY	150	-
KITTY COTTAGE ADOPTION CENTER INC	Environment	EAST NORRITON	PA	125	100
KUTZTOWN UNIVERSITY FOUNDATION INC	Education	KUTZTOWN	PA	625	-
LA SALLE ACADEMY	Education	PHILADELPHIA	PA	150	-
LAFAYETTE COLLEGE	Education	EASTON	PA	-	100
LAMANCHA ANIMAL RESCUE	Environment	UNIONVILLE	PA	80	-
LANCASTER CATHOLIC HIGH SCHOOL	Education	LANCASTER	PA	300	-
LANCASTER COUNTY CONSERVANCY	Environment	LANCASTER	PA	100	-
LANCASTER FARMLAND TRUST	Environment	STRASBURG	PA	200	-
LANSDALE CATHOLIC HIGH SCHOOL	Education	LANSDALE	PA	400	-
LANSDOWNE SYMPHONY ORCHESTRA	Cultural	LANSDOWNE	PA	-	50
LANTERN THEATER COMPANY	Cultural	PHILADELPHIA	PA	2,550	-
LASALLE COLLEGE HIGH SCHOOL	Education	WYNDMOOR	PA	400	150
LASALLE UNIVERSITY	Education	PHILADELPHIA	PA	8,555	3,750
LAST CHANCE RANCH INC	Environment	QUAKERTOWN	PA	250	250
LEELANAU CONSERVANCY	Environment	LELAND	MI	1,000	-
LEHIGH UNIVERSITY	Education	BETHLEHEM	PA	8,358	5,182
LEHIGH VALLEY PBS 39	Cultural	BETHLEHEM	PA	125	-

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LIBERTY PREPARATORY CHRISTIAN ACADEMY	Education	MOORESVILLE	NC	150	-
LINCOLN CHARTER SCHOOL	Education	DENVER	NC	275	-
LITTLE FLOWER CATHOLIC HIGH SCHOOL	Education	PHILADELPHIA	PA	150	-
LOUISA MAY ALCOTT MEMORIAL ASSOCIATION	Cultural	CONCORD	MA	25	-
LOWCOUNTRY OPEN LAND TRUST	Environment	CHARLESTON	SC	100	-
LOWER PROVIDENCE COMMUNITY LIBRARY	Cultural	EAGLEVILLE	PA	25	250
LOYOLA ACADEMY	Education	WILMETTE	IL	1,400	-
LOYOLA UNIVERSITY	Education	BALTIMORE	MD	250	-
LUDINGTON PUBLIC LIBRARY	Cultural	BRYN MAWR	PA	500	-
LYCOMING COLLEGE	Education	WILLIAMSPORT	PA	3,175	-
LYNCHBURG COLLEGE	Education	LYNCHBURG	VA	1,000	-
MACALESTER COLLEGE	Education	ST PAUL	MN	750	-
MACGUFFIN THEATER AND FILM COMPANY	Cultural	PHILADELPHIA	PA	300	-
MAHARISHI UNIVERSITY OF MANAGEMENT	Education	FAIRFIELD	IA	400	200
MAIN LINE ANIMAL RESCUE	Environment	CHESTER SPRINGS	PA	11,248	1,667
MAIN LINE HOSPITALS INC	Health	MALVERN	PA	2,500	-
MAIN LINE HOSPITALS INC	Health	PAOLI	PA	50,000	-
MALVERN PREPARATORY SCHOOL	Education	MALVERN	PA	18,500	-
MALVERN PUBLIC LIBRARY	Cultural	MALVERN	PA	150	-
MANN CENTER FOR THE PERFORMING ARTS	Cultural	PHILADELPHIA	PA	7,500	-
MARIANNA BRACETTI ACADEMY CHARTER SCHOOL	Education	PHILADELPHIA	PA	425	-
MARINE MAMMAL CENTER	Environment	SAUSALITO	CA	100	-
MARPLE PUBLIC LIBRARY	Cultural	BROOMALL	PA	25	-
MARQUETTE UNIVERSITY	Education	MILWAUKEE	WI	100	-
MARSHALL WYTHE SCHOOL OF LAW FOUNDATION	Education	WILLIAMSBURG	VA	500	-
MARYLAND SCIENCE CENTER	Cultural	BALTIMORE	MD	250	-
MARYWOOD UNIVERSITY	Education	SCRANTON	PA	250	25
MASSACHUSETTS INSTITUTE OF TECHNOLOGY	Education	CAMBRIDGE	MA	9,250	7,500
MASSACHUSETTS GENERAL HOSPITAL	Health	BOSTON	MA	1,800	50
MCCARTER THEATRE	Cultural	PRINCETON	NJ	275	-
MCQUAID JESUIT HIGH SCHOOL	Education	ROCHESTER	NY	-	50
MEDIA UPPER PROVIDENCE FREE LIBRARY	Cultural	MEDIA	PA	500	-
MEMORIAL LIBRARY OF RADNOR TOWNSHIP	Cultural	WAYNE	PA	100	-
MEMORIAL SLOAN KETTERING CANCER CENTER	Health	NEW YORK	NY	3,050	-
MERJON MERCY ACADEMY	Education	MERION	PA	525	-
MESSIAH COLLEGE	Education	GRANTHAM	PA	375	-
MESSIAH COLLEGE	Education	MECHANICSBURG	PA	25	-
METROLINA REGIONAL SCHOLARS ACADEMY	Education	CHARLOTTE	NC	6,100	-
METROPOLITAN OPERA	Cultural	NEW YORK	NY	200	50
MIAMI UNIVERSITY	Education	OXFORD	OH	10,000	-
MICHIGAN STATE UNIVERSITY	Education	EAST LANSING	MI	110	-
MID ATLANTIC CENTER	Cultural	CAPE MAY	NJ	50	-
MID ATLANTIC ENGLISH SPRINGER SPANIEL	Cultural	RICHMOND	VA	100	-
MID ATLANTIC JACK RESCUE	Environment	BOYERTOWN	PA	250	-
MILL AT ANSELMA PRSV & EDUC TRUST INC	Cultural	CHESTER SPRINGS	PA	100	-
MILLERSVILLE UNIVERSITY	Education	MILLERSVILLE	PA	630	-
MINGUS MANOR	Environment	CHANDLER	AZ	200	-
MINNESOTA STATE UNIVERSITY MANKATO	Education	MANKATO	MN	100	-
MMI PREPARATORY SCHOOL	Education	FREELAND	PA	50	-
MONMOUTH COUNTY SPCA	Environment	EATONTOWN	NJ	50	-
MONMOUTH UNIVERSITY	Education	WEST LONG BRANCH	NJ	300	-
MONROE COMMUNITY COLLEGE FOUNDATION	Education	ROCHESTER	NY	1,000	-
MONSIGNOR BONNER HIGH SCHOOL	Education	DREXEL HILL	PA	1,225	-
MONTGOMERY COUNTY COMMUNITY COLLEGE FDN	Education	BLUE BELL	PA	350	100
MONTGOMERY COUNTY NORRISTOWN PUBLIC	Cultural	NORRISTOWN	PA	35	-
MONTGOMERY COUNTY SPCA	Environment	CONSHOHOCKEN	PA	675	150
MONTGOMERY COUNTY SPCA	Environment	PERKIOMENVILLE	PA	50	-
MONTGOMERY SCHOOL	Education	CHESTER SPRINGS	PA	5,600	6,625
MORGAN STATE UNIVERSITY FOUNDATION INC	Education	BALTIMORE	MD	750	-
MOTE MARINE LABORATORY AND AQUARIUM	Environment	SARASOTA	FL	50	-
MOTHER OF PROVIDENCE REGIONAL	Education	WALLINGFORD	PA	650	-
MOUNT HOLYOKE COLLEGE	Education	SOUTH HADLEY	MA	500	-
MOUNT SAINT JOSEPH ACADEMY	Education	FLOURTOWN	PA	25	100
MOUNT SAINT MARYS COLLEGE	Education	EMMITSBURG	MD	50	-
MOUNT VERNON LADIES ASSOCIATION	Cultural	MOUNT VERNON	VA	25	-
MOUNT WASHINGTON OBSERVATORY	Cultural	NORTH CONWAY	NH	-	150
MUHLENBERG COLLEGE	Education	ALLEN TOWN	PA	3,900	-
MUSIC SCHOOL OF DELAWARE	Cultural	WILMINGTON	DE	25	-
MUSICAL ARTS ASSOCIATION	Cultural	CLEVELAND	OH	7,415	-
NATIONAL ARBOR DAY FOUNDATION	Environment	LINCOLN	NE	150	-
NATIONAL AUDUBON SOCIETY	Environment	HARRISBURG	PA	210	-
NATIONAL AUDUBON SOCIETY	Environment	NEW YORK	NY	25	-
NATIONAL PARK FOUNDATION	Environment	WASHINGTON	DC	500	375
NATIONAL PARKS CONSERVATION ASSOCIATION	Environment	WASHINGTON	DC	595	125
NATIONAL TRUST FOR HISTORIC PRESERVATION	Cultural	WASHINGTON	DC	50	-
NATIONAL WILDLIFE FEDERATION	Environment	RESTON	VA	921	-
NATIONAL WORLD WAR II MUSEUM INC	Cultural	NEW ORLEANS	LA	25	-
NATIONAL YIDDISH BOOK CENTER	Cultural	AMHERST	MA	100	-
NATIVITY BVM HIGH SCHOOL	Education	POTTSVILLE	PA	4,250	-

Payee Name	Purpose of Grant	City	State	Item 3(a) Paid in 2013	Item 3(b) Accruals
NATURAL LANDS TRUST	Environment	MEDIA	PA	650	50
NATURAL RESOURCES DEFENSE COUNCIL	Environment	NEW YORK	NY	200	200
NATURE CONSERVANCY	Environment	ALBERT LEA	MN	800	210
NATURE CONSERVANCY	Environment	ARLINGTON	VA	800	-
NEMOURS FOUNDATION	Health	WILMINGTON	DE	200	-
NEW COMMUNITY SCHOOL	Education	RICHMOND	VA	50	-
NEW YORK CITY BALLET	Cultural	NEW YORK	NY	-	100
NEW YORK PUBLIC RADIO	Cultural	NEW YORK	NY	100	-
NEW YORK UNIVERSITY	Education	NEW YORK	NY	100	-
NEWLIN GRIST MILL	Cultural	GLEN MILLS	PA	130	-
NORRISTOWN ZOOLOGICAL SOCIETY	Cultural	NORRISTOWN	PA	25	150
NORTH CAROLINA A&T STATE UNIVERSITY	Education	GREENSBORO	NC	5,000	-
NORTH CAROLINA DANCE THEATRE	Cultural	CHARLOTTE	NC	100	-
NORTH CAROLINA SCHOOL	Education	DURHAM	NC	500	-
NORTH CAROLINA STATE UNIV FOUNDATION INC	Education	RALEIGH	NC	-	250
NORTH CAROLINA STATE UNIVERSITY	Education	RALEIGH	NC	1,250	-
NORTH CENTRAL COLLEGE	Education	NAPERVILLE	IL	25	-
NORTH MECKLENBURG ANIMAL RESCUE	Environment	OLD FORT	NC	600	-
NORTH SHORE ANIMAL LEAGUE AMERICA	Environment	PORT WASHINGTON	NY	250	-
NORTHEAST ANIMAL RESCUE INC	Environment	PHILADELPHIA	PA	150	50
NORTHEAST ANIMAL SHELTER	Environment	SALEM	MA	150	-
NORTHEAST PENNSYLVANIA EDUCATIONAL TV	Cultural	PITTSBURGH	PA	50	-
NORTHERN ARIZONA UNIVERSITY FOUNDATION	Education	FLAGSTAFF	AZ	100	-
NORTHERN MICHIGAN UNIVERSITY	Education	MARQUETTE	MI	25	-
NORTHWEST CATHOLIC HIGH SCHOOL	Education	W HARTFORD	CT	250	-
NORTHWESTERN UNIVERSITY	Education	EVANSTON	IL	8,600	-
NOTRE DAME PREPARATORY HIGH SCHOOL	Education	SCOTTSDALE	AZ	350	-
OAK KNOLL SCHOOL OF THE HOLY CHILD	Education	SUMMIT	NJ	500	500
OAKWOOD FRIENDS SCHOOL	Education	POUGHKEEPSIE	NY	650	-
OASIS SANCTUARY	Environment	SCOTTSDALE	AZ	65	44
OHIO WESLEYAN UNIVERSITY	Education	DELAWARE	OH	130	-
OLD YORK ROAD SYMPHONY SOCIETY	Cultural	WYNCOTE	PA	50	-
OLEY VALLEY COMMUNITY EDUCATION FND	Education	OLEY	PA	50	100
OPERA COMPANY OF PHILADELPHIA	Cultural	PHILADELPHIA	PA	600	-
OUR LADY OF MERCY HIGH SCHOOL	Education	ROCHESTER	NY	250	250
OUR MOTHER OF PERPETUAL HELP	Education	EPHRATA	PA	25	-
OWEN J ROBERTS EDUCATION FOUNDATION	Education	POTTSTOWN	PA	250	-
PALMYRA PUBLIC LIBRARY	Cultural	PALMYRA	PA	175	200
PAOLI FIRE COMPANY	Civic	PAOLI	PA	7,500	-
PAOLI MEMORIAL ASSOCIATION	Cultural	MALVERN	PA	25	-
PAW PLACEMENT	Environment	SCOTTSDALE	AZ	500	100
PAWS CHICAGO	Environment	CHICAGO	IL	50	-
PEACEFUL VALLEY DONKEY RESCUE	Environment	SANTA CLARITA	CA	25	-
PEACEFUL VALLEY DONKEY RESCUE	Environment	MILES	TX	85	-
PEIRCE COLLEGE	Education	PHILADELPHIA	PA	1,500	1,500
PENN CHRISTIAN ACADEMY	Education	NORRISTOWN	PA	1,930	360
PENN STATE UNIVERSITY	Education	UNIVERSITY PARK	PA	9,025	5,400
PENNINGTON SCHOOL	Education	PENNINGTON	NJ	2,800	-
PENNSYLVANIA BALLET	Cultural	PHILADELPHIA	PA	1,658	1,306
PENNSYLVANIA HOME OF THE SPARROW	Human Service	EXTON	PA	10,000	-
PENNSYLVANIA SPCA	Environment	PHILADELPHIA	PA	5,700	2,900
PEOPLE FOR THE ETHICAL TREATMENT OF	Environment	NORFOLK	VA	25	-
PEOPLES LIGHT AND THEATRE COMPANY	Cultural	MALVERN	PA	15,675	-
PERKIOMEN SCHOOL	Education	PENNSBURG	PA	25	-
PHILABUNDANCE	Human Service	PHILADELPHIA	PA	25,000	-
PHILADELPHIA ANIMAL WELFARE SOCIETY	Environment	PHILADELPHIA	PA	250	50
PHILADELPHIA BOYS CHOIR & CHORALE	Cultural	PHILADELPHIA	PA	100	-
PHILADELPHIA CHORUS	Cultural	WYNNEWOOD	PA	100	-
PHILADELPHIA COLLEGE OF OSTEOPATHIC	Education	PHILADELPHIA	PA	50	-
PHILADELPHIA DANCE COMPANY	Cultural	PHILADELPHIA	PA	-	250
PHILADELPHIA DANCE PROJECTS	Cultural	PHILADELPHIA	PA	250	250
PHILADELPHIA EDUCATION FUND	Education	PHILADELPHIA	PA	10,000	-
PHILADELPHIA MENNONITE HIGH SCHOOL	Education	PHILADELPHIA	PA	-	1,500
PHILADELPHIA MONTGOMERY CHRISTIAN	Education	ERDENHEIM	PA	4,050	-
PHILADELPHIA MURAL ARTS ADVOCATES	Cultural	PHILADELPHIA	PA	-	1,250
PHILADELPHIA MUSEUM OF ART	Cultural	PHILADELPHIA	PA	10,378	107
PHILADELPHIA ORCHESTRA ASSOCIATION	Cultural	PHILADELPHIA	PA	795	250
PHILADELPHIA SCHOOL	Education	PHILADELPHIA	PA	7,200	-
PHILADELPHIA SCHOOL PARTNERSHIP	Education	PHILADELPHIA	PA	25,000	-
PHILLIPS EXETER ACADEMY	Education	EXETER	NH	1,000	-
PHILLIPS WHARF ENVIRONMENTAL CENTER	Environment	TILGHMAN	MD	300	-
PHILLY KITTY	Environment	PHILADELPHIA	PA	350	-
PHOENIXVILLE COMMUNITY EDUCATION	Education	PHOENIXVILLE	PA	400	250
PHOENIXVILLE PUBLIC LIBRARY	Cultural	PHOENIXVILLE	PA	75	-
PHRENIC NEW BALLET COMPANY	Cultural	PHILADELPHIA	PA	550	400
PILOT SCHOOL	Education	WILMINGTON	DE	250	-
PLAYON PHILLY	Cultural	PHILADELPHIA	PA	250	-
PLEASE TOUCH MUSEUM	Cultural	PHILADELPHIA	PA	-	75
POINT PARK UNIVERSITY	Education	PITTSBURGH	PA	30	-

The Vanguard Group Foundation (EIN 23-2699769)

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Year Ended December 31, 2013

Exhibit 5

Part XV, Line 3

Payee Name	Purpose of Grant	City	State	Item 3(a) Paid in 2013	Item 3(b) Accruals
POPE JOHN PAUL II REGIONAL CATHOLIC	Education	WEST BRANDYWINE	PA	850	100
POTTSTOWN PUBLIC LIBRARY	Cultural	POTTSTOWN	PA	50	-
PRESERVATION SOCIETY OF NEWPORT COUNTY	Environment	NEWPORT	RJ	700	800
PRESERVATION SOCIETY OF NEWPORT COUNTY	Cultural	NEWPORT	RJ	700	200
PRESIDENT AND TRUSTEES OF BATES COLLEGE	Education	LEWISTON	ME	450	-
PRINCETON UNIVERSITY	Education	PRINCETON	NJ	1,600	1,250
PROJECT CAPOEIRA	Cultural	PHILADELPHIA	PA	50	25
PURDUE UNIVERSITY	Education	WEST LAFAYETTE	IN	100	-
QUAKER RIDGE MEETING HOUSE FUND	Cultural	CASCO	ME	100	-
QUINTET OF THE AMERICAS	Cultural	DOUGLSTON	NY	100	-
RABBIT SANCTUARY INC	Environment	SIMPSONVILLE	SC	150	-
RADFORD UNIVERSITY FOUNDATION INC	Education	RADFORD	VA	250	-
RADNOR CONSERVANCY	Environment	WAYNE	PA	150	-
RAILS TO TRAILS CONSERVANCY	Environment	WASHINGTON	DC	375	50
RAPTOR TRUST	Environment	MILLINGTON	NJ	200	-
REED COLLEGE	Education	PORTLAND	OR	600	-
REGIS COLLEGE	Education	WESTON	MA	150	-
REGIS HIGH SCHOOL	Education	NEW YORK	NY	1,250	-
RERUN INC	Environment	LAKEHURST	NJ	120	-
RHODE ISLAND SCHOOL OF DESIGN	Education	PROVIDENCE	RJ	-	250
RIDER UNIVERSITY	Education	LAWRENCEVILLE	NJ	50	-
RIVERBEND ENVIRONMENTAL EDUCATION CENTER	Environment	GLADWYNE	PA	8,790	1,000
RIVERSIDE PARK FUND	Environment	NEW YORK	NY	400	-
ROCK SCHOOL FOR DANCE EDUCATION	Cultural	PHILADELPHIA	PA	-	150
ROMAN CATHOLIC HIGH SCHOOL	Education	PHILADELPHIA	PA	325	100
ROSEMONT COLLEGE	Education	ROSEMONT	PA	-	240
ROSEMONT SCHOOL OF THE HOLY CHILD	Education	ROSEMONT	PA	3,105	100
RSVP OF MONTGOMERY COUNTY	Human Service	PLYMOUTH MEETING	PA	2,500	-
RUTGERS UNIVERSITY FOUNDATION	Education	CAMDEN	NJ	2,500	-
RUTGERS UNIVERSITY FOUNDATION	Education	NEW BRUNSWICK	NJ	750	-
RYERSS FARM FOR AGED EQUINES	Environment	POTTSTOWN	PA	100	180
SACRED HEART SCHOOL	Education	HAVERTOWN	PA	2,400	-
SADDLERS WOODS CONSERVATION ASSOCIATION	Environment	OAKLYN	NJ	100	-
SAINT ALOYSIUS GRADE SCHOOL	Education	BRYN MAWR	PA	5,500	-
SAINT ANDREWS SCHOOL	Education	MIDDLETOWN	DE	100	-
SAINT ANSELM ELEMENTARY SCHOOL	Education	PHILADELPHIA	PA	150	-
SAINT BASIL THE GREAT SCHOOL	Education	KIMBERTON	PA	850	-
SAINT BERNADETTE SCHOOL	Education	DREXEL HILL	PA	100	-
SAINT CYRIL OF ALEXANDRIA SCHOOL	Education	EAST LANSDOWNE	PA	150	-
SAINT EDMONDS ACADEMY	Education	WILMINGTON	DE	-	350
SAINT FRANCIS UNIVERSITY	Education	LORETTO	PA	50	-
SAINT HUBERTS ANIMAL WELFARE CENTER	Environment	MADISON	NJ	45	-
SAINT JOHN PAUL II FOR SPECIAL LEARNING	Education	SHILLINGTON	PA	500	1,000
SAINT JOHN SCHOOL	Education	BOSTON	MD	2,500	-
SAINT JOHN THE BELOVED	Education	WILMINGTON	DE	250	-
SAINT JOHNS UNIVERSITY	Education	JAMAICA	NY	100	-
SAINT JOSEPHS INDIAN SCHOOL	Education	CHAMBERLAIN	SD	35	-
SAINT JOSEPHS PREPARATORY SCHOOL	Education	PHILADELPHIA	PA	800	100
SAINT JOSEPHS UNIVERSITY	Education	PHILADELPHIA	PA	8,350	9,525
SAINT JUDE CHILDRENS RESEARCH HOSPITAL	Health	MEMPHIS	TN	2,995	500
SAINT KATHERINE OF SIENA SCHOOL	Education	WAYNE	PA	1,000	600
SAINT LUCY DAY SCHOOL	Education	PHILADELPHIA	PA	250	-
SAINT LUKES HOSPITAL AND HEALTH NETWORK	Health	BETHLEHEM	PA	100	-
SAINT MALACHY CATHOLIC CHURCH SCHOOL	Education	PHILADELPHIA	PA	150	-
SAINT MARYS COLLEGE	Education	NOTRE DAME	IN	600	-
SAINT MAXIMILIAN KOLBE SCHOOL	Education	WEST CHESTER	PA	1,500	2,000
SAINT NORBERT SCHOOL	Education	PAOLI	PA	100	500
SAINT PATRICK SCHOOL	Education	MALVERN	PA	500	-
SAINT PATRICK SCHOOL	Education	TROY	OH	500	-
SAINT PETERS COLLEGE	Education	JERSEY CITY	NJ	100	-
SAINT PETERS SCHOOL	Education	PHILADELPHIA	PA	1,308	-
SAINTS PETER AND PAUL SCHOOL	Education	WEST CHESTER	PA	9,150	150
SALESIANUM SCHOOL	Education	WILMINGTON	DE	25	-
SAN MIGUEL SCHOOL OF PROVIDENCE	Education	PROVIDENCE	RI	-	100
SANFORD SCHOOL	Education	HOCKESSIN	DE	250	-
SCHUYLKILL CENTER FOR ENVIRONMENTAL	Environment	PHILADELPHIA	PA	1,025	50
SCHWENKFELDER LIBRARY & HERITAGE CENTER	Cultural	PENNSBURG	PA	50	50
SCOTTSDALE CHRISTIAN ACADEMY	Education	PHOENIX	AZ	1,000	-
SCOTTSDALE HEALTHCARE FOUNDATION	Health	SCOTTSDALE	AZ	100	-
SCRANTON PUBLIC LIBRARY	Cultural	SCRANTON	PA	100	100
SEASONS HOSPICE FOUNDATION	Health	ROSEMONT	IL	1,150	-
SECURITIES AND EXCHANGE COMMISSION	Cultural	WASHINGTON	DC	500	-
SETTLEMENT MUSIC SCHOOL	Cultural	PHILADELPHIA	PA	750	1,000
SHADY SIDE ACADEMY	Education	PITTSBURGH	PA	1,000	1,300
SHAKESPEARE IN CLARK PARK	Cultural	PHILADELPHIA	PA	50	-
SHIPLEY SCHOOL	Education	BRYN MAWR	PA	1,725	300
SHIPPENSBURG UNIVERSITY	Education	SHIPPENSBURG	PA	2,745	775
SHORT NOSES ONLY RESCUE TEAM	Environment	HOBOKEN	NJ	400	-
SKIDMORE COLLEGE	Education	SARATOGA SPRINGS	NY	-	1,000

Payee Name	Purpose of Grant	City	State	Item 3(a) Paid in 2013	Item 3(b) Accruals
SOUTHEASTERN PA DE HOUSE RABBIT SOCIETY	Environment	NEWPORT	DE	-	25
SPARK LARKSPUR SCHOOLS FOUNDATION	Education	LARKSPUR	CA	2,000	-
SPARTAN FOUNDATION FOR EDUCATION	Education	NEW HOLLAND	PA	200	-
SPAY AND SAVE INC	Environment	LAFAYETTE HILL	PA	752	-
SPEAKERS HOUSE	Cultural	COLLEGEVILLE	PA	90	65
SPRUCE HILL CHRISTIAN SCHOOL	Education	PHILADELPHIA	PA	3,750	-
ST ALOYSIUS ACADEMY	Education	POTTSTOWN	PA	-	250
ST BONAVENTURE UNIVERSITY	Education	ST BONAVENTURE	NY	-	500
ST CATHERINE SCHOOL FOUNDATION	Education	RICHMOND	VA	100	-
ST CHARLES BORROMEO SEMINARY OVERBROOK	Education	PHILADELPHIA	PA	2,430	400
ST CHARLES BORROMEO SEMINARY OVERBROOK	Education	WYNNEWOOD	PA	6,550	-
ST ELIZABETH EDUCATION FUND	Education	UWCHLAN	PA	1,550	1,700
ST HUBERT HIGH SCHOOL	Education	PHILADELPHIA	PA	3,750	-
ST LABRE INDIAN SCHOOL	Education	ASHLAND	MT	150	-
ST MARY MAGDALEN SCHOOL	Education	MEDIA	PA	1,700	-
ST MARYS ADVANCEMENT PROGRAM	Education	WESTFIELD	PA	250	-
ST MATTHEW CATHOLIC SCHOOL	Education	PHOENIX	AZ	500	-
STANFORD UNIVERSITY	Education	STANFORD	CA	150	2,000
STOCKTON COLLEGE FOUNDATION	Education	GALLOWAY	NJ	50	-
SUSQUEHANNA UNIVERSITY	Education	SELINGSGROVE	PA	125	-
SWANS ISLAND EDUCATIONAL SOCIETY	Cultural	SWAN'S ISLAND	ME	50	-
SYRACUSE UNIVERSITY	Education	SYRACUSE	NY	1,200	3,050
TABBYS PLACE	Environment	RINGOES	NJ	50	-
TALK INSTITUTE AND SCHOOL	Education	NEWTOWN SQUARE	PA	250	-
TATNALL SCHOOL INC	Education	WILMINGTON	DE	100	-
TAYLOR UNIVERSITY	Education	UPLAND	IN	250	250
TEACH FOR AMERICA	Education	PHILADELPHIA	PA	25,000	-
TEMPLE UNIVERSITY	Education	PHILADELPHIA	PA	3,580	2,745
TESSERACTION SCHOOL PARADISE VALLEY	Education	PARADISE VALLEY	AZ	1,000	-
THEATRE HORIZON	Cultural	NORRISTOWN	PA	500	-
THIRTEEN WNET	Cultural	NEW YORK	NY	250	-
THOMAS JEFFERSON UNVIERSITY HOSPITAL	Health	PHILADELPHIA	PA	150	-
THUNDERBIRD SCHOOL OF GLOBAL MANAGEMENT	Education	GLENDALE	AZ	250	-
TIGER CREEK WILDLIFE REFUGE	Environment	TYLER	TX	35	-
TIGER HAVEN INC	Environment	KINGSTON	TN	500	-
TIMOTHY SCHOOL	Education	BERWYN	PA	50	-
TOLEDO SYMPHONY ORCHESTRA	Cultural	TOLEDO	OH	100	-
TOWER HILL SCHOOL	Education	WILMINGTON	DE	2,000	500
TRAVERSE AREA RECREATION AND	Environment	TRAVERSE CITY	MI	1,500	-
TREDYFFRIN HISTORICAL PRESERVATION TRUST	Cultural	DEVON	PA	1,500	-
TRI STATE BIRD RESCUE AND RESEARCH INC	Environment	NEWARK	DE	3,310	-
TRINITY PREPARATORY SCHOOL	Education	WINTER PARK	FL	-	25
TRISKELES FOUNDATION	Human Service	EXTON	PA	7,500	-
TRUE FRIENDS ANIMAL WELFARE CENTER INC	Environment	MONTROSE	PA	125	-
TRUST FOR PUBLIC LAND	Environment	SAN FRANCISCO	CA	50	-
TRUSTEES OF DARTMOUTH COLLEGE	Education	HANOVER	NH	3,709	-
TRUSTEES OF THE UNIV OF PENNSYLVANIA	Education	PHILADELPHIA	PA	22,776	2,090
TULANE UNIVERSITY	Education	NEW ORLEANS	LA	150	100
TYLER ARBORETUM	Environment	MEDIA	PA	120	1,150
UC BERKELEY FOUNDATION	Education	BERKELEY	CA	100	-
UNC CHARLOTTE FOUNDATION INC	Education	CHARLOTTE	NC	75	50
UNITED STATES HOLOCAUST MEMORIAL MUSEUM	Cultural	WASHINGTON	DC	100	-
UNITED WAY GREATER PHILADELPHIA AND	Human Service	PHILADELPHIA	PA	2,245,000	-
UNITED WAY OF THE CENTRAL CAROLINAS	Human Service	CHARLOTTE	NC	120,000	-
UNIVERSITY OF BALTIMORE	Education	BALTIMORE	MD	7,500	7,500
UNIVERSITY OF CHICAGO	Education	CHICAGO	IL	10,500	2,000
UNIVERSITY OF COLORADO FOUNDATION	Education	BOULDER	CO	200	-
UNIVERSITY OF CONNECTICUT FOUNDATION	Education	STORRS	CT	75	-
UNIVERSITY OF DAYTON	Education	DAYTON	OH	275	-
UNIVERSITY OF DELAWARE	Education	NEWARK	DE	2,375	500
UNIVERSITY OF ILLINOIS FOUNDATION	Education	URBANA	IL	1,500	-
UNIVERSITY OF MAINE	Education	ORONO	ME	200	-
UNIVERSITY OF MARYLAND COLLEGE PARK	Education	COLLEGE PARK	MD	50	75
UNIVERSITY OF MASSACHUSETTS BOSTON	Education	BOSTON	MA	25	-
UNIVERSITY OF MIAMI	Education	CORAL GABLES	FL	50	-
UNIVERSITY OF MICHIGAN	Education	PALATINE	IL	250	500
UNIVERSITY OF NORTH CAROLINA	Education	CHAPEL HILL	NC	550	-
UNIVERSITY OF NOTRE DAME	Education	NOTRE DAME	IN	12,200	-
UNIVERSITY OF PITTSBURGH	Education	PITTSBURGH	PA	2,200	250
UNIVERSITY OF RICHMOND	Education	RICHMOND	VA	1,075	-
UNIVERSITY OF ROCHESTER	Education	ROCHESTER	NY	2,880	775
UNIVERSITY OF SCRANTON	Education	SCRANTON	PA	275	-
UNIVERSITY OF SOUTH CAROLINA EDUCATIONAL	Education	COLUMBIA	SC	768	-
UNIVERSITY OF SOUTHERN CALIFORNIA	Education	LOS ANGELES	CA	150	100
UNIVERSITY OF THE ARTS	Education	PHILADELPHIA	PA	-	250
UNIVERSITY OF THE SCIENCES	Education	PHILADELPHIA	PA	50	-
UNIVERSITY OF VIRGINIA	Education	CHARLOTTESVILLE	VA	2,000	5,000
UNIVERSITY OF VIRGINIA LAW SCHOOL FOUND	Education	CHARLOTTESVILLE	VA	7,750	-
UNIVERSITY OF WISCONSIN FOUNDATION	Education	MADISON	WI	-	40

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Year Ended December 31, 2013

Exhibit 5

Part XV, Line 3

Payee Name	Purpose of Grant	City	State	Item 3(a) Paid in 2013	Item 3(b) Accruals
UNIVERSITY OF WYOMING FOUNDATION	Education	LARAMIE	WY	100	-
UNIVERSITY RADIO FOUNDATION INC	Cultural	CHARLOTTE	NC	939	120
UPLAND COUNTRY DAY SCHOOL	Education	KENNETT SQUARE	PA	100	-
UPPER DARBY EDUCATIONAL AND CULTURAL	Education	DREXEL HILL	PA	150	-
UPPER MERION TOWNSHIP LIBRARY	Cultural	KING OF PRUSSIA	PA	25	-
URBAN TREE CONNECTION	Human Service	PHILADELPHIA	PA	7,500	-
URSINUS COLLEGE	Education	COLLEGEVILLE	PA	1,450	825
US NAVAL ACADEMY FOUNDATION	Education	ANNAPOLIS	MD	25	50
VAGABOND ACTING TROUPE	Cultural	MORGANTOWN	PA	-	100
VALLEY FORGE CHAPTER TROUT UNLIMITED	Environment	WEST CHESTER	PA	100	-
VALLEY OF THE SUN UNITED WAY	Human Service	PHOENIX	AZ	198,000	-
VANDERBILT UNIVERSITY	Education	NASHVILLE	TN	50	25
VERITAS PREPARATORY ACADEMY	Education	PHOENIX	AZ	250	-
VILLA MARIA ACADEMY	Education	MALVERN	PA	7,600	1,100
VILLA MARIA ACADEMY LOWER SCHOOL	Education	IMMACULATA	PA	2,000	1,300
VILLANOVA UNIVERSITY	Education	VILLANOVA	PA	6,600	2,525
VILLANOVA UNIVERSITY SCHOOL OF LAW	Education	VILLANOVA	PA	200	-
VIRGINIA MILITARY INSTITUTE FOUNDATION	Education	LEXINGTON	VA	50	-
VIRGINIA TECH FOUNDATION INC	Education	BLACKSBURG	VA	500	250
WAGS RESCUE AND REFERRAL	Environment	SOUTHAMPTON	PA	25	-
WAKE FOREST UNIVERSITY	Education	WINSTON SALEM	NC	350	-
WALDEN SCHOOL	Education	MEDIA	PA	250	-
WALDRON MERCY ACADEMY	Education	MERION STATION	PA	250	1 150
WALNUT STREET THEATRE	Cultural	PHILADELPHIA	PA	2,500	200
WARDLAW HARTRIDGE SCHOOL	Education	EDISON	NJ	25	-
WASHINGTON AND LEE UNIVERSITY	Education	LEXINGTON	VA	250	375
WASHINGTON HUMANE SOCIETY	Environment	WASHINGTON	DC	100	-
WASHINGTON MEMORIAL HERITAGE	Cultural	VALLEY FORGE	PA	-	700
WELLESLEY COLLEGE	Education	WELLESLEY	MA	3,700	150
WELLS COLLEGE	Education	AURORA	NY	4,250	2 500
WESLEYAN UNIVERSITY	Education	MIDDLETOWN	CT	600	-
WEST CHESTER PUBLIC LIBRARY	Cultural	WEST CHESTER	PA	100	100
WEST CHESTER UNIVERSITY	Education	WEST CHESTER	PA	375	135
WEST VIRGINIA UNIVERSITY FOUNDATION INC	Education	MORGANTOWN	WV	-	100
WESTERN PENNSYLVANIA CONSERVANCY	Environment	PITTSBURGH	PA	-	250
WESTMONT COLLEGE	Education	SANTA BARBARA	CA	500	-
WESTTOWN SCHOOL	Education	WEST CHESTER	PA	2,900	100
WHITMAN COLLEGE	Education	WALLAWALLA	WA	250	-
WHYY	Cultural	PHILADELPHIA	PA	15,397	1,420
WIDENER UNIVERSITY	Education	CHESTER	PA	5,900	1,675
WILDCAT SANCTUARY	Environment	SANDSTONE	MN	50	25
WILKES UNIVERSITY	Education	WILKES BARRE	PA	-	50
WILLIAM JEANES LIBRARY	Cultural	LAFAYETTE HILLS	PA	100	-
WILLIAM PENN CHARTER	Education	PHILADELPHIA	PA	2,000	-
WILLIAMS COLLEGE	Education	WILLIAMSTOWN	MA	250	-
WILLIAMSON FREE SCHOOL OF MECH TRADES	Education	MEDIA	PA	1,760	-
WILLISTOWN CONSERVATION TRUST	Environment	NEWTOWN SQUARE	PA	480	250
WILMA THEATRE	Cultural	PHILADELPHIA	PA	150	100
WILSON COLLEGE	Education	CHAMBERSBURG	PA	5,000	5,000
WISSAHICKON VALLEY PUBLIC LIBRARY	Cultural	BLUE BELL	PA	50	-
WOMENS HUMANE SOCIETY INC	Environment	BENSALEM	PA	75	-
WOODHALL SCHOOL	Education	BETHLEHEM	CT	-	7,500
WOODLYNDE SCHOOL	Education	STRAFFORD	PA	100	100
WOODWARD ACADEMY	Education	COLLEGE PARK	GA	75	-
WORCESTER POLYTECHNIC INSTITUTE	Education	WORCESTER	MA	100	-
WYNDCROFT SCHOOL	Education	POTTSTOWN	PA	7,011	-
XAVIER HIGH SCHOOL	Education	NEW YORK	NY	100	-
YALE UNIVERSITY	Education	NEW HAVEN	CT	1,050	-
YELLOWSTONE PARK FOUNDATION	Environment	BOZEMAN	MT	500	-
YORK CATHOLIC HIGH SCHOOL	Education	YORK	PA	500	-
YOSEMITE FOUNDATION	Environment	SAN FRANCISCO	CA	1,250	-
ZOOLOGICAL SOCIETY OF PHILADELPHIA	Cultural	PHILADELPHIA	PA	10,000	50
				3,809,711	205,526