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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

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

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

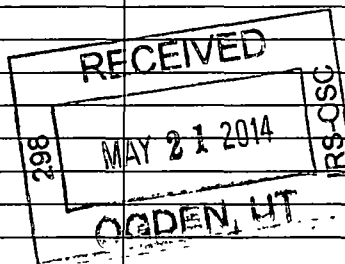
2013

Open to Public Inspection

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

Name of foundation BOEHRINGER INGELHEIM CARES FOUNDATION, INC.		A Employer identification number 31-1810072
Number and street (or P O box number if mail is not delivered to street address) 900 RIDGEBURY ROAD	Room/suite	B Telephone number (see instructions) (203) 791-6731
City or town, state or province, country, and ZIP or foreign postal code RIDGEFIELD, CT 06877		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
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		D 1 Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 30,640,335.	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<input type="checkbox"/> Other (specify) _____		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)		178,846,508.			
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		417,974.	417,974.		ATCH 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		58,874.			
b Gross sales price for all assets on line 6a	2,046,825.				
7 Capital gain net income (from Part IV, line 2)			58,874.		
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		179,323,356.	476,848.		
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) ATCH 2		18,950.			18,950.
c Other professional fees (attach schedule) *		66,756.			66,756.
17 Interest					
18 Taxes (attach schedule) (see instructions) ATCH 4		4,768.			
19 Depreciation (attach schedule) and depletion					
20 Occupancy		34,098.			
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 5		3,652,809.			3,652,809.
24 Total operating and administrative expenses. Add lines 13 through 23		3,777,381.			3,738,515.
25 Contributions, gifts, grants paid		179,977,010.			3,370,846.
26 Total expenses and disbursements. Add lines 24 and 25		183,754,391.	0	0	7,109,361.
27 Subtract line 26 from line 12		-4,431,035.			
a Excess of revenue over expenses and disbursements			476,848.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)					



9/12

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	4,860,377.	1,844,800.	1,844,800.
	2 Savings and temporary cash investments	3,213.	2,173.	2,173.
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use	11,573,633.	6,687,739.	6,687,739.
	9 Prepaid expenses and deferred charges		2,422.	2,422.
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 6	1,750,018.	1,795,445.	2,769,749.
	c Investments - corporate bonds (attach schedule) ATCH 7	16,198,428.	19,630,889.	19,333,452.
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	34,385,669.	29,963,468.	30,640,335.
Liabilities	17 Accounts payable and accrued expenses	351,376.	360,210.	
	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)	351,376.	360,210.	
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	34,034,293.	29,603,258.	
	25 Temporarily restricted			
	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)	34,034,293.	29,603,258.	
	31 Total liabilities and net assets/fund balances (see instructions)	34,385,669.	29,963,468.	

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	34,034,293.
2 Enter amount from Part I, line 27a	2	-4,431,035.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	29,603,258.
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	29,603,258.

Form 990-PF (2013)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	58,874.	
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	6,490,541.		
2011	6,297,938.		
2010	4,501,881.		
2009	4,537,619.		
2008	5,477,860.		
2 Total of line 1, column (d)			0
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			
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			
5 Multiply line 4 by line 3			
6 Enter 1% of net investment income (1% of Part I, line 27b)			4,768.
7 Add lines 5 and 6			4,768.
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			7,109,361.

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 <u>03/28/2002</u> (attach copy of letter if necessary - see instructions)		1	4,768.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	4,768.
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	4,768.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	7,190.	
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	7,190.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,422.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input checked="" type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11		

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 checked="" type="checkbox"/> \$ (2) On foundation managers <input checked="" type="checkbox"/> \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" 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?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
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 checked="" type="checkbox"/> CT,		
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. ATCH 8		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

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? Website address ▶ <u>HTTP://US.BOEHRINGER-INGELHEIM.COM/</u>	13	X	
14	The books are in care of ▶ <u>MICHELLE POTPAN</u> Telephone no ▶ <u>203-791-6731</u> Located at ▶ <u>900 RIDGEBURY ROAD RIDGEFIELD, CT</u> ZIP+4 ▶ <u>06877</u>			
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 ▶ <u>15</u>			
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? <input type="checkbox"/> See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	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 ▶ _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) <input type="checkbox"/>	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ _____		
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) <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)? ☐ Yes ☒ NoOrganizations 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? ☐ Yes ☒ No**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 9		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	
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	0
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	
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0
6	Minimum investment return. Enter 5% of line 5	6	0

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	
2a	Tax on investment income for 2013 from Part VI, line 5	2a	
b	Income tax for 2013. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
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	

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	7,109,361.
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	7,109,361.
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	4,768.
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	7,104,593.

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				
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
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				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$				
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				
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				
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				

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

03/28/2002

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

☒ X

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 investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

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

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

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Tax year	Prior 3 years				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
	7,109,361.	6,497,731.	6,301,763.	4,509,828.	24,418,683.
	7,109,361.	6,497,731.	6,301,763.	4,509,828.	24,418,683.
	30,640,335.	35,238,174.	25,384,492.	19,648,701.	110,911,702.

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

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

NONE

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

NONE

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

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

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

ATCH 10

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

ATCH 11

c Any submission deadlines:

BI-ANNUALLY, APRIL 1ST, OCTOBER 1ST

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

SEE ATTACHED POLICIES FOR FINANCIAL CONTRIBUTIONS FROM BI CARES

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHMENT 12				179,977,010.
Total			▶ 3a	179,977,010.
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

BOEHRINGER INGELHEIM CARES FOUNDATION, INC.

Employer identification number

31-1810072

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 foundationCheck 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 **BOEHRINGER INGELHEIM CARES FOUNDATION, INC.**Employer identification number
31-1810072**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	BOEHRINGER INGELHEIM PHARMACEUTICALS INC 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	\$ 169,810,798.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
2	ROXANE LABORATORIES, INC. 1809 WILSON ROAD COLUMBUS, OH 43228	\$ 1,943,570.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
3	BOEHRINGER INGELHEIM USA CORPORATION 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	\$ 7,092,140.	Person <input 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)

Name of organization **BOEHRINGER INGELHEIM CARES FOUNDATION, INC.**Employer identification number
31-1810072**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
1	PRESCRIPTION PHARMACEUTICAL PRODUCTS FIXED ASSETS DONATED FACILITY	\$ 169,810,798.	VARIOUS
2	PRESCRIPTION PHARMACEUTICAL PRODUCTS	\$ 1,943,570.	VARIOUS
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization **BOEHRINGER INGELHEIM CARES FOUNDATION, INC.**

Employer identification number

31-1810072

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

Use duplicate copies of Part III if additional space is needed

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

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>
INVESTMENT INCOME	417,974.	417,974.
TOTAL	<u>417,974.</u>	<u>417,974.</u>

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING AND AUDIT EXPENSE	18,950.			18,950.
TOTALS	<u>18,950.</u>			<u>18,950.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
OTHER PROFESSIONAL FEES	66,756.	66,756.
TOTALS	<u>66,756.</u>	<u>66,756.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
TAXES PAID	4,768.
TOTALS	<u>4,768.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
MEMBERSHIP DUES	18,700.
MISCELLANEOUS	1,728.
PATIENT ASSIST. PROGRAM FEES	3,632,381.
TOTALS	<u>3,652,809.</u>

CHARITABLE PURPOSES
18,700.
1,728.
3,632,381.
<u>3,652,809.</u>

ATTACHMENT 6FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SCHWAB S & P 500 INDEX FUND	1,750,018.	1,795,445.	2,769,749.
TOTALS	<u>1,750,018.</u>	<u>1,795,445.</u>	<u>2,769,749.</u>

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PIMCO GNMA INSTL CL	957,688.		
PIMCO TOTAL RETURN FUND	6,999,504.	8,715,624.	8,621,338.
VANGUARD SHORT TERM BOND	7,210,973.	8,833,146.	8,846,774.
VANGUARD TOTAL BOND MARKET	1,030,263.		
PIMCO REAL RETURN FUND		2,082,119.	1,865,340.
TOTALS	<u>16,198,428.</u>	<u>19,630,889.</u>	<u>19,333,452.</u>

ATTACHMENT 8

FORM 990PF, PART VII-A, LINE 8B - EXPLANATION OF NON-FILING

THE FOUNDATION RECEIVES ALL CONTRIBUTIONS FROM AN AFFILIATED COMPANY
AND DOES NOT PARTICIPATE IN PUBLIC FUNDRAISING ACTIVITIES.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 9

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
PAUL FONTEYNE 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	CHAIRMAN/DIRECTOR 2 1.00	0	0	0
LILLY ACKLEY 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	PRESIDENT 5.00	0	0	0
FRANK A. POMER 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	VICE PRESIDENT 1.00	0	0	0
MICHELLE POTPAN 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	TREASURER 5.00	0	0	0
STEFAN RINN 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	DIRECTOR 2 1.00	0	0	0
TINA BEAMON 900 RIDGEBURY ROAD RIDGEFIELD, CT 06877	SECRETARY 4.00	0	0	0
GRAND TOTALS		0	0	0

ATTACHMENT 10

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

ANN WAINRIGHT
900 RIDGEBURY ROAD
RIDGEFIELD, CT 06877

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

GRANT APPLICATION TO BE COMPLETED ONLINE AT:
[HTTP://BICARES.ENVISIONPHARMA.COM/VT_BI_CD](http://BICARES.ENVISIONPHARMA.COM/VT_BI_CD)

Boehringer Ingelheim Cares Foundation, Inc.
Transaction Detail By Account
January through December 2013

2013 BI Cares Foundation, Inc

Cash Contributions

Source Name	Amount	Purpose of Contribution	Street1	Street2	City	State	Zip
Ability Beyond Disability	75,000.00	Support for Interactive Training Program	4 Berkshire Blvd		Bethel	CT	06801
Avielle Foundation	10,000.00	Support for Programs	PO Box 686		Newtown	CT	06470
Norma F Phem Breast Care Center	25,000.00	Support for Underserved	111 Beach Road		Fairfield	CT	06824
Amn's Place, The Home of I Can	25,000.00	Support for Programs	80 Mill Plain Road		Danbury	CT	06810
AmenCares International	75,000.00	Support for Programs	88 Hamilton Avenue		Stamford	CT	06902
AmenCares Free Clinics	220,000.00	Support for Clinic	88 Hamilton Avenue		Stamford	CT	06902
Ronald McDonald House of CT	2,000.00	Support for Programs	501 George Street		New Haven	CT	06511
DSABC	1,000.00	Support for Mentoring Program	63 Beaver Brook Road		Danbury	CT	06810-6211
MAP International	50,000.00	Support for Programs	2200 Glynco Parkway		Brunswick	GA	31521-5000
Maritime Aquarium	2,000.00	Support for Traveling Teacher Program	10 North Water Street		Norwalk	CT	06854
CT Foundation for Dental Outreach	5,000.00	Support for Dental Clinic	835 West Queen Street		Southington	CT	06489
Regional Hospice & Home Care Western CT	25,000.00	Support for Healing Hearts Center	405 Main Street		Danbury	CT	06810
Ridgefield Now We're Talking	2,500.00	Support for Programs	c/o Ridgefield Public Schools	111 Barlow Mountain Road	Ridgefield	CT	06877
National Children's Cancer Society	2,000.00	Support for Pediatric Oncology Program	1 South Memorial Drive		St Louis	MO	63102
MatchingDonors.com	5,000.00	Support for Patient Initiation	766 Turnpike Street		Canton	MA	02021
Connecticut Institute for Communities Inc	10,000.00	Support for Community Outreach	7 Old Sherman Turnpike		Danbury	CT	06810
Healthy Eyes Alliance (HEA)	2,000.00	Support for Programs	101 Whitney Avenue		New Haven	CT	06510
American Diabetes Association	23,376.00	Support for "Fit Kids" Program	2080 Sias Deane Highway		Rocky Hill	CT	06067
Direct Relief International	50,000.00	Support for Programs	27 S La Palera Lane		Santa Barbara	CA	93117
Ashoka	2,447,670.00	Support for Programs	1700 North Moore Street, Suite 2000		Arlington	VA	22209
PhRMA Foundation	100,000.00	Support for Programs	950 F Street NW, Suite 300		Washington	DC	20004
Connecticut Pre-Engineering Program	50,000.00	Mobile App Design Academy	211 South Main Street		Middletown	CT	06457
Miracle Flights for Kids	2,000.00	Support for Programs	2764 N Green Valley Pkwy, #115		Green Valley	NV	89014-2120
Malta House of Cares, Inc	25,000.00	Increasing Patient Care	19 Woodland Street		Hartford	CT	06105
Ridgefield Playhouse	5,000.00	Support for Science Program	80 East Ridge Road		Ridgefield	CT	06877
Robotics and Beyond	3,500.00	Software Engineering Lab	30 Bridge Street Suite 204		New Milford	CT	06776
Junior Achievement of Western CT, Inc	10,000.00	Support Program in Danbury STEM	835 Main Street		Bridgeport	CT	06604
VNA of Ridgefield	3,000.00	Support for Programs	90 East Ridge		Ridgefield	CT	06877
Stadley Rough Parent Teacher Org	2,800.00	Support for Field Trip to CT Science Center	25 Karen Road		Danbury	CT	06811
Greater New Haven Chamber of Commerce	1,000.00	Support for Family Science Night	900 Chapel St. 10th Floor		New Haven	CT	06510
Discovery Museum and Planetarium	5,000.00	Support Collaboration with Magnet School	4450 Park Avenue		Bridgeport	CT	06604
Friends of Green Chimneys	5,000.00	Support for Beyond the Classroom Program	400 Doansburg Road, Box 719		Brewster	NY	10509-0719
Catholic Charities of Fairfield County	20,000.00	Support Behavioral Health Clinic	238 Jewett Avenue		Bridgeport	CT	06606
Westchester Science and Engineering Fair	5,000.00	Support for Science Fair	4 Benjamin Green Lane		Mahopac	NY	10541
Connecticut Science Center, Inc	43,000.00	Support for Teen Genomics	250 Columbus Blvd		Hartford	CT	06103
CT American Veterans Service Foundation	5,000.00	Support for Operation Standown	Amwets Dept of CT	P O Box 537	Hartford	CT	06141-0537
Boys and Girls Club of Stamford	3,000.00	Support for Science Enrichment Program	347 Stillwater Avenue		Stamford	CT	06902
YMCA of Metropolitan Hartford, Inc	25,000.00	Support for Lvestrong Program	241 Trumbull Street		Hartford	CT	06103
	<u>3,370,846.00</u>						


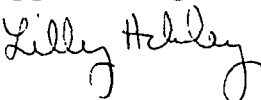
Boehringer Ingelheim Cares Foundation, Inc.
Transaction Detail By Account
 January through December 2013

Inventory Contributions

Source Name	Amount	Purpose of Contribution	Street1	Street2	City	State	Zip
Express Scripts, Inc SDS	138,775,823.30	Pharmaceutical Products donated for Patient Assistance Program	21162 Network Place		Chicago	IL	60673-1211
MAP International	3,870,988.21	Pharmaceutical Products donated	2200 Glynnco Parkway		Brunswick	GA	31521-5000
Direct Relief International	15,942,298.55	Pharmaceutical Products donated	27 S La Patara Lane		Santa Barbara	CA	93117
AmenCares Warehouse	17,993,078.94	Pharmaceutical Products donated	88 Hamilton Avenue		Stamford	CT	06902
	<u>176,582,189.00</u>						

Fixed Asset Donations

Source Name	Amount	Fixed Asset Donation Description	Street1	Street2	City	State	Zip
Greenwich High School	250.00	1- PSS-Nicomp 380 ZLS Particle Sizer	10 Hillside Road		Greenwich	CT	06830
University of Connecticut	50.00	1- Micro Flow Micro Calorimeter	55 North Eagleville Road		Storrs	CT	06269
University of Connecticut	50.00	1-Refractive Detector	55 North Eagleville Road		Storrs	CT	06269
Regional Hospice	16,000.00	Office Furnishings	405 Main Street		Danbury	CT	06810
University of New Haven	2,250.00	5 - Detectors	300 Boston Post Road		West Haven	CT	06516
University of New Haven	900.00	3- Pumps	300 Boston Post Road		West Haven	CT	06516
University of New Haven	100.00	1- Thermostated Spotter	300 Boston Post Road		West Haven	CT	06516
University of New Haven	100.00	1 - Thermostated Column	300 Boston Post Road		West Haven	CT	06516
University of New Haven	450.00	1 - Auto Sampler	300 Boston Post Road		West Haven	CT	06516
University of New Haven	1,000.00	1 - Mass Spectrometer	300 Boston Post Road		West Haven	CT	06516
Purdue University	250.00	1 - Aero Dispenser System	225 S University Avenue		West Haven	CT	06516
Purdue University	25.00	1 - Aero Sizer	225 S University Avenue		West Lafayette	IN	47907
Purdue University	50.00	1 - Aero Dilution Module	225 S University Avenue		West Lafayette	IN	47907
University of Connecticut	1,000.00	1- GC 6890	55 North Eagleville Road		Storrs	CT	06269
University of Connecticut	1,000.00	1- MS5973	55 North Eagleville Road		Storrs	CT	06269
University of Connecticut	25.00	1- Injector	55 North Eagleville Road		Storrs	CT	06269
University of Connecticut	25.00	1- HP7694 Head Space Sampler	55 North Eagleville Road		Storrs	CT	06269
University of Connecticut	75.00	3- Degasser	55 North Eagleville Road		Storrs	CT	06269
University of Connecticut	25.00	1- Detector, Diode Array	55 North Eagleville Road		Storrs	CT	06269
University of Connecticut	50.00	2- Detector, UV	55 North Eagleville Road		Storrs	CT	06269
University of Connecticut	25.00	1- Fraction Collector	55 North Eagleville Road		Storrs	CT	06269
University of Connecticut	125.00	5- Gradient, Low Pressure	55 North Eagleville Road		Storrs	CT	06269
University of Connecticut	25.00	1- HPLC System	55 North Eagleville Road		Storrs	CT	06269
University of Connecticut	50.00	2- Oven Column	55 North Eagleville Road		Storrs	CT	06269
University of Connecticut	50.00	2- Autosampler	55 North Eagleville Road		Storrs	CT	06269
	<u>23,975.00</u>						
	<u>179,977,010.00</u>						

 Boehringer Ingelheim	Boehringer Ingelheim Cares Foundation, Inc. POLICY	
Policy No. 1.03	Subject: Charitable Contributions and Donations	Sponsor: A. Wainright
Date: 11/8/12	Approval Signature: 	Page 1 of 6

A. INTRODUCTION AND PHILOSOPHY:

Boehringer Ingelheim USA Corporation ("BIUSA") recognizes the community reputational value of the corporation's philanthropic activities, and the operational value of having these activities conducted through a separate, not-for-profit organization with charitable and philanthropic aims. The Boehringer Ingelheim Cares Foundation, Inc. ("BI Cares" or the "Foundation") was formed in 2001 with a mission to improve lives through financial contributions in support of mission-aligned charitable organizations and programs, through donation of Boehringer Ingelheim's U.S. products and company resources, through the provision of the Patient Assistance Program and through employees donating their time to strengthen our communities through the employee Volunteer Program. Financial contributions, product and resource donations, Pharmacy School Donations, the Patient Assistance Program and volunteerism are integral to achieving the Foundation's mission.


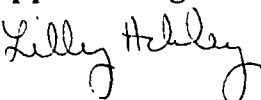
For purposes of BI Cares Policies and associated procedures:

"Financial Contributions" are defined as monetary support provided to Section 501(c)(3) organizations that are aligned with the Foundation's mission and are approved by the Foundation.

"Patient Assistance Program" is collectively the set of programs undertaken by BI Cares Foundation to provide certain identified free products and associated services to U.S. patients who meet program criteria.

"Product Donations" are defined as donations of any Boehringer Ingelheim prescription or OTC product to a product donation partner or NGO for the provision of care to patients in need as defined by each program's criteria or in support of disaster relief efforts and in keeping with BI Cares' philanthropic mission.

"Pharmacy School Donations" are defined as donations of small quantities of products to accredited Schools of Pharmacy for educational purposes only and not for administration to patients.

 Boehringer Ingelheim	Boehringer Ingelheim Cares Foundation, Inc. POLICY	
Policy No. 1.03	Subject: Charitable Contributions and Donations	Sponsor: A. Wainright
Date: 11/8/12	Approval Signature: 	Page 2 of 6

“Resource Donations” are defined as any non-monetary and non-product donations of Boehringer Ingelheim resources (e.g. office supplies, furniture, equipment) to a 501(c)(3) organization that are aligned with the Foundation’s mission and approved by the Foundation.


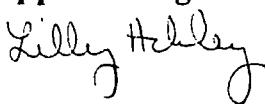
“Volunteer Program” is the program through which employees personally choose to donate their time and skills in collaboration with nonprofit organizations to strengthen our communities.

In order to meet the Foundation’s mission, protect its non-profit status and ensure compliance with IRS regulations for Section 501(c)(3) organizations, Foundation decisions are made independently of any decisions made by Boehringer Ingelheim Corporation (“BIC”), Boehringer Ingelheim USA Corporation (“BIUSA”) and/or their United States subsidiaries (BIUSA, BIC and their U.S. affiliates hereinafter collectively referred to as the “Boehringer Ingelheim Group”). This policy does not preclude any of the Boehringer Ingelheim Group from making grants, funding agreements, sponsorships or engaging into other philanthropic activities in strict accordance with their own policies, procedures and processes. BI Cares will not award any Financial Contribution or product or resource donation in which any benefits will be attributed to BI Cares or to Boehringer Ingelheim Corporation, Boehringer Ingelheim USA Corporation, or any Boehringer subsidiary or affiliated entity or any of their officers, directors or shareholders. BI Cares will also not engage in any acts of “self-dealing”, as defined in Internal Revenue Code Section 4941.

Further, funding from BI Cares will not be awarded to:

- Political groups, candidates for political office, or any organization attempting to influence legislation (lobbying)
- Sectarian and religious organizations that do not serve the general public on a non-denominational basis or other organizations or causes set forth in Procedure #0002.02

BI Cares will make no contributions or donations which are in any way in violation of the exempt purposes set forth in IRS Section 501(c)(3) regulations.

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B. FINANCIAL CONTRIBUTIONS FROM THE FOUNDATION

The financial contribution program is a critical element in accomplishing the Foundation's mission.

It is the policy of BI Cares that contributions shall be made in strict compliance with IRS regulations governing §501(c)(3) organizations, and the requirements for private Foundations under Internal Revenue Code §509(a). The Foundation requires that the charitable organization submitting an application is the same legal entity that will receive payment. Further, BI Cares reserves the right to monitor and review the use of funds contributed to any project or organizations.

For more information about the financial contribution process view BI Cares Procedure #2.02.


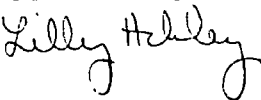
C. PRODUCT DONATION PROGRAM FOR QUALIFIED NON-PROFIT ORGANIZATIONS

The Product Donation Program (PDP) is a critical program in fulfilling the mission of BI Cares. It is the policy of BI Cares Foundation that Product Donations are made in strict compliance with IRS regulations governing §501(c)(3) organizations, and adhere to high standards in the delivery of medical products to under-served people and disaster victims around the world, including the WHO Guidelines for Drug Donations. U.S. Product Donations are made only to qualified non-governmental §501(c)(3) organizations (NPOs) that are classified as public charities described in Internal Revenue Code §509(a)(1), §509(a)(2), or §509(a)(3), or government organizations (GOs) defined in Internal Revenue Code §170(c)(1) or §511(a)(2)(B), in support of qualified needy patients.

View the BI Cares Product Donation Procedure #3.04 for details.

D. PATIENT ASSISTANCE PROGRAM IN THE U.S.

The Patient Assistance Program (BI-PAP) is a critical program in fulfilling the Foundation's mission to improve the lives of patients through philanthropic contributions and donations of our products and resources. Through the BI-PAP, BI Cares provides selected pharmaceutical products free of charge to qualified individuals. BI Cares employs a professional management company (Vendor) to This version of the policy is only in effect as of the date printed. For current version, see MyBI

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administer the BI-PAP in full compliance with all applicable legal and regulatory laws and regulations, including but not limited to FDA requirements, Federal Trade Commission and Prescription Drug Marketing Act (PDMA), OIG guidance, as well as state and federal patient privacy and fraud and abuse laws.


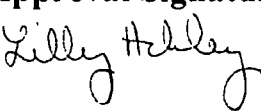
The BI-PAP serves eligible patients who have been prescribed pharmaceutical products that are manufactured and/or distributed by the Boehringer Ingelheim Group. Persons seeking assistance in the form of free prescription pharmaceutical products may apply to the BI-PAP for assistance. The application will include relevant medical information from the patient's HCP, a valid prescription from the HCP for a product distributed through the BI-PAP, and financial information supporting patient eligibility for the BI-PAP. The application will be submitted to the Vendor for review and processing.

Products are made available to patients eligible for the BI-PAP based on objective program and financial criteria. The application must be completed in full in order to be considered for approval by the Vendor. If a patient is approved to participate in the BI-PAP, prescribed product will be dispensed to the patient through appropriate channels approved by the Foundation. Once accepted into the BI-PAP, the patient continues to receive the pharmaceutical support for as long as he/she continues to qualify for the program, but must reapply to the program each year. Program criteria are reviewed annually or more often to effectively respond to patient need.

All specific references to the identity of patients applying for and/or participating in the BI-PAP are maintained in strict confidence by the Vendor and are not disclosed to BI Cares or any other persons without the prior written consent of the patient.

E. PATIENT AUTHORIZATION REQUIREMENTS FOR PROTECTED HEALTH INFORMATION - PATIENT ASSISTANCE PROGRAM

The provision of high-quality health care requires the exchange of personal, often sensitive information between a patient and a skilled health care practitioner. Vital to that interaction is the patient's ability to trust that the information shared will be protected and kept confidential. This policy is designed to protect and enhance the rights of patients by providing them access to their health information. This version of the policy is only in effect as of the date printed. For current version, see MyBI

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and reducing the risk of inappropriate use of that information as envisioned by the Health Insurance Portability and Accountability Act of 1996 ("HIPAA"). HIPAA, on the federal level, as well as certain state laws have established standards protecting the confidentiality of personally identifiable health care information.

In order to receive accurate and reliable diagnosis and treatment, patients must provide health care professionals with accurate, detailed information about their personal health, behavior, and other aspects of their lives. The provision of health information assists in the diagnosis of an illness or condition, in the development of a treatment plan, and in the evaluation of the effectiveness of that treatment. In the absence of full and accurate information, there is a risk that the treatment plan may be inappropriate to the patient's situation.


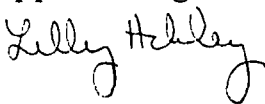
BI Cares, in most instances does not have access to protected health information ("PHI") as defined by HIPAA. However, in the unlikely event that BI Cares obtains access to such information, it is used for limited eligibility assessment/health care operations purposes contemplated by HIPAA. The Patient Authorization Form signed as part of the application packet will expressly authorize the limited and appropriate use of PHI by our vendor and BI in the processing of their application. The Patient Authorization Form must be a separate and fully self-contained document.

F. PHARMACY SCHOOL DONATIONS

In response to requests from accredited US Schools of Pharmacy, BI Cares Foundation may, for educational purposes, donate product for the purpose of educating Pharmacy Students. These Schools of Pharmacy must be qualifying public charities, have proper practices in place to avoid diversion of product or unintentional dispensing to patients. These donations are made free of any charges and are not for patient use.

G. BOEHRINGER INGELHEIM CARES VOLUNTEERMATCH

Boehringer Ingelheim's US volunteer program is an important component of our Foundation's ability to improve lives. Our goal is to be a positive presence using

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our resources and considerable talents and energies of our employees to strengthen our local communities. View the [Volunteerism Procedures](#) for details.

H. DEFINITION OF ELIGIBILITY CRITERIAS:

Each program under the auspices of BI Cares is run pursuant to the policies and procedures set forth by the Foundation as well as established program eligibility criteria. These criteria are the objectively established and identify eligible program beneficiaries, programs or activities that will be supported by BI Cares. All requests for charitable contributions, donated product and/or volunteerism efforts shall be evaluated against program eligibility criteria and shall not be tied directly or indirectly to the purchase or recommendation for purchase of any BI product.

For more information about BI Corporate Social Responsibility visit:
http://us.boehringer-ingelheim.com/our_responsibility.html

Failure by an employee to observe this policy may constitute a breach of the terms and conditions of employment and subject such employee to disciplinary action, up to and including termination of employment.

I. APPLICABILITY:

All BI Cares officers and employee volunteers of Boehringer Ingelheim Corporation, Boehringer Ingelheim USA Corporation, or any Boehringer subsidiary or affiliated entity.

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.

▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.

▶ Information about Schedule D and its separate instructions is at www.irs.gov/form1041.

OMB No 1545-0092

2013

Name of estate or trust

BOEHRINGER INGELHEIM CARES FOUNDATION, INC.

Employer identification number

31-1810072

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

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

See instructions for how to figure the amounts to enter on the lines below

This form may be easier to complete if you round off cents to whole dollars

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked				
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824				4
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts				5
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet				6 ()
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back ▶				7

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

See instructions for how to figure the amounts to enter on the lines below

This form may be easier to complete if you round off cents to whole dollars

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked	2,046,825.	1,987,951.		58,874.
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824				11
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.				12
13 Capital gain distributions.				13
14 Gain from Form 4797, Part I.				14
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet				15 ()
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back ▶				16 58,874.

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

Schedule D (Form 1041) 2013

Part III Summary of Parts I and II**Caution: Read the instructions before completing this part**

	(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
17 Net short-term gain or (loss)	17		
18 Net long-term gain or (loss):			
a Total for year	18a		58,874.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	18b		
c 28% rate gain	18c		
19 Total net gain or (loss). Combine lines 17 and 18a. ▶	19		58,874.

Note: If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and do not complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	20	()
a The loss on line 19, column (3) or b \$3,000		

Note: If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

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

- Either line 18b, col (2) or line 18c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col (2) or line 18c, col (2) is more than zero.

21 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34). . .	21			
22 Enter the smaller of line 18a or 19 in column (2) but not less than zero.	22			
23 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23			
24 Add lines 22 and 23	24			
25 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ▶	25			
26 Subtract line 25 from line 24. If zero or less, enter -0-	26			
27 Subtract line 26 from line 21. If zero or less, enter -0-	27			
28 Enter the smaller of the amount on line 21 or \$2,450	28			
29 Enter the smaller of the amount on line 27 or line 28	29			
30 Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% ▶			30	
31 Enter the smaller of line 21 or line 26	31			
32 Subtract line 30 from line 26.	32			
33 Enter the smaller of line 21 or \$11,950.	33			
34 Add lines 27 and 30	34			
35 Subtract line 34 from line 33. If zero or less, enter -0-	35			
36 Enter the smaller of line 32 or line 35	36			
37 Multiply line 36 by 15%. ▶			37	
38 Enter the amount from line 31	38			
39 Add lines 30 and 36	39			
40 Subtract line 39 from line 38. If zero or less, enter -0-	40			
41 Multiply line 40 by 20% ▶			41	
42 Figure the tax on the amount on line 27. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	42			
43 Add lines 37, 41, and 42	43			
44 Figure the tax on the amount on line 21. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	44			
45 Tax on all taxable income. Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶			45	

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

BOEHRINGER INGELHEIM CARES FOUNDATION, INC.

31-1810072

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	PIMCO GNMA INSTL CL	VARIOUS	01/16/2013	950,853.	957,688.			-6,835.
	VANGUARD TOTAL BD MARKET	VARIOUS	01/16/2013	1,095,972.	1,030,263.			65,709.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶				2,046,825.	1987951.			58,874.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
950,853.		PIMCO GNMA INSTL CL PROPERTY TYPE: SECURITIES 957,688.				P	VARIOUS -6,835.	01/16/2013
1,095,972.		VANGUARD TOTAL BD MARKET PROPERTY TYPE: SECURITIES 1,030,263.				P	VARIOUS 65,709.	01/16/2013
TOTAL GAIN (LOSS)							<u>58,874.</u>	