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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**

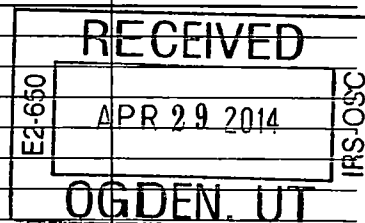
For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation THE GRAINGER FOUNDATION INC		A Employer identification number 36-6192971
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 847-535-2030
100 GRAINGER PARKWAY		
City or town, state or province, country, and ZIP or foreign postal code LAKE FOREST, IL 60045-5201		
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 <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 445,096,516.		J Accounting method <input checked="" type="checkbox"/> Cash <input 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)	230,860,000.			
	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	5,666,531.	5,645,952.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	123,791,792.			
	b Gross sales price for all assets on line 6a 124,193,509.				
	7 Capital gain net income (from Part IV, line 2)		123,791,792.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a 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	360,318,323.	129,437,744.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	278,124.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	49,381.			
	16a Legal fees (attach schedule) STMT 2	232,109.			
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) STMT 3	101,505.	101,505.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	2,514,824.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	73,866.			
	21 Travel, conferences, and meetings	17,437.			
	22 Printing and publications	75.			
	23 Other expenses (attach schedule) STMT 5	42,378.			
	24 Total operating and administrative expenses. Add lines 13 through 23	3,309,699.	101,505.		
	25 Contributions, gifts, grants paid	54,710,239.			54,697,739.
26 Total expenses and disbursements. Add lines 24 and 25	58,019,938.	101,505.		54,697,739.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	302,298,385.				
b Net investment income (if negative, enter -0-)		129,336,239.			
c Adjusted net income (if negative, enter -0-).					



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing	-6,211.	18,338.	18,338.
	2	Savings and temporary cash investments	3,860,843.	24,880,452.	24,889,815.
	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			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	30,953.	95,156,045.	412,123,789.
	c	Investments - corporate bonds (attach schedule)	2,500,000.	7,530,539.	7,503,009.
	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 ▶)	5,730,486.	561,565.	561,565.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item i)	12,116,071.	128,146,939.	445,096,516.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/>				
	check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	12,116,071.	128,146,939.	
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)	12,116,071.	128,146,939.		
31	Total liabilities and net assets/fund balances (see instructions)	12,116,071.	128,146,939.		

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	12,116,071.
2	Enter amount from Part I, line 27a	2	302,298,385.
3	Other increases not included in line 2 (itemize) ▶ DONATIONS OF STOCK (FMV LESS COST)	3	44,556,823.
4	Add lines 1, 2, and 3	4	358,971,279.
5	Decreases not included in line 2 (itemize) ▶ CONTRIBUTION OF STOCK GIFT RECEIVED (FMV LESS COST)	5	230,824,340.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	128,146,939.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES				
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 124,193,509.		401,717.	123,791,792.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0- or Losses (from col. (h))	
a			123,791,792.	
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	123,791,792.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	33,504,661.	199,155,495.	0.168234
2011	19,507,038.	175,462,198.	0.111175
2010	18,037,746.	49,587,046.	0.363759
2009	31,863,615.	30,448,238.	1.046485
2008	29,426,253.	57,185,427.	0.514576

2 Total of line 1, column (d)	2	2.204229
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.440846
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	406,745,747.
5 Multiply line 4 by line 3	5	179,312,236.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,293,362.
7 Add lines 5 and 6	7	180,605,598.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	54,697,739.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)		1	2,586,725.
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			
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	2,586,725.
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	2,586,725.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,476,000.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,476,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	110,725.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 0. Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ G. J. Sinclair Telephone no. ▶ (847) 535-2030			
	Located at ▶ 100 GRAINGER PARKWAY, LAKE FOREST, IL ZIP+4 ▶ 60045-2501			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
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? 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 checked="" type="checkbox"/> Yes <input 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)? Organizations relying on a current notice regarding disaster assistance check here ▶	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?	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? If "Yes," list the years ▶	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	N/A
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 checked="" type="checkbox"/> Yes <input 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)	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	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 ☐ **5b** ☒**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 ☒ NoIf "Yes" to 6b, file Form 8870 **6b** ☒**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 **7b** ☐**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7 AND 8		278,124.	49,381.	

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 ☐ **NONE**

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Locke Lord LLP CHICAGO, IL 60606	LEGAL	232,109.
Bank of America CHICAGO, IL 60697	FINANCIAL	96,447.

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 NONE

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	386,735,342.
b	Average of monthly cash balances	1b	25,642,938.
c	Fair market value of all other assets (see instructions)	1c	561,565.
d	Total (add lines 1a, b, and c)	1d	412,939,845.
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	0
3	Subtract line 2 from line 1d	3	412,939,845.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,194,098.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	406,745,747.
6	Minimum investment return. Enter 5% of line 5	6	20,337,287.

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	20,337,287.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,586,725.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,586,725.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	17,750,562.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	17,750,562.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	17,750,562.

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	54,697,739.
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	54,697,739.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	54,697,739.

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				17,750,562.
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	26,889,026.			
b From 2009	30,948,703.			
c From 2010	16,012,745.			
d From 2011	11,027,142.			
e From 2012	23,657,710.			
f Total of lines 3a through e	108,535,326.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 54,697,739.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				17,750,562.
e Remaining amount distributed out of corpus	36,947,177.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	145,482,503.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
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)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	26,889,026.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	118,593,477.			
10 Analysis of line 9				
a Excess from 2009	30,948,703.			
b Excess from 2010	16,012,745.			
c Excess from 2011	11,027,142.			
d Excess from 2012	23,657,710.			
e Excess from 2013	36,947,177.			

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

NOT APPLICABLE

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

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

4942(j)(3) or

4942(j)(5)

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

Tax year

Prior 3 years

(e) Total

(a) 2013

(b) 2012

(c) 2011

(d) 2010

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

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

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

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

a "Assets" alternative test - enter

(1) Value of all assets

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

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

c "Support" alternative test - enter

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

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

(3) Largest amount of support from an exempt organization.

(4) Gross investment income

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

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

D. W. GRAINGER

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:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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 attached schedule	N/A			54,710,239.
Note No recipient is an individual				
No recipient is related to a foundation manager				
No recipient is related to a substantial contributor				
Total			3a	54,710,239.
b Approved for future payment				
Total			3b	0

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

Employer identification number

THE GRAINGER FOUNDATION INC

36-6192971

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).

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

JSA

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-

Name of organization
THE GRAINGER FOUNDATION INC

Employer identification number
36-6192971

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	D.W. Grainger 100 Grainger Parkway Lake Forest, IL 60045-5201	\$ 230,860,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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.)

Employer identification number

36-6192971

Part II

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	1,000,000 shares of W.W. Grainger, Inc. Com ----- -----	\$ 230,860,000.	03/07/2013
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- -----	\$ -----	-----

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS AND INTEREST	5,635,565.	5,635,565.
NON DIVIDEND DISTRIBUTIONS	30,966.	
ENDING DEFERRED INCOME		10,387.
	-----	-----
TOTAL	5,666,531.	5,645,952.
	=====	=====

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LOCKE LORD LLP	232,109.			
TOTALS	232,109.	NONE	NONE	NONE
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
BANK OF AMERICA ADVISORY FEES	96,447.	96,447.
THE NORTHERN TRUST COMPANY AGENCY FEES	5,058.	5,058.
TOTALS	101,505. =====	101,505. =====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL EXCISE TAX -	
BALANCE DUE 2012	38,824 .
FEDERAL EXCISE TAX -	
ESTIMATED TAX	2,476,000 .

TOTALS	2,514,824 .
	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
W.W. GRAINGER, INC.	41,904.
USE AGREEMENT, MISC. EXP.	
ILLINOIS ANNUAL REPORT	10.
FILING FEE	
ILLINOIS CHARITY BUREAU FUND	15.
FILING FEE	
OFFICE SUPPLIES	389.
CHECKING FEE	60.

TOTALS	42,378.
	=====

FORM 990PF, PART VII-B, LN 5(c) EXPENDITURE RESPONSIBILITY STATEMENT

=====

NAME:

RENTON TECHNICAL COLLEGE FOUNDATION

ADDRESS:

3000 NE 4TH ST

RENTON, WA 98056-4123

GRANT DATE: 03/28/2013

GRANT AMOUNT 10,000.

GRANT PURPOSE:

TECH EDUCATION SCHOLARSHIPS-2-YR. STUDENTS

ANY DIVERSION BY GRANTEE:

04/10/2014

RESULTS OF VERIFICATION:

15 SCHOLARSHIPS AWARDED TO STUDENTS

NAME:

CAESTECKER PUBLIC LIBRARY FOUNDATION INC

ADDRESS:

PO BOX 278

GREEN LAKE, WI 54941-0278

GRANT DATE: 11/27/2013

GRANT AMOUNT 2,500.

GRANT PURPOSE:

SUPPORT THE CAESTECKER PUBLIC LIBRARY

04/10/2014

RESULTS OF VERIFICATION:

FUNDS USED FOR THE SUPPORT OF THE CAESTECKER LIBRARY

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

=====

OFFICER NAME:

D.W. Grainger

ADDRESS:

100 Grainger Parkway
Lake Forest, IL 60045

TITLE:

President & Director

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20

OFFICER NAME:

G. J. Sinclair

ADDRESS:

100 Grainger Parkway
Lake Forest, IL 60045

TITLE:

Vice President & Secretary

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 30

COMPENSATION

205,025.

CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS

49,381.

OFFICER NAME:

W.B. Hayden

ADDRESS:

100 Grainger Parkway
Lake Forest, IL 60045

TITLE:

Vice President

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4

COMPENSATION

40,000.

OFFICER NAME:

C.J. Bellmore

ADDRESS:

100 Grainger Parkway
Lake Forest, IL 60045

TITLE:

Treasurer

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 6

COMPENSATION

33,099.

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

=====

OFFICER NAME:

J.S. Chapman

ADDRESS:

111 W. Wacker Dr.
Chicago, IL 60606

TITLE:

Director

OFFICER NAME:

J.L. Howard

ADDRESS:

100 Grainger Parkway
Lake Forest, IL 60045

TITLE:

Director

OFFICER NAME:

D.L. Kendall

ADDRESS:

111 S. Wacker Dr.
Chicago, IL 60606

TITLE:

Director

TOTAL COMPENSATION:

278,124 .

=====

TOTAL CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS:

49,381 .

=====

THE GRAINGER FOUNDATION INC.

36-6192971

Balance Sheet December 31, 2013

Asset	Units	Fed Tax Cost	Market Value
CASH		\$ 18,338	\$ 18,338
SAVINGS AND TEMPORARY CASH INVESTMENTS			
BANK OF AMERICA MONEY MARKET	11,164,381	11,164,381	11,164,381
FORD MTR CR CO DISC COML PAPER	1,000,000	994,828	996,508
FORD MTR CR CO DISC COML PAPER	2,000,000	1,989,656	1,991,552
ING US FDG LLC DISC COML PAPER	3,000,000	2,996,480	2,999,032
JP MORGAN CHASE & CO DISC COML PAPER	2,000,000	1,995,483	1,997,308
NORTHERN STORT TERM	3,743,948	3,743,947	3,743,947
PRUDENTIAL PLC DISC COML PAPER	2,000,000	1,995,458	1,996,868
WILLIAM BLAIR FUNDS READY RESERVES FUND		219	219
		\$ 24,880,452	\$ 24,889,815
INVESTMENTS - CORPORATE STOCK			
ABBOTT LABS	2,476	\$ 85,502	\$ 94,905
ABBVIE INC	3,867	175,335	204,216
ACCENTURE PLC	1,564	116,048	128,592
ACE LTD	731	66,824	75,680
ACE LTD	3,706	340,905	383,682
ALLERGAN INC	2,111	188,728	234,490
ALTRIA GROUP INC	2,391	84,045	91,790
AMAZON COM INC	1,328	419,779	529,593
AMERICAN ELEC PWR INC	1,155	50,179	53,985
AMERICAN EXPRESS CO	1,610	121,742	146,075
AMERICAN TOWER CORP	4,808	352,934	383,775
AMGEN INC	1,591	180,337	181,501
ARM HLDGS PLC	5,145	228,886	281,591
ARTISAN INTERNATIONAL FUND	177,243	5,000,000	5,402,363
AT&T INC	2,539	86,585	89,271
ATHENAHEALTH INC	1,901	221,906	255,685
AUTOMATIC DATA PROCESSING INC	1,396	102,388	112,795
BIOMARIN PHARMACEUTICAL INC	3,266	230,822	229,763
BLACKROCK INC	339	92,871	107,283
BOEING CO	1,398	160,247	190,813
BRISTOL MYERS SQUIBB CO	3,829	167,951	203,511
CELGENE CORP	1,646	245,312	278,121
CERNER CORP	6,912	350,240	385,275
CHEVRON CORP	1,527	185,632	190,738
CHUBB CORP	1,110	97,059	107,259
CISCO SYS INC	5,121	121,269	114,864
CME GROUP INC	1,128	83,226	88,503
CMS ENERGY CORP	1,467	38,529	39,272
COMCAST CORP	1,432	69,509	74,414
CONOCOPHILLIPS	1,422	99,516	100,464
COSTCO WHSL CORP NEW	1,787	207,155	212,689
CREDIT SUISSE COMMODITY-RETURN	307,746	2,300,000	2,225,001
DOMINION RES INC VA NEW	637	38,287	41,208
DOVER CORP	967	85,936	93,354
DRIL-QUIP INC	1,353	151,446	148,735
DU PONT E I DE NEMOURS & CO	1,921	112,817	124,807
DUKE ENERGY CORP	547	36,379	37,748
EMC CORP	4,048	105,289	101,807
EMERSON ELEC CO	960	61,236	67,373
EQUINIX INC	1,560	266,930	276,822
EXXON MOBIL CORP	2,520	222,905	255,024

THE GRAINGER FOUNDATION INC.

36-6192971

Balance Sheet December 31, 2013

Asset	Units	Fed Tax Cost	Market Value
FASTENAL CO	4,380	213,534	208,094
FIFTH THIRD BANCORP	3,309	61,194	69,588
FRANKLIN FTLG RATE DAILY ACCESS	326,940	3,000,000	3,011,119
GOOGLE INC	448	409,310	502,078
GRAINGER W W INC COMMON STOCK	1,217,224	43,406	310,903,354
HOME DEPOT INC	3,166	238,562	260,688
HONEYWELL INTL INC	1,612	134,958	147,288
INTEL CORP	5,297	123,152	137,484
INTERNATIONAL BUSINESS MACHS	915	169,074	171,627
ISHARES MSCI EAFE ETF	79,865	5,007,626	5,358,542
ISHARES MSCI EMERGING MARKETS	183,520	7,451,703	7,670,218
ISHARES RUSSELL 1000 GROWTH ETF	128,735	10,017,715	11,064,773
ISHARES RUSSELL 1000 VALUE ETF	104,315	9,012,545	9,823,344
ISHARES RUSSELL 2000 GROWTH ETF	24,075	2,948,779	3,262,403
ISHARES RUSSELL 2000 VALUE ETF	25,350	2,300,943	2,522,325
ISHARES RUSSELL MID-CAP GROWTH	51,630	4,007,968	4,355,507
J P MORGAN CHASE & CO	3,148	165,616	184,095
JOHN HANCOCK FDS III DISCIPLINED	240,076	4,000,000	4,354,980
JOHNSON & JOHNSON	2,501	221,581	229,067
KIMBERLY CLARK CORP	1,186	114,226	123,890
KLA-TENCOR CORP	1,281	77,723	82,573
LINKEDIN CORP	1,104	262,213	239,380
LYONDELLBASELL INDUSTRIES NV	882	63,470	70,807
MACYS INC	1,886	85,154	100,712
MARSH & MCLENNAN COS INC	2,036	87,220	98,461
MCDONALDS CORP	1,374	132,103	133,319
MEAD JOHNSON NUTRITION CO	2,427	189,528	203,286
MERCK & CO INC	3,523	168,211	176,326
METLIFE INC	864	42,043	46,587
MICROSOFT CORP	6,211	203,893	232,354
NATIONAL OILWELL VARCO INC	1,651	129,195	131,304
NEXTERA ENERGY INC	729	58,856	62,417
OCCIDENTAL PETE CORP DEL	538	49,577	51,164
OCEANEERING INTL INC	2,493	204,493	196,648
PARKER HANNIFIN CORP	534	56,818	68,694
PFIZER INC	7,623	220,753	233,492
PHILIP MORRIS INTL INC	2,930	253,206	255,291
PHILLIPS 66	993	58,958	76,590
PNC FINL SVCS GROUP INC	1,441	105,514	111,793
PRAXAIR INC	2,117	255,119	275,274
PRECISION CASTPARTS CORP	1,415	329,578	381,060
PRICE T ROWE GROUP INC	885	64,595	74,136
PRICELINE GROUP INC	284	285,322	330,122
PROCTER & GAMBLE CO	1,860	146,245	151,423
PUBLIC STORAGE INC	330	51,960	49,672
QUALCOMM INC	5,128	351,914	380,754
RAYTHEON CO	1,477	115,808	133,964
ROYAL DUTCH SHELL PLC	1,423	92,828	101,417
RPM INTL INC	2,026	72,707	84,099
SALESFORCE COM INC	8,301	418,508	458,132
SCHLUMBERGER LTD	3,899	340,584	351,339
SCHLUMBERGER LTD	712	62,474	64,158
SCHWAB CHARLES CORP NEW	7,249	162,240	188,474
SEMPRA ENERGY	577	49,284	51,792
SHERWIN WILLIAMS CO	787	139,432	144,415

THE GRAINGER FOUNDATION INC.
36-6192971

Balance Sheet
December 31, 2013

Asset	Units	Fed Tax Cost	Market Value
SILVER WHEATON CORP	6,122	150,274	123,603
SIMON PPTY GROUP INC NEW	360	53,785	54,778
SPLUNK INC	3,351	199,619	230,113
STARBUCKS CORP	4,768	358,442	373,764
TEXAS INSTRS INC	2,227	89,950	97,788
TIFFANY & CO NEW	2,939	234,689	272,680
TIME WARNER INC	2,211	140,831	154,151
TJX COS INC NEW	1,269	70,698	80,873
UNITED PARCEL SVC INC	1,138	102,524	119,581
UNITED TECHNOLOGIES CORP	439	46,636	49,958
US BANCORP DEL	3,588	132,109	144,955
V F CORP	832	41,200	51,867
VANGUARD REIT	74,710	4,996,175	4,823,278
VANGUARD SHORT-TERM CORPORATE	162,780	12,919,849	12,986,588
VERISK ANALYTICS INC	3,969	257,430	260,843
VERIZON COMMUNICATIONS INC	5,426	259,151	266,634
VISA INC	1,814	338,483	403,942
VMWARE INC	2,359	200,305	211,626
VODAFONE GROUP PLC	2,749	101,182	108,063
WAL-MART STORES INC	884	65,668	69,562
WASTE MGMT INC DEL	1,180	48,566	52,947
WELLS FARGO & CO	4,470	187,751	202,938
WESTAR ENERGY INC	1,602	49,058	51,536
WHOLE FOODS MKT INC	1,677	93,953	96,981
WILLIAM BLAIR FUNDS BOND FUND CLASS 1	144,183	1,559,824	1,512,475
WILLIAM BLAIR FUNDS EMERGING MKTS GROWHT FD CL 1	24,927	313,933	333,517
WILLIAM BLAIR FUNDS GROWTH FUND CLASS 1	92,890	1,222,501	1,445,361
WILLIAM BLAIR FUNDS INTERNATIONAL GROWTH FUND CLASS 1	28,106	727,010	756,325
WILLIAM BLAIR FUNDS MID CAP VALUE FD CL 1	102,037	1,100,803	1,367,300
WILLIAM BLAIR FUNDS SMALL MID CAP GROWTH FD CL 1	45,745	674,105	884,710
WISCONSIN ENERGY CORP	927	37,434	38,322
		\$ 95,156,045	\$ 412,123,789
INVESTMENTS - CORPORATE BONDS			
MFB NORTHERN FDS ULTRA SHORT FIXED	492,228	\$ 5,030,539	\$ 5,025,645
MFO PIMCO SHORT TERM FD-INSTL	251,509	2,500,000	2,477,364
		\$ 7,530,539	\$ 7,503,009
ART & FURNITURE		\$ 561,565	\$ 561,565
Total		\$ 128,146,939	\$ 445,096,516

Analysis of Changes in Net Assets or Fund Balances
Page 2, Part III - Line 3

Difference between Fair Market Value and Cost Basis of assets contributed on
dates of disbursement Refer to the computation below

Description of Property	Recipient	Date of Gift	Cost Basis	Fair Market Value X # of Shares	Difference between Fair Market Value and Cost Basis of Assets
8,655 shares of GWW stock	Window to the World Communications (WTTW)	3/8/2013	\$ 309	231 14 X 8,655= 2,000,517	\$ 2,000,208
4,200 shares of GWW stock	Illinois Institute of Technology	4/19/2013	150	241 805 X 4,200= 1,015,581	1,015,431
5,800 shares of GWW stock	Mayo Clinic	6/7/2013	207	257 875 X 5,800= 1,495,675	1,495,468
9,655 shares of GWW stock	Museum of Science and Industry	6/7/2013	344	257 875 X 9,655= 2,489,783	2,489,439
7,030 shares of GWW stock	The Field Museum	6/7/2013	251	257 875 X 7,030= 1,812,861	1,812,610
18,686 shares of GWW stock	University of Illinois Foundation-GEBI	6/7/2013	666	257 875 X 18,686= 4,818,652	4,817,986
95,920 shares of GWW stock	University of Illinois Foundation-GEBI	7/23/2013	3,421	259 99 X 95,920= 24,938,241	24,934,820
9,560 shares of GWW stock	Rehabilitation Institute of Chicago	7/23/2013	341	259 99 X 9,560= 2,485,504	2,485,163
9,460 shares of GWW stock	Mayo Clinic	10/22/2013	337	264 635 X 9,460= 2,503,447	2,503,110
3,710 shares of GWW stock	Window to the World Communications (WTTW)	11/6/2013	132	270 275 X 3,710= 1,002,720	\$ 1,002,588
Line 3-Other increases-not included in Line 2			\$ 6,158	\$ 44,562,981	\$ 44,556,823

Analysis of Changes in Net Assets or Fund Balances
Page 2, Part III - Line 5 (Decreases)Page 2, Part III - Line 5
on date of gift Refer to the computation below

<u>Description of Gift Received</u>	<u>Donor</u>	<u>Date of Gift</u>	<u>Cost Basis</u>	<u>Fair Market Value</u> <u>X# of Shs</u>	<u>Difference between</u> <u>Fair Market Value and</u> <u>Cost Basis of Assets</u>
1,000,000 shares of W W Grainger, Inc. Common Stock	D W Grainger	3/7/2013	\$ 35,660 00	1,000,000 X 230 86 = \$230,860,000	\$ 230,824,340 00
Decreases not included in Line 2			<u>\$ 35,660.00</u>	<u>\$ 230,860,000 00</u>	<u>\$ 230,824,340.00</u>

Grants and Contributions Paid During the Year

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
4-H Foundation of Sonoma County	Rohnert Park	CA	PC	2013-14 Agricultural & General Business Scholarships	10,000
A New Leaf, Inc	Broken Arrow	OK	PC	"Autism Works Program"	10,000
A Place To Turn Inc	Natick	MA	PC	Purchase Food	10,000
AbilityFirst	Pasadena	CA	PC	Equipment-Warm Water Pool Program	7,500
Ace Foundation	Cincinnati	OH	PC	Youth Leadership, HOF Academy; Hispanic Character Camp	25,000
ACHLA Scholarship Foundation Inc	Atlantic City	NJ	PC	Scholarships for Hospitality/Culinary Field	5,000
ADEC, Inc	Bristol	IN	PC	Tools for VW Vm & Wheelchair Mounts for Tech Center	5,000
Affiliate Societies Council Inc	Dayton	OH	PC	2013 Tech Fest	5,000
Agrace Hospice Care Foundation Inc	Janesville	WI	SO I	Capital Campaign	3,000
Akron-Canton Regional Foodbank	Akron	OH	PC	Food (\$10K), Taste of NFL Sponsor (\$20K)	30,000
Akron Summit Community Action Agency	Akron	OH	PC	YouthBuild Program	10,000
Alameda County Community Food Bank Inc	Oakland	CA	PC	Food Purchase and Distribution	10,000
Alamo Colleges Foundation, Inc	San Antonio	TX	PC	Tech Ed Scholarships	6,000
Alcohol & Drug Dependency Services Fdn Inc	West Seneca	NY	PC	Face 2 Face Program	5,000
Allies Inc	Hamilton	NJ	PC	Expansion of Greensleeves Program	5,000
Alzheimer's Association	Chicago	IL	PC	NW Ohio Chapter-Program Funding	2,500
Alzheimer's Association	Chicago	IL	PC	2013 D.C Area Walk to End Alzheimer's	10,000
Alzheimer's Association	Chicago	IL	PC	2013 York, PA Walk to End Alzheimer's	15,000
Alzheimer's Association	Chicago	IL	PC	Support Group Funding	5,000

Grants and Contributions Paid During the Year

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
America's Second Harvest of The Big Bend	Tallahassee	FL	PC	Brown Bags for Seniors Program	12,500
American Cancer Society, Inc	Atlanta	GA	PC	Stanislaus County Chapter "Relay for Life"	7,500
American Cancer Society, Inc	Atlanta	GA	PC	Relay for Life-Grand Traverse County	1,000
American Cancer Society, Inc	Atlanta	GA	PC	Midwest Div Relay for Life Janesville, WI	5,000
American Cancer Society, Inc	Atlanta	GA	PC	Relay for Life Midland County, MI	1,000
American Cancer Society, Inc	Atlanta	GA	PC	Relay for Life-Delaware County, IN	5,000
American Cancer Society, Inc	Atlanta	GA	PC	Cancer Research Funding/Baron's Ball	5,000
American Cancer Society, Inc	Atlanta	GA	PC	Cancer Research/Melbourn, FL/Baron's Ball	10,000
American Cancer Society, Inc	Atlanta	GA	PC	Cancer Research/Mid-South Div (KY)	10,000
American Cancer Society, Inc	Atlanta	GA	PC	Look Good Feel Better Prog/NY Chapter	10,000
American Cancer Society, Inc	Atlanta	GA	PC	Jacksonville, FL Chp-Program Support	10,000
American Diabetes Association	Corpus Christi	TX	PC	Research	1,750
American Diabetes Association	Corpus Christi	TX	PC	SALSA Walk - Research Funding	5,000
American Diabetes Association Inc	Fort Lauderdale	FL	PC	Community Education & Research	15,000
American Heart Association Inc	Dallas	TX	PC	Program Funding-Sacramento, CA Chapter	10,000
American Heart Association Inc	Dallas	TX	PC	2013 Metro Chicago Heart Walk	25,000
American Heart Association Inc	Dallas	TX	PC	So King City, WA-Blood Pressure Kiosk	10,000
American Heart Association Inc	Dallas	TX	PC	Nat'l Eat Healthy Day/Des Moines Chapter	10,000
American Institute of Indian Studies	Chicago	IL	PC	General Support	2,500
American Nat'l Red Cross Alaska Chapter	Anchorage	AK	PC	Training and Disaster Relief Fund	10,000
American Nat'l Red Cross Benton/Franklin	Kennewick	WA	PC	Disaster Relief Funds- Armed Forces Program	10,000

Grants and Contributions Paid During the Year

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
American Nat'l Red Cross Bluegrass Chapter	Lexington	KY	PC	Disaster Relief	5,000
American Nat'l Red Cross Capital Region	Sacramento	CA	PC	911 Memorial Golf Classic Title Sponsor	5,000
American Nat'l Red Cross Central & W OK	Oklahoma City	OK	PC	Disaster Relief Efforts	40,000
American Nat'l Red Cross Central IL Chapter	Peoria	IL	PC	Washington, IL Disaster Relief	38,500
American Nat'l Red Cross Elkhart County Chapter	Elkhart	IN	PC	Project SAFE Smoke Alarms	5,000
American Nat'l Red Cross Greater Chicago Chapter	Chicago	IL	PC	Coal City/Village of Diamond Disaster Relief	14,000
American Nat'l Red Cross Greater Salt Lake	Salt Lake City	UT	PC	State Volunteer Recognition Event-Nov 2013	10,000
American Nat'l Red Cross Greater Erie Chapter	Erie	PA	PC	Program Funding-Disaster Relief	10,000
American Nat'l Red Cross Greater Erie Chapter	Erie	PA	PC	Downtown Block Party Supporter	1,000
American Nat'l Red Cross Hampton Roads	Hampton	VA	PC	Support Babysitting Course Program	5,000
American Nat'l Red Cross Hawkeye Chapter	Waterloo	IA	PC	Cedar Valley Disaster Relief Fund	5,000
American Nat'l Red Cross Historic VA Chapter	Lynchburg	VA	PC	Disaster Relief Funds	10,000
American Nat'l Red Cross Kalamazoo Chapter	Kalamazoo	MI	PC	Disaster Training-3 TVs, 2 iPad Minis	5,000
American Nat'l Red Cross Lakeland Chapter	Green Bay	WI	PC	Celebration of Support-Volunteer Recognition	2,500
American Nat'l Red Cross Marathon County	Wausau	WI	PC	Disaster Training Institute/Wausau	10,000
American Nat'l Red Cross Mid-Ohio Valley	Parkersburg	WV	PC	Disaster Relief Fund	10,000
American Nat'l Red Cross Mid South Chapter	Memphis	TN	PC	Fire Safety House	10,000
American Nat'l Red Cross Mile High Chapter	Denver	CO	PC	2013 Breakfast of Champions	20,000

Grants and Contributions Paid During the Year

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
American Nat'l Red Cross Mile High Chapter	Denver	CO	PC	Support Flood Victims/Boulder Cty & City Area	15,000
American Nat'l Red Cross Mt Rainier Chapter	Tacoma	WA	PC	Disaster Relief Fund	10,000
American Nat'l Red Cross NE Arkansas	Jonesboro	AR	PC	Real Heroes Event	10,000
American Nat'l Red Cross Northern CO Chapter	Fort Collins	CO	PC	Celebrating Community Heroes	5,000
American Nat'l Red Cross Northern CO Chapter	Fort Collins	CO	PC	Flood Relief Fund	9,500
American Nat'l Red Cross Northern MN Region	Minneapolis	MN	PC	Disaster Relief	10,000
American Nat'l Red Cross Northern NV Chapter	Reno	NV	PC	Disaster Relief Fund	10,000
American Nat'l Red Cross Ottawa County Chapter	Holland	MI	PC	Disaster Relief Canteen Truck	5,000
American Nat'l Red Cross Roanoke Valley	Roanoke	VA	PC	Canteen Cart Supplies-VA Center	2,000
American Nat'l Red Cross SE Michigan Chapter	Detroit	MI	PC	Team Firestoppers Program	10,000
American Nat'l Red Cross SE Virginia	Norfolk	VA	PC	Disaster Relief Fund	10,000
American Nat'l Red Cross Sonoma County/Redwood	Santa Rosa	CA	PC	Scholarships-Cert. Nursing Asst Program	10,000
American Nat'l Red Cross Southern NV Chapter	Las Vegas	NV	PC	Disaster Relief - "Fire Hurts" Fund	10,000
American Nat'l Red Cross Southern Tier	Endicott	NY	PC	Disaster Relief Supplies	10,000
American Nat'l Red Cross Stanislaus Cty	Modesto	CA	PC	Heroes Breakfast Sponsorship	5,000
American Nat'l Red Cross Toledo Chapter	Toledo	OH	PC	Disaster Relief Fund	5,000
American Nat'l Red Cross Western CO Chapter	Grand Junction	CO	PC	W CO Disaster Relief/Armed Forces Program	5,000
American Nat'l Red Cross Western CO Chapter	Grand Junction	CO	PC	2013 Colorado Flood Relief Operations	5,000

Grants and Contributions Paid During the Year

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
American Nat'l Red Cross Western WI Region	Janesville	WI	PC	Real Heroes Event	5,000
American Nat'l Red Cross Greensboro Chapter	Greensboro	NC	PC	Disaster Relief Fund	10,000
American National Red Cross NW New Mexico	Farmington	NM	PC	Heroes Breakfast Sponsorship	5,000
American National Red Cross Snohomish County	Everett	WA	PC	Program Funding	10,000
American Red Cross Alabama Gulf Coast	Mobile	AL	PC	Annual Gumbo Cook-Off Support	5,000
American Red Cross Alabama Gulf Coast	Mobile	AL	PC	Volunteer Training	5,000
American Red Cross Greater Houston Chapter	Houston	TX	PC	Disaster Relief Funds	50,000
American Red Cross Pikes Peak Chapter	Colorado Springs	CO	PC	Disaster Relief Assistance	10,000
Angel Flight of New England, Inc	N Andover	MA	PC	Program Funding/Medical Flights	10,000
Ann Arbor Community Center Inc	Ann Arbor	MI	PC	Purchase New Computers	10,000
Apollo Educational Foundation	Lima	OH	SO I	Adult Education Scholarships	5,000
Anzona Childrens Alliance Inc	Oro Valley	AZ	PC	Treasure for Teachers Program	10,000
Anzona State Univ Foundation for New American University	Tempe	AZ	PC	Energy Solar Decathalon	20,000
Arkansas Foodbank	Little Rock	AR	PC	Food Purchase and Distribution	10,000
Ashley Lauren Foundation	Colts Neck	NJ	PC	Program Funding	7,500
Association for Retarded Citizens NJ	New Brunswick	NJ	PC	Training Facility Improvements	1,000
Athens Tech Foundation Inc	Athens	GA	PC	Tools for Automotive Technology Instruction	5,000
Auburn Youth Resources	Auburn	WA	PC	Birth to Five Program	10,000

Grants and Contributions Paid During the Year
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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Austin Children's Shelter	Austin	TX	PC	Food and Supplies for Homeless	5,000
Austin Community College Foundation	Austin	TX	PC	Scholarships-Tech Ed	10,000
Autism Society of America	Bethesda	MD	PC	NW Pennsylvania Chapter-Program Support	5,000
Autism Speaks Inc	New York	NY	PC	Program Funding	15,000
Autism Speaks Inc	New York	NY	PC	Research Funding-Florida Chapter	5,000
Bacharach Institute for Rehabilitation	Pomona	NJ	PC	Senior Transportation Program	10,000
Baltimore Animal Rescue and Care Shelter	Baltimore	MD	PC	Refurbish Kennels/Update Equipment	5,000
Bay Area Crisis Nursery	Concord	CA	PC	Purchase clothing/food	20,000
Big Brothers-Big Sisters Greater Sacramento	Sacramento	CA	PC	Volunteer "Man Up" Program	10,000
Big Brothers-Big Sisters Lancaster Cty PA	Lititz	PA	PC	Bowling for Kids/Men Cooking Events	10,000
Big Brothers-Big Sisters of Central Iowa	Clive	IA	PC	Fund Recruitment Events	5,000
Big Brothers-Big Sisters of NE Indiana	Fort Wayne	IN	PC	Recruitment and Funding	10,100
Big Brothers-Big Sisters of NW Arkansas	Fayetteville	AR	PC	Costs for New Match for One Year	1,500
Big Brothers-Big Sisters of Siouxland	Sioux City	IA	PC	Matching Activities & Background Checks	5,000
Big Brothers-Big Sisters of the Bluegrass	Lexington	KY	PC	Mentorship Program	5,000
Big Brothers-Big Sisters of the Tri-State	Huntington	WV	PC	School-based Mentoring Program	10,000
Big Brothers Big Sisters Central Indiana	Indianapolis	IN	PC	Sponsor Gourmet Dinner Fundraiser	15,000
Big Brothers Big Sisters Hawaii Inc.	Honolulu	HI	PC	Support Volunteer Recruitments	5,000

Grants and Contributions Paid During the Year
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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Bill Wilson Center	Santa Clara	CA	PC	Safe Place Program	5,000
Blackhawk Vocational Technical District Education Foundation	Janesville	WI	PC	Advanced Manufacturing Training Center	10,000
Blood Systems Inc	El Paso	TX	PC	Fund Blood Drive	5,000
Boone Center Inc	St Peters	MO	PC	Facility Upgrades (St Peters-Moscow Mills)	7,500
Boy Scouts of America 3 Fires Council	St Charles	IL	PC	Summer Camp Program	10,000
Boy Scouts of America Denver Council	Lakewood	CO	PC	2013 Annual Sports Breakfast	10,000
Boy Scouts of America WD Boyce Council	Peoria	IL	PC	Ingersoll Reservation-Tech Training Shelter	5,000
Boy Scouts of America So. Florida Chapter	Miami Lakes	FL	PC	Youth Programs	12,000
Boys & Girls Club of Cedar Rapids	Cedar Rapids	IA	PC	Power Hour Program/educ supplies	10,000
Boys & Girls Club of Dundee Township Inc	Carpentersville	IL	PC	Fall Enrichment Programs	10,000
Boys & Girls Club of Northwest Indiana	Gary	IN	PC	Jr Staff Career Development Program	10,000
Boys & Girls Club of the Columbia Area	Columbia	MO	PC	Power Hour Program-Academic Success	5,000
Boys & Girls Clubs of Chicago	Chicago	IL	PC	After-school Programming	25,000
Boys & Girls Clubs of Greater Dallas	Dallas	TX	PC	College STEPS Program	5,000
Boys & Girls Clubs of Laredo Inc	Laredo	TX	PC	Update Aging Equipment	10,000
Boys & Girls Clubs of Springfield, Inc	Springfield	MO	PC	Education & Career Development Programs	10,000
Boys and Girls Club of Harford County	Aberdeen	MD	PC	Program Support	5,000
Boys and Girls Club of So. Oakland County	Royal Oak	MI	PC	Tomorrow's Promise Program	10,000

Grants and Contributions Paid During the Year

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Boys Farm, Inc	Newberry	SC	PC	New Cottage Fund	10,000
Bread of Life	Malden	MA	PC	Purchase Food	10,000
Bridge House Corporation	New Orleans	LA	PC	Vocational Rehabilitation Program	5,000
Bringing the Outside World Inside Foundation	Bryn Mawr	PA	PC	Computer Equipment for Patient Use	2,500
Broome County Council of Churches	Binghamton	NY	PC	CHOW Food Bank	5,000
Bucks County Community College Fdn	Newtown	PA	PC	Scholarships-Emer /Fire/Police	5,000
Caestecker Public Library Foundation	Green Lake	WI	SO III NFI	General Support	2,500
California State University Stanislaus Foundation	Turlock	CA	PC	Student Vets Service Outreach & Wounded Warriors Programs	6,000
Camp Aldersgate, Inc	Little Rock	AR	PC	Summer Medical Camps Program	10,000
Camp Fire USA Minnesota	St Louis Park	MN	PC	Heart of Camp / Renovation	10,000
Camp Fire USA Tacoma	Tacoma	WA	PC	Teen Outreach Program	10,000
Candlelighters of the El Paso Area	El Paso	TX	PC	Program Funding	5,000
Canyon Hope Ministries	Canyon	TX	PC	Snack Pak 4 Kids	5,000
Capital Area Down Syndrome Association	East Lansing	MI	PC	Sponsor Step Up for Down Syndrome	5,000
Capital Area Food Bank, Inc	Washington	DC	PC	Sr /Kids After-school/Kids Summer Feeding Programs	10,000
Carrfour Supportive Housing Inc	Miami	FL	PC	Program Support	10,000
Carne Tingley Hospital Foundation	Albuquerque	NM	SO III FI	Site Sponsor May 2013 Fundraiser	5,000
Carrollton-Farmers Br Ind School District Education Foundation	Carrollton	TX	PC	Teacher Grants	20,000

Grants and Contributions Paid During the Year

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
CASA Lake County Inc	Vernon Hills	IL	PC	Advocate Training	10,000
Casper College Foundation	Casper	WY	SO III FI	3D Scanner + Software for Indus Technology	5,000
Catawba Valley Community College Foundation Inc	Hickory	NC	PC	Purchase NAO Humanoid Robot	15,000
Catholic Charities	Waukegan	IL	PC	Samaritan House	5,000
Catholic University of America	Washington	DC	PC	Team Capital DC/Energy Solar Decathlon	2,000
CCF Community Initiatives Fund	Los Angeles	CA	SO I	"Spark of Love" Program	15,000
Center for Employment Training	San Jose	CA	PC	Scholarships Tech Education	5,000
Center for Human Services	Modesto	CA	PC	Shelter, Food, After-school Programs	10,000
Center for People in Need Inc	Lincoln	NE	PC	Program Funding	5,000
Center for Speech and Language Disorders	Lombard	IL	PC	Family Services Program Funding	10,000
Central Montco Technical High School	Plymouth Meeting	PA	PC	St. & Nat'l Trade Competition-Student Expenses	2,500
Central NY Society for Prevention of Cruelty to Animals	Syracuse	NY	PC	Kennels for Canines Campaign	10,000
Central Pennsylvania Food Bank	Harrisburg	PA	PC	Purchase Food	10,000
Chase Hawks Memorial Association	Billings	MT	PC	Family Crisis Program Fund	5,000
Chicago Botanic Garden	Glencoe	IL	PC	Education Center	1,000,000
Chicago Botanic Garden	Glencoe	IL	PC	Green Youth Farm/North Chicago	15,000
Chicago Fund on Aging and Disability	Chicago	IL	PC	Meals on Wheels-Chicago	7,500
Chicago Humanities Festival	Chicago	IL	PC	General support	2,500

Grants and Contributions Paid During the Year
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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Chicago Philharmonic Society	Chicago	IL	PC	Unrestricted	10,000
Chicago Youth Boxing Club Inc	Chicago	IL	PC	Youth Work Readiness Program	10,000
Child Advocacy Center of Sedgwick County	Wichita	KS	PC	Capital for New Building	10,000
Children's Home Society of Florida	Winter Park	FL	PC	Program Support-Buckner Div /Jacksonville	10,000
Children's Hope Inc	Fort Wayne	IN	PC	\$2.5K Furnace/\$3K Family Lodging	5,500
Children's Hospital & Health System Foundation	Wauwatosa	WI	PC	Infant Critical Care	5,000
Children's Hospital, Inc	New Orleans	LA	PC	Jazz Half Marathon	30,000
Children's Museum of Oak Lawn	Oak Lawn	IL	PC	Exhibit Funding	10,000
Children's Hospital of Philadelphia Fdn	Philadelphia	PA	PC	Winners Circle Sponsors-CHOP Parkway Run	60,000
Christian Community Storehouse of Keller	Keller	TX	PC	Pantry & Summer Reading Program	10,000
City Of Chicago	Chicago	IL	PC	Animal Care & Control Improvements	10,000
City of Jonesboro	Jonesboro	AR	PC	Miracle League Complex	5,000
City of Oakland	Oakland	CA	PC	Training-Rescue & Shelter of Animals in Disasters	10,000
City of Springdale	Springdale	AR	PC	Department of Animal Services	1,000
City Union Mission, Inc	Kansas City	MO	PC	Food Drive	10,000
City Year, Inc	Boston	MA	PC	San Jose, CA - Whole School/ Whole Child Program	10,000
Civic Garden Center of Greater Cincinnati	Cincinnati	OH	PC	Green Learning Station Interior Renovation	10,000
Claddagh Foundation Inc	Mokena	IL	PC	Medical Research	10,000

Grants and Contributions Paid During the Year
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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Cleveland Kids in Need Resource Center	Cleveland	OH	PC	Purchase Core School Supplies	10,000
College Bound Opportunities	Riverwoods	IL	PC	Program Support / Unrestricted	10,000
College of Adaptive Arts	San Jose	CA	PC	Purch. iPads/Tablets for Disabled Students	5,000
Colorado Youth for a Change	Denver	CO	PC	Intervention Program/9-10th Gr Dropouts	5,000
Columbus Regional Medical Foundation	Columbus	GA	PC	Two Base Model Giraffe Omni Beds	50,000
Columbus State University Foundation Inc	Columbus	GA	PC	Scholarships-Criminal Justice	2,000
Columbus Technical Institute Fdn, Inc	Columbus	GA	PC	Scholarships-Technical Certification Programs	8,000
Communities Foundation of Texas Inc	Dallas	TX	PC	Purchase Toys for Children	10,000
Community Action Partnership of Lake County	Waukegan	IL	PC	Early Childhood Head Start Program	5,000
Community Food Bank	Fort Worth	TX	PC	Purchase Food	15,000
Community Food Bank of New Jersey	Hillside	NJ	PC	Food, Training, Disaster Relief, School Supplies	10,000
Community Harvest Food Bank NE Indiana	Fort Wayne	IN	PC	\$5K Turkey Rally-\$5K Kids Backpack Program	10,000
Community YMCA	Shrewsbury	NJ	PC	Darkness to Light Curriculum	5,000
Companies to Classrooms Inc	Bloomington	MN	PC	Van Repairs	5,000
Comprehensive Community Solutions	Rockford	IL	PC	YouthBuild Rockford/RockforWork	5,000
Conservation Corps North Bay Inc	San Rafael	CA	PC	Bountiful Harvest Gala/Program Support	5,000
Cove to Clover	Bunen	WA	PC	Youth Experiential Training Institute	10,000
Coyote Hill Christian Children's Home	Harnsburg	MO	PC	Success for Life Program	2,500

Grants and Contributions Paid During the Year

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Crawford Sebastian Community Development Council	Fort Smith	AR	PC	GCGP River Valley Regional Foodbank	5,000
Crisis Nursery of the Ozarks Inc	Springfield	MO	PC	Nursery Items, Personal Care, Clothing	5,000
Cy-Fair CERT	Houston	TX	PC	Emergency Preparedness Training	2,500
DC Everest Education Foundation Inc	Weston	WI	PC	Innovative Educational Program Support	2,500
Dedham Food Pantry Charitable Trust	Dedham	MA	PC	Food	10,000
Delta College Foundation	University Center	MI	PC	Scholarships - Tech & Business	10,000
Des Moines Area Food Bank	Des Moines	WA	PC	Good to Grow Gardening Initiative	12,000
DeSoto County Foundation Excellence in Education	Hernando	MS	PC	Salute to Education Teacher Grants	10,000
Diabetes Partnership of Cleveland	Beachwood	OH	PC	Playground Equipmt -Camp Ho Mita Koda	5,000
Diman Regional Vocational Technical High School	Fall River	MA	PC	Scholarships-Tech Education	10,000
Disabled Patriot Fund Inc	Orland Park	IL	PC	Unrestricted Program Support	10,000
Discovery Center Museum of Rockford	Rockford	IL	PC	Build It! Make It! Exhibition	5,000
District 17 Community Colleges Foundation	Spokane	WA	PC	Touch the Future House Project	10,000
Domestic Abuse Women's Network	Tukwila	WA	PC	Evening of Promise-Auction Donation	10,000
Donorschoose Org	New York	NY	PC	School Projects for Art, Lit, Science & Math	5,000
Downtown Mansfield Inc	Mansfield	OH	PC	Revitalization Efforts/Tours	7,500
Ducks Unlimited, Inc	Memphis	TN	PC	Sensiba Wildlife Area-Green Bay	5,000
DuPage Children's Museum	Naperville	IL	PC	Third Thursday Program	10,000

Grants and Contributions Paid During the Year

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
East Peoria Community High School	East Peoria	IL	PC	Purchase Materials for Shop Class Projects	5,000
East Side Soup Kitchen	Saginaw	MI	PC	Under-counter Refrigerators & Food	9,000
East Texas Literacy Council	Longview	TX	PC	New Phone System/Operations	6,000
Easter Seals-Southwestern Indiana	Evansville	IN	PC	Rehabilitation Therapy Programs	7,000
Eastern Center for Arts & Technology Foundation	Willow Grove	PA	PC	Scholarships Tech Education	5,000
Economic Council Helping Others Inc	Farmington	NM	PC	Purchase Food	5,000
Emergency Foodshelf Network Inc	New Hope	MN	PC	Redesign Warehouse Space	5,000
Epilepsy Foundation of Greater Chicago	Chicago	IL	PC	Unrestricted Program Funding	10,000
Eva's Village Inc.	Paterson	NJ	PC	Fund-A-Meal Program	5,000
Evanston Art Center	Evanston	IL	PC	Capital Campaign - Acquisition/Renovation of Facilities	100,000
Evanston Art Center	Evanston	IL	PC	Exhibition Support	7,500
Everyone Cooperating to Help Others	Janesville	WI	PC	Program Funding	7,500
Fairmont Marion County Food Pantry	Fairmont	WV	PC	Food	5,000
Family Crisis Center	Farmington	NM	PC	Sponsor 2013 Roses in Winter Ball	2,500
Family Focus, Inc.	Chicago	IL	PC	Program Funds - Family Network Center	5,000
Family Promise of Coastal Alabama	Mobile	AL	PC	Gas/Van Maintenance	10,000
Family Promise of Washington County	West Bend	WI	PC	Items for 8 New Apts	5,000
Family Tree Relief Nursery	Albany	OR	PC	Xmas Adopt-A-Family (\$8K), Toys (\$2K)	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Feeding America Southwest Virginia	Salem	VA	PC	Project 360-Food	8,000
Feeding America Tampa Bay Inc	Tampa	FL	PC	Program Funding	30,000
Feeding South Dakota	Sioux Falls	SD	PC	BackPack Program	7,500
Festival Foundation	Traverse City	MI	PC	Cherry Festival Support	1,500
Finger Lakes Community College Foundation	Canandaigua	NY	PC	Advanced Mfg Machinist Scholarship	5,000
First Coast Hispanic Chamber of Commerce Community Dev Fund	Jacksonville	FL	PC	Scholarships	6,000
First Family Adventures	Winston-Salem	NC	PC	Food/Services	10,000
FirstLink	Fargo	ND	PC	Helpline Equipment	3,500
Fish & Loaves	Taylor	MI	PC	Purchase Food for Holiday Food Program	10,000
Florida Baptist State Convention	Jacksonville	FL	PC	Feed the Hungry Pantry/ Village Baptist Church	5,000
Florida Trail Association Inc	Gainesville	FL	PC	Volunteer Activities, Trail in Big Cypress	2,000
Fluor Cares	Irving	TX	PC	Golf for Greenville/Pendleton Pl Child Shelter	6,000
Food Bank for Central & NE Missoun	Columbia	MO	PC	2013 Hunger Run Sponsorship	5,000
Food Bank for the Heartland	Omaha	NE	PC	Purchase Food	10,000
Food Bank of Alaska Inc	Anchorage	AK	PC	Food for Thanksgiving Blessing Community Program	10,000
Food Bank of Central & Eastern N Carolina	Raleigh	NC	PC	Stop Summer Hunger Campaign	40,000
Food Bank of Central Louisiana, Inc	Alexandria	LA	PC	Purchase Food	5,000
Food Bank of Eastern Michigan Inc	Flint	MI	PC	Purchase Food	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Food Bank of Iowa	Des Moines	IA	PC	Backpack Buddies Program	5,000
Food Bank of North Alabama	Huntsville	AL	PC	Food	10,000
Food Bank of Northeast Georgia	Athens	GA	PC	Rabun County Branch-New Bagger Equipt	5,000
Food Bank of Northeast Louisiana Inc	Monroe	LA	PC	Purchase and Distribute Food	10,000
Food Bank of Northern Nevada, Inc	McCarran	NV	PC	Purchase Food	10,000
Food Bank of South Jersey, Inc	Pennsauken	NJ	PC	Purchase Food	5,000
Food Bank of the Rockies	Denver	CO	PC	Food	30,000
Food Bank of Western Massachusetts Inc	Hatfield	MA	PC	Procurement of a Standby Generator	10,000
Food Bank of Western New York	Buffalo	NY	PC	New Direct Delivery Program	5,000
Food Finders Food Bank Inc	Lafayette	IN	PC	BackSacks Program/Tippecanoe	5,000
Foodbank of Virginia Peninsula, Inc	Hampton	VA	PC	Purchase Food	10,000
Foodshare Inc	Bloomfield	CT	PC	Bridging the Gap Community Plan to End Hunger	40,000
Fort Myers Institute of Technology	Fort Myers	FL	PC	Scholarships - Tech Ed	10,000
Foundation Center	New York	NY	PC	2013 Support / Strategic Plan	7,000
Foundation for Applied Technical Vocational Education	Fairfax	VA	PC	Scholarships/Vocational Training	10,000
Foundation in Support of Ingham County Med	Okemos	MI	SO III FI	Wellness Trail/Handicapped Accessible	10,000
Foundation of Montana State Univ Billings	Billings	MT	PC	Scholarships Work Study Program/Tech Equipt	10,000
Foundation of the WI Auto & Truck Dealers	Madison	WI	PC	AYES-Team WI School Service Program	5,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Fountain Inn Fire Department	Fountain Inn	SC	PC	Commercial Washer/Extractor	10,000
Fox Valley Family YMCA Inc	Plano	IL	PC	Special Needs Family Locker Room	10,000
Franklin Institute Inc	Boston	MA	PC	Sponsor Women in Technology Seminar	3,000
Franklin Institute Inc	Boston	MA	PC	Upgrade Equipment for HVAC Lab	22,000
Fred Hutchinson Cancer Research Center	Seattle	WA	PC	Cancer Research Program Funding	10,000
Fremont School District 79 Education Foundation	Mundelein	IL	SO I	Kindergarten iPad Grant	5,000
Friends of the Garden Inc	Springfield	MO	PC	Plant ID Signage	5,000
Friends of Wednesday's Child	Dallas	TX	PC	Education & Clothing Programs	5,000
Future Focus Foundation	Lynchburg	VA	PC	Teaching/Learning Aids-XLR8 Academy	5,000
Gallo Center for the Arts Inc	Modesto	CA	PC	Pathways to Creativity Program	5,000
Galloping Grace Youth Ranch	Rio Rancho	NM	PC	Greenhouse, Solar Energy, Green Display	5,000
Gary Community Relations Council	San Marcos	TX	PC	Scholarships Tech Ed-Gary Job Corps	5,000
Gaston County Schools	Gastonia	NC	PC	Highland School of Tech-IT Tools-STEM Program	10,000
Gathering of Southeast Wisconsin	Milwaukee	WI	PC	Purchase Food	20,000
General Douglas MacArthur Foundation	Norfolk	VA	PC	5 Star Campaign/ Expansion Project	25,000
Georgia Northwestern Tech College Foundation	Rome	GA	PC	Replace Welders @ Whitfield Campus	10,000
Girl Scouts of Northeast Texas	Dallas	TX	PC	Gold Award Scholarship Fund	10,000
Gleaners Community Food Bank Inc	Detroit	MI	PC	Hunger-free Summer Program	7,000
Gleaners Community Food Bank Inc.	Detroit	MI	PC	Purchase Food	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
God's Pantry Food Bank, Inc	Lexington	KY	PC	Purchase Food	5,000
Golden Harvest Food Bank, Inc	Augusta	GA	PC	BackPack Program	5,000
Golden Strip Emergency Relief & Resources	Simpsonville	SC	PC	Utility/Rent/Food/Prescription Assistance	5,000
Good Samaritan Ministries Ltd	Richmond	VA	PC	Upgrades/Repairs 2701 Midlothian Apts	10,000
Goodman Theatre	Chicago	IL	PC	Endowing Excellence Campaign/Freehings	5,000
Goodwill Industries Greater Grand Rapids	Grandville	MI	PC	Scholarships-Certified Nurses Aide	10,000
Goodwill Industries of Northern Michigan	Traverse City	MI	PC	Fuel for food delivery	9,000
Gorton Community Center	Lake Forest	IL	PC	Children's Drop-In Center	5,000
Grand Rapids Community College Fdn	Grand Rapids	MI	PC	Scholarships - M-TEC Program	10,000
Grapevine Heritage AMBUCS	Grapevine	TX	PC	Purchase AmTryke Therapeutic Tricycle	5,000
Grassroots Givers Inc	Albany	NY	PC	New Heating System	5,000
Great Lakes Adaptive Sports Assn	Lake Forest	IL	PC	New Equipment/ Program Funding	5,000
Great Oaks Education Foundation	Cincinnati	OH	PC	Scholarships-Tech Ed	10,000
Great Plains Black History Museum	Omaha	NE	PC	Dare to Dream Campaign	7,500
Greater Hammond Community Services	Hammond	IN	PC	Food Pantry	5,000
Greater Lansing Food Bank	Lansing	MI	PC	Purchase Food	5,000
Greater Pittsburgh Community Food Bank	Duquesne	PA	PC	Blues Festival Fundraiser	10,000
Greater Wilmington Chamber Foundation	Wilmington	NC	PC	Work on Wilmington Event (2014)	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Green Lake Festival of Music	Green Lake	WI	PC	Endowment Funds	100,000
Green Lake Festival of Music	Green Lake	WI	PC	General Support	10,000
Greensboro Urban Ministry	Greensboro	NC	PC	Purchase Food	10,000
Greenville Hospital System	Greenville	SC	SO I	2013 Dragon Boat Upstate Festival	20,000
Greenville Police Department	Greenville	NC	PC	Crime Prevention Through Environ Design	5,000
Greenville Tech Foundation Inc	Greenville	SC	PC	Computer Equipment for Elec Eng Tech Lab	10,000
Greenwood Police Department	Greenwood	AR	PC	Outfitting the Command Trailer	10,000
Guadalupe River Park Conservancy	San Jose	CA	PC	Field Tnps for Children	5,000
GuideStar	Williamsburg	VA	PC	Unrestricted Support	1,250
Guiding Eyes For The Blind Inc	Yorktown Hts	NY	PC	Sponsor a Guide Dog	10,000
Gulf Coast Kids House Inc	Pensacola	FL	PC	Expansion of Family Resource Room	5,000
Habitat for Humanity International	Americus	GA	PC	Flatirons Habitat for Humanity-Boulder	2,000
Habitat for Humanity International	Americus	GA	PC	Build A Home Sponsorship/Tarrant Cty, TX	15,000
Habitat for Humanity International	Americus	GA	PC	Will County, IL Chapter	10,000
Hands on Nashville Inc	Nashville	TN	PC	Hands on Nashville Day 2013	20,000
Harrisburg Area YMCA	Harrisburg	PA	PC	YMCA University Center	10,000
Harvest Hope Food Bank	Columbia	SC	PC	Purchase Food	10,000
Harvesters-The Community Food Network	Kansas City	MO	PC	Kid's Cafe	10,000
Harvesters-The Community Food Network	Kansas City	MO	PC	Backsnack Program	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Hawaii Foodbank	Honolulu	HI	PC	Sponsor Food Purchase Fundraisers	10,000
Hawkeye Area Community Action Program Inc	Hiawatha	IA	PC	Operation Backpack Program	10,000
Hawkeye Community College Foundation	Waterloo	IA	PC	Scholarships-Industrial Tech Program	10,000
HealthNet of Rock County, Inc	Janesville	WI	PC	Purchase Office Equipment	7,500
Hear Indiana	Indianapolis	IN	PC	Gift of Sound Program	10,000
Heart of Texas Reg'l Advisory Council	Waco	TX	PC	Training of First Responders	5,000
Heart to Heart International Inc	Olathe	KS	PC	Care Kits/disaster relief hygiene	10,000
Hearts of Hope	Lafayette	LA	PC	Roof Repairs	5,000
Help for the Hurting	Redlands	CA	PC	Purchase Food	5,000
Helping Hands Humane Society Inc	Topeka	KS	PC	Program Funding	5,000
Hephzibah Children's Association	Oak Park	IL	PC	Unrestricted/Program Funding	10,000
Hillcroft Services Inc	Muncie	IN	PC	Sponsorship - Golf Fundraiser	5,000
Hinds Hospice	Fresno	CA	PC	"Honoring the Journey Gala" Fundraiser	10,000
His Helping Hands Inc	Wichita	KS	PC	Purchase Truck for Donation Pickup	10,000
Hoffman Estates Foundation	Hoffman Estates	IL	PC	Purchase New Police Dog	5,000
Home Front Cares	Colorado Springs	CO	PC	Sponsor "For the Love of Our Troops"	5,000
Homes for Our Troops	Taunton	MA	PC	Unrestricted - Program Support	50,000
Honor Flight Northwest Ohio	Swanton	OH	PC	WWII Vets Washington DC Flights	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Hospice Care of Southwest Michigan	Kalamazoo	MI	PC	Journeys Grief Support Program	5,000
Hospitality House	Walled Lake	MI	PC	Purchase Food	10,000
Houston Community College Foundation	Houston	TX	PC	Scholarships- Const/Ind./Elec /HVAC	5,000
Houston Livestock Show & Rodeo Inc	Houston	TX	PC	Agri Education and (10) Youth Scholarships	40,000
Howard Community College Education Foundation Inc	Colombia	MD	PC	Scholarships-Tech Ed/Construction Mgt.	10,000
Howard High School of Technology	Wilmington	DE	PC	Student Support for Tech Programs	7,000
Humane Society of Broward County	Fort Lauderdale	FL	PC	Animal Care	5,000
Humane Society of Greater Akron	Twinsburg	OH	PC	Program Funding	10,000
Humane Society of Harford County Inc	Fallston	MD	PC	Refurbish Kennels/Update Equipment	5,000
Humane Society of Manatee County	Bradenton	FL	PC	Purchase Commercial Washer & Dryer	10,000
Hunter's Hope Foundation	Orchard Park	NY	PC	Fund Research	5,000
Ice Sports Association	Sioux Falls	SD	PC	New Ice Sports Facility	2,500
Idaho Mountain Search and Rescue Unit Inc	Boise	ID	PC	Training	10,000
IEEE Foundation	Piscataway	NJ	PC	Grainger-IEEE PES Student Program	75,000
Ignite The Spirit	Chicago	IL	PC	Run for the Kids	3,000
IM Sulzbacher Ctr for the Homeless	Jacksonville	FL	PC	2013 Transformation Program	10,000
Infant Crisis Services, Inc.	Oklahoma City	OK	PC	Program Funding	5,000
Injured Marine Semper Fi Fund	Oceanside	CA	PC	Program Funding / Glenview Mannes of IL	100,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Inland Valley Council of Churches	Pomona	CA	PC	Food	10,000
Inland Valley Council of Churches	Pomona	CA	PC	Purchase Food	10,000
Interfaith Assistance Ministry, Inc	Hendersonville	NC	PC	Crisis Assistance Program	10,000
Irvine Valley College Foundation	Irvine	CA	SO I	Annual Student Invention Competition	5,000
Irving Police Athletic League	Irving	TX	PC	Kitchen/Concession Area Renovations	5,000
JA Worldwide	Colorado Springs	CO	PC	JA/Myers-Ganoung Elementary School	10,000
JA Worldwide	Colorado Springs	CO	PC	Rock County, WI-Global Marketplace JA Day	2,500
JA Worldwide	Colorado Springs	CO	PC	\$10K Titan Challenge, \$10K Careers in Energy	20,000
Jack the Bike Man Inc	West Palm Beach	FL	PC	Bikes & Parts for Needy Children/Adults	5,000
Jacksonville Public Education Fund Inc	Jacksonville	FL	PC	Prog Funding/NB Forrest Logistics Academy	10,000
Jacobs & Cushman San Diego Food Bank	San Diego	CA	PC	Food Purchase and Distribution	18,500
Janesville Firefighters Charities, Inc	Janesville	WI	PC	New Thermal Imaging Camera	8,500
Jay's Hope Foundation Inc	Macon	GA	PC	Family Support Program	2,500
Jeff Industries Inc.	Hypoluxo	FL	PC	Fund Purchase of Fabric Printer	15,000
Jewish United Fund Metropolitan Chicago	Chicago	IL	PC	Program funding for Chicago area needs	5,000
Job Point	Colombia	MO	PC	Construction Training Program	5,000
Journey Forward Inc	Canton	MA	PC	Specialized Exercise Equipment	10,000
Judi's House	Denver	CO	PC	Grief Counseling Food Service	10,000
Judi's House	Denver	CO	PC	10-Yr Anniversary Celebration	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Jumpstart for Young Children	Boston	MA	PC	Chicago Program/Operating Funds	7,500
Juvenile Diabetes Research Fdn Int'l	New York	NY	PC	FL Suncoast Chapter Program Funding	5,000
Juvenile Diabetes Research Fdn Int'l	New York	NY	PC	Walk to Cure Diabetes-Faces of Hope	10,000
Juvenile Diabetes Research Fdn Int'l	New York	NY	PC	Tempe, AZ 2013 JDRF Walk to Cure Diabetes	15,000
Kalamazoo Loaves & Fishes Inc	Kalamazoo	MI	PC	Food & Equipment-Caseworker Pantry Program	5,000
Kalamazoo Valley Community College Fdn	Kalamazoo	MI	SO II	Scholarships-M-Tech Wind Energy	5,000
Kanawha-Charleston Humane Assn	Charleston	WV	PC	Educ , Foster/Rescue, Spay/Neuter Programs	5,000
Kate's Kart Inc	Fort Wayne	IN	PC	Banner/Computer/Vol Event/Stg Tubs/4 Karts	4,400
Kids in Distress Inc	Wilton Manors	FL	PC	Optical/Dental Care for Needy Children	5,000
Kids Konected	Laguna Hills	CA	PC	Annual Support Groups for Youth	7,500
Kids R First	Reston	VA	PC	School Supplies Program	10,000
KnowledgeWorks Foundation	Cincinnati	OH	PC	STEM Project Idea #1	5,000
Lake County Board of Commissioners	Painesville	OH	PC	Flood Clean-up Kits, Supplies for ARC, Public Outreach	10,000
Lake County Council on Aging	Mentor	OH	PC	In-home Safety Needs for Seniors	10,000
Lancaster County Career & Tech Fdn	Willow Street	PA	PC	"New Choices Program for Women"	10,000
Lanham Boys Club Incorporated	Lanham	MD	PC	Repairs in Equipt Rm; Snack Stand Mobile Unit	5,000
Latino Student Fund	Washington	DC	PC	Tutoring Program, Meals, Books	10,000
Laurens County Food Ministry, Inc	Gray Court	SC	PC	Food Purchase and Distribution	5,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Lehigh Valley Hospital-Muhlenberg	Allentown	PA	PC	Summer Festival Sponsorship	5,000
Les Turner Amyotrophic Lateral Sclerosis Foundation	Skokie	IL	PC	ALS Patient & Family Assistance	10,000
Leukemia & Lymphoma Society, Inc	White Plains	NY	PC	Light The Night Walk in Denver	5,000
LIFE of NC, Inc	Greenville	NC	PC	STRIVE Program	5,000
Lift Community Development	College Park	GA	PC	\$1K Computers, \$1K Thnksvgv, \$8K Toy Drive	10,000
Lighthouse	Lincoln	NE	PC	Van Purchase	10,000
Lincoln-Lancaster County Child Advocacy Center	Lincoln	NE	PC	Furnishings for 2 Satellite Locations	5,000
Living Lands & Waters	East Moline	IL	PC	Memphis Alternative Spring Break Program	10,000
Living Lands & Waters	East Moline	IL	PC	Great Mississippi River Cleanup	35,000
Living Lands & Waters	East Moline	IL	PC	Unrestricted Program Funding	10,000
Livitup, Inc	Memphis	TN	PC	Equip multi-sensory room	5,000
Lolly's Locks	Potomac	MD	PC	Program Funding	5,000
Long Island Cares, Inc	Hauppauge	NY	PC	Purchase Food	30,000
Los Angeles City College Foundation	Los Angeles	CA	PC	Textbooks for Students	5,000
Los Angeles Police Foundation	Los Angeles	CA	PC	Vaper Wake K9 Program	15,000
Los Angeles Trade Technical College Foundation	Los Angeles	CA	PC	Scholarships Tech Education	5,000
Louisiana Community & Technical College System Foundation	Baton Rouge	LA	PC	NWLTC - Minden Campus	10,000
Louisiana Green Corps Inc	New Orleans	LA	PC	Training Programs	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Loving Arms Inc	Gwynn Oak	MD	PC	Clothing & Food for the Shelter	5,000
Lutheran Social Services NE Florida Inc	Jacksonville	FL	PC	Back Pack Program	30,000
Lutheran Social Services of North Dakota	Fargo	ND	PC	Purchase Food	5,500
Macon Regional Crimestoppers	Macon	GA	PC	Operating Funds	2,500
Maine-Niles Association of Special Recreation	Morton Grove	IL	PC	Summer Day Camp Program Scholarships	6,000
Make-A-Wish Foundation Greater PA & South WV	Pittsburgh	PA	PC	Program Support	4,000
Make-A-Wish Foundation of Greater L A	Los Angeles	CA	PC	2013 Walk for Wishes	30,000
Make-A-Wish Foundation of Orange County	Tustin	CA	PC	Sponsor Walks for Wishes- Orange County & Inland Empire	15,000
March of Dimes Foundation	White Plains	NY	PC	Newborn Intensive Care Unit Family Support	7,000
Maricopa County Community College District Foundation	Tempe	AZ	PC	Estrella Mountain Comm Coll ACE Program	7,000
Marin Humane Society	Novato	CA	PC	Program Funding	7,500
Marine Corps Scholarship Foundation	Alexandria	VA	PC	Unrestricted - scholarship program	25,000
Martha's Table	Washington	DC	PC	Educ Program-Infants, Toddlers, Preschoolers	8,000
Maryland Food Bank Inc	Baltimore	MD	PC	Elect to End Hunger Event Sponsor	25,000
Maryland Scottish Rite Charitable Foundation	Baltimore	MD	PC	Speech & Language Learning Materials	10,000
Massachusetts Institute of Technology	Cambridge	MA	PC	Research/teaching - Professor Leeb	300,000
McLennan County Pack of Hope	Waco	TX	PC	Backpack Program	5,000
Meals at Home	Evanston	IL	PC	Program funding	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Meals at Home	Evanston	IL	PC	2013-2014 Program support	5,000
Mediation Center of Green Bay Inc	Green Bay	WI	PC	Program Support	2,500
Mental Health Association of Greater Chicago	Chicago	IL	PC	L2L and 2Tough2Bully Program	8,500
Mercer Street Friends Center	Ewing	NJ	PC	Nutrient Dense Meal Packs	5,000
Mercy Hospital of Janesville WI Development Foundation	Janesville	WI	SO I	House of Mercy Education Program	1,000
Merrimack Valley Food Bank Inc	Lowell	MA	PC	Purchase Food	10,000
Mesa Youth Service Inc	Grand Junction	CO	PC	Program Support, Technical Training	5,000
Metro Technology Centers Foundation Inc	Oklahoma City	OK	PC	Trade Scholarships	5,000
Metrocrest Social Services, Inc	Farmers Branch	TX	PC	Social Services for Carrollton/Farmers Br , TX	20,000
Metroplex Military Chantable Trust	Dallas	TX	PC	MAG-41 Family Readiness Group	7,500
Metropolitan Planning Council	Chicago	IL	PC	Unrestricted Program Funding	10,000
Michigan Tech Fund	Houghton	MI	PC	Research HIL Laboratory Enhancement	54,178
Middle Bucks Institute of Technology	Jamison	PA	PC	Tech Education Scholarships	5,000
Miracle Hill Ministries, Inc	Greenville	SC	PC	2013 Miracle Hill Challenge Cycling Event	10,000
Miracle League of Macon Inc	Macon	GA	PC	Program Funding	4,000
Missouri River Basin Lewis Clark Visitors Center	Nebraska City	NE	PC	Program Funding	2,500
Missouri University of S & T	Rolla	MO	PC	Grainger Power Engineering Faculty Fund/ M. Crow	35,000
Molly's House Inc	Stuart	FL	PC	Adopt A Family Program	15,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Monmouth Medical Center Foundation	Long Branch	NJ	PC	Valerie Center-Medical Equipment Purchases	20,000
Montgomery County Fair Association Inc	Conroe	TX	PC	Scholarships	10,000
More Than Words, Inc	Waltham	MA	PC	Equipment-Carts, Bins, Dollies	10,000
Morgantown Area Meals on Wheels	Morgantown	WV	PC	Meals and Transport of Meals	3,000
Mothers Trust Foundation	Lake Forest	IL	PC	School Uniform Fund	20,000
Mountain Hospice, Inc	Belington	WV	PC	Camp Good Grief	5,000
Mountain Mission, Inc	Charleston	WV	PC	Food Charities, Emergency Assistance	5,000
Munson Healthcare Regional Foundation	Traverse City	MI	PC	Cowell Family Cancer Center	5,000
National Ambucs Inc -Southwest Chapter	Amarillo	TX	PC	Purchase AmTryke Rehab Bike	8,000
National Child Safety Council	Jackson	MI	PC	Costs for Educational Materials	5,000
National Childrens Advocacy Center Inc	Huntsville	AL	PC	Bike-A-Fun-Run - Sept. Celebration	12,500
National Federation of the Blind of Utah	Bountiful	UT	PC	Scholarships/Further Education	10,000
National Wild Turkey Federation, Inc	Edgefield	SC	PC	Outreach Program-JAKES	5,000
Nationwide Children's Hospital Inc	Colombus	OH	PC	Research into Pediatric Illnesses	5,000
Navy League of the US/ Lake County Council	Lake Bluff	IL	PC	Program Funding	10,000
Navy SEAL Foundation	Virginia Beach	VA	PC	Pre/Post Deployment Retreat Program	10,000
New England Institute of Technology	East Greenwich	RI	PC	Tech Education Scholarships	5,000
New Hampshire Food Bank	Manchester	NH	PC	Food	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
New Horizons Educational Foundation	Hampton	VA	PC	Honorariums-Career/Tech Education	5,000
New Horizons for New Hampshire	Manchester	NH	PC	Purchase Food	5,000
New Mexico BioPark Society Inc	Albuquerque	NM	PC	2013 "Run for the Zoo" and General Fund	5,000
New Vistas School of Central Virginia	Lynchburg	VA	PC	Teaching and Learning Aids	2,500
New York Cares Inc	New York	NY	PC	After-school & Literacy Programs, Meals	5,000
New York Presbyterian Fund Inc	New York City	NY	PC	Pediatric Inpatient Nursing Renovations	10,000
Newhouse, Inc	Kansas City	MO	PC	Industrial Strength Metal Bunk Beds	10,000
NFS Ministries Inc	Mineral Wells	WV	PC	Restroom & Shower Facility-Latrobe St	10,000
Niles Township Food Pantry	Skokie	IL	PC	Purchase Food	5,000
North Chicago Community Partners NFP	Lake Bluff	IL	PC	Unrestricted -Community School Program	75,000
North County Community Services	San Marcos	CA	PC	Distribute Food	4,000
North Harris Montgomery Community College District Foundation	The Woodlands	TX	SO I	Roller Cabinets/Advanced Tech Dept	7,800
North Montco Technical Career Center	Lansdale	PA	PC	Technical Education Scholarships	2,500
North Texas Food Bank	Dallas	TX	PC	Food Program	20,000
Northeast Kingdom Astronomy Foundation, Inc	Peacham	VT	PC	Debt Reduction	50,000
Northeast Texas Child Advocacy Center	Winnsboro	TX	PC	Sponsor Golf Event Fundraiser	1,500
Northeast Wisconsin Technical College Education Foundation	Green Bay	WI	PC	Tech Ed Scholarships	10,000
Northeastern Illinois University Fdn.	Chicago	IL	PC	Scholarships-Bus /Mgt.	5,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Northern Illinois Food Bank	Geneva	IL	PC	Program Operations Support 2013	100,000
Northern Illinois Food Bank	Geneva	IL	PC	Mobile Pantry	5,000
Northern Illinois University Foundation	DeKalb	IL	PC	"Why Engineering" Campaign	5,000
Northern Kentucky Education Council	Florence	KY	PC	Reading Supplies/One-to-One Program	10,000
Northmont Friends in Service for Humanity	Englewood	OH	PC	Food and Other Necessities	10,000
Northwest Arkansas Food Bank	Bethel Heights	AR	PC	Purchase Food	10,000
Northwest Louisiana Food Bank	Shreveport	LA	PC	Purchase Food	5,000
Northwest Medical Center Foundation	Thief River Falls	MN	PC	(3) Operating Room Chairs	4,000
Notre Dame College Prep	Niles	IL	PC	1 1 Tech Program / iPads	5,000
Ocala Mountain Bike Association Inc	Bellevue	FL	PC	Lumber/Hardware/Equipment	5,000
Ohio Newspapers Foundation	Columbus	OH	SO I	Newspapers in Education Program	5,000
Old Bridge Soccer League Inc	Old Bridge	NJ	PC	Just4Kixs Program	5,000
Old Towne Preservation Assn of No Augusta	North Augusta	SC	PC	Construction of a Replica Grist Mill	5,000
One Hundred Black Men of Madison	Madison	WI	PC	Backpack School Supplies Program	5,000
Open Door Animal Sanctuary	House Springs	MO	PC	Food/Med Supplies/Homeless Animals	5,000
Operation Blessing of SW Chicagoland	Crestwood	IL	PC	Purchase/Outfit New Facility	10,000
Operation Blessings of Fayetteville	Fayetteville	NC	PC	Purchase Food	10,000
Operation Brightside, Inc	Louisville	KY	PC	Community Fall Clean-up Project	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Operation Brightside, Inc -St Louis	St. Louis	MO	PC	Graffiti Eradication/Neighborhood Cleanups	2,500
Operation Care Package Inc	Joliet	IL	PC	Purchase Items for Care Packages	10,000
Operation Homefront Inc	San Antonio	TX	PC	SE Chapter (WPB, FL) Program Funding	10,000
Operation Sunshine Inc	Utica	NY	PC	Assist Families with Food and Clothing	2,000
Operation Support Our Troops Amerca Inc	Naperville	IL	PC	Shipping Expenses/Comfort Package for Troops	10,000
Orchard Village	Skokie	IL	PC	Purchase (6) iPads	5,000
Orchards Children's Services Inc	Southfield	MI	PC	Orchards Season of Giving Program	26,000
Our Place Inc	Morristown	NJ	PC	Hunger Van Funding	3,500
Over The Rainbow Association	Evanston	IL	PC	Southwick Apts pre-development costs	100,000
Ozone House Inc	Ann Arbor	MI	PC	Workzone Employment Training Program	10,000
P J Schafer Memorial Fund Corp	Catonsville	MD	PC	Children's Heart Prog/MD Children's Hospital	5,000
PADS Lake County Inc	North Chicago	IL	PC	Family Center funding	5,000
Paramount Arts Center Inc	Ashland	KY	PC	Youth Education Series Program	5,000
PARC Community Partnership Foundation	Clearfield	UT	PC	Vocational Scholarships for the Disabled	10,000
Park Police Volunteer Association	Riverdale	MD	PC	Platinum Sponsorship 5K Run-Dom. Abuse	5,000
Park Ridge Parks Foundation	Park Ridge	IL	PC	Youth Campus	10,000
Pasadena Youth Center	Pasadena	CA	PC	2013 Workshops & Conferences	20,000
Path of Life Ministries	Riverside	CA	PC	Sheltering Hearts Fundraiser/Program Funds	10,000

Grants and Contributions Paid During the Year

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Payton Prep Initiative for Education	Chicago	IL	PC	Global Innovation Center	20,000
Peace4Kids	Compton	CA	PC	Saturday Core Program	5,000
Pediatric Cancer Fdn of Lehigh Valley	Whitehall	PA	PC	Chemo Circus Program	5,000
Pediatric Interim Care Center Inc	Kent	WA	PC	Medical Supplies	8,000
Peoria Zoological Society	Peoria	IL	PC	Tool Room-Playhouse Museum	10,000
Performance Initiatives, Inc	Savannah	GA	PC	Scholarships for Children	7,500
Perry House Foundation, Inc	Stratford	CT	PC	Educational and Cultural Programs	5,000
Peter-Paul Development Center Inc	Richmond	VA	PC	After-school Learning Immersion Program	10,000
Phoenix Garage	Fort Collins	CO	PC	Program Funding	3,000
Pittsburgh Trust for Cultural Resources	Pittsburgh	PA	PC	ARTS Masters & ARTS Passport Programs	5,000
Point Arc of Northern Kentucky Inc	Covington	KY	PC	Program Funding	10,000
Police Athletic League of Hamilton Township	Hamilton	NJ	PC	Program Support	2,500
Police Athletic League of Kansas City	Kansas City	MO	PC	Comm Outreach Programs @ 1801 White Ave.	10,000
Portland Arts and Technology High School	Portland	ME	PC	Technical Program Support	10,000
Presbyterian Healthcare Foundation	Albuquerque	NM	PC	Cancer Survivorship Program	5,000
Prevail, Incorporated	Noblesville	IN	PC	Purchase New Localized Server, Thin Client	10,000
Quilts of Honor America	Valley Springs	CA	PC	Long-arm Sewing Machine Replacement	10,000
Quinsigamond Community College Foundation Inc	Worcester	MA	PC	LabVolt Robot Sys/HP ePrinter	10,000

Grants and Contributions Paid During the Year

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Racine County Project Emergency Inc	Racine	WI	PC	Purchase Food	10,000
Ranken Technical College	St Louis	MO	PC	Adventure Academy Program	20,000
Reach Out Lakota Inc	West Chester	OH	PC	Food, Clothing, Supplies	5,000
Ready Set Ride Therapeutic Rec Fac	Plainfield	IL	PC	Program funding	10,000
Rebuilding Macon Inc	Macon	GA	PC	Home Repairs Program	10,000
Rebuilding Together Acadiana, Inc	Lafayette	LA	PC	Program Support	7,500
Rebuilding Together No Suburban Chicago	Glenview	IL	PC	Program funding	5,000
Red River Zoological Society	Fargo	ND	PC	Otter Exhibit	5,000
Red Rocks Community College Foundation	Lakewood	CO	PC	Equipt-College Physicians Asst Program	20,000
Regional Food Bank of Oklahoma Inc	Oklahoma City	OK	PC	Food Drive	10,000
Rehabilitation Institute of Chicago	Chicago	IL	PC	Grainger Pediatric Ability Lab	6,280
Renton Technical College Foundation	Renton	WA	SO III NFI	Tech Education Scholarships-2-Yr. Students	10,000
Rescue Mission of Utica	Utica	NY	PC	Purchase and Training - AED Devices	8,000
Rescue Ridge	Spring Lake	NJ	PC	Program Funding	2,000
Resource A Nonprofit Community Enterprise	Burlington	VT	PC	Educ & Vocational Training Costs	5,000
Rhode Island Community Food Bank Association	Providence	RI	PC	Food / Program Support	10,000
Rio Grande Habitat for Humanity	McAllen	TX	PC	Program Support	10,000
River Bend Food Reservoir	Moline	IL	PC	Backpack Program	10,000

Grants and Contributions Paid During the Year

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
River Food Pantry	Madison	WI	PC	Food Purchase and Distribution	5,000
Riverbank Charter Sch of Excellence Parent Teacher Organization	Bordentown	NJ	PC	Health/Phys Ed Trng Mat'ls & Equipment	10,000
Robert Morgan Educational Center High School	Miami	FL	PC	Tuition Supplem. & Skills Competitions	5,000
Rocky Mountain Rescue Group Inc	Boulder	CO	PC	Training & Equipment Costs	3,000
Roman Open Charities Inc	Dalton	GA	PC	Scholarships-NW GA Tech School	2,000
Ronald McDonald House Charities Red River	Fargo	ND	PC	Clothing & Bedding for Families	2,000
Ronald McDonald House Charities Kansas City	Kansas City	MO	PC	Capital Campaign/Family Check-in Room	25,000
Ronald McDonald Hse Charities Centr OH	Columbus	OH	PC	Grants-Furniture for 10 Rooms	5,000
Roseann Gregory Cancer Foundation	Port St Lucie	FL	PC	Cancer Research	10,000
Rush University Medical Center	Chicago	IL	PC	Kehoe Scholarship fund 2013/2014	125,000
Russell Life Skills and Reading Foundation Inc	Davie	FL	PC	Workbooks/after school meals	5,000
Safespace Inc	Stuart	FL	PC	Program Funding	13,000
Safety Shelter of St John's County	St Augustine	FL	PC	Food Items & Baby Supplies	4,000
SAFY of Ohio, Inc	Delphos	OH	PC	Christmas Gifts for Foster Children	2,500
Salt Lake Community College Foundation	Salt Lake City	UT	SO III FI	Expansion of Community Gardens	10,000
Salute Inc	Palatine	IL	PC	Veterans Housing Program	10,000
San Antonio Food Bank Inc	San Antonio	TX	PC	Purchase and Distribute Food	5,000
San Antonio Zoological Society	San Antonio	TX	PC	Name A Bench Zootennial Plaza Project	5,000

Grants and Contributions Paid During the Year

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
San Diego City College Foundation	San Diego	CA	PC	Scholarships - Tech Ed	3,000
San Jacinto College Foundation Pasadena Texas	Pasadena	TX	PC	Tech Ed Scholarships	10,000
Sandy Hook School Support Fund	Newtown	CT	P-C	Unrestricted	25,000
Sanford Health Foundation	Sioux Falls	SD	SO II	Cardiology Unit	15,000
Santa Ana College Foundation	Santa Ana	CA	PC	Scholarships - Tech Education	5,000
Savannah VO-TECH FDN INC	Savannah	GA	PC	Scholarships-Industrial Tech Education	10,000
Save The Chimps Inc	Fort Pierce	FL	PC	Hospital Expansion/Upgrades	10,000
School of The Art Institute of Chicago	Chicago	IL	PC	New Artists Society Scholarships	5,000
Schoolhouse Supplies Inc	Portland	OR	PC	Tools for Schools Program	10,000
Second Harvest Fd Bk-Central Florida	Orlando	FL	PC	Food for Local Volusia County	5,000
Second Harvest Fd Bk-Central Florida	Orlando	FL	PC	Purchase Food	5,000
Second Harvest Fd Bk NW North Carolina	Winston-Salem	NC	PC	Purchase Food	10,000
Second Harvest Fd Bk-Santa Clara/SanMateo	San Jose	CA	PC	Purchase Food	10,000
Second Harvest Fd Bk of Middle Tennessee	Nashville	TN	PC	Purchase Food	10,000
Second Harvest Foodbank of Mahoning Vall	Youngstown	OH	PC	Purchase Food	10,000
Second Harvest Heartland	St Paul	MN	PC	Netting Machines, Lift Tables, & Food	20,000
Second Harvest Northern Lakes Food Bank	Duluth	MN	PC	BackPack Program	10,000
ServeMinnesota	Minneapolis	MN	PC	Math Corps Tutoring Program	5,000

Grants and Contributions Paid During the Year
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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Seton Family of Hospitals	Austin	TX	PC	2013 Seton Nurse Scholarship Program	10,000
Sexual Violence Center	Minneapolis	MN	PC	Program Funding	10,000
Shared Harvest Foodbank Inc	Fairfield	OH	PC	BackPack Program	10,000
Shepherd's Foundation Inc	Austintown	OH	SO I	Emergency Call System Equip/Accessories	7,500
Shiloh Museum of Ozark History	Springdale	AR	PC	Transp for K-5 Educational Excursions	2,500
Shoes That Fit	Claremont	CA	PC	Purchase Shoes	5,000
Silicon Valley Bicycle Coalition	San Jose	CA	PC	Bicycle Safety Helmets for Homeless Youth	2,500
Skills USA Inc	Leesburg	VA	PC	National Skills USA Event, Kansas City	45,000
Skills USA Inc	Leesburg	VA	PC	Massachusetts Chapter-Scholarships	10,000
Smile Organization	Passaic	NJ	PC	Food Pantry Funding	3,500
Smith Center for the Performing Arts	Las Vegas	NV	PC	Nevada High Sch Musical Theater Awards	5,000
Snohomish Community Food Bank	Snohomish	WA	PC	Mobile Food Bank	10,000
Society of St Vincent de Paul	Detroit	MI	PC	Dental Clinic Support-Detroit	7,000
Sojourner Center	Phoenix	AZ	PC	Domestic Abuse Program Funding	17,000
Solidarity Bridge, Inc	Evanston	IL	PC	Unrestricted/program funding	10,000
Someone Cares Soup Kitchen	Costa Mesa	CA	PC	After-school Tutoring Program	5,000
South Boston Neighborhood House	South Boston	MA	PC	Early Educ & Care School-age Programs	10,000
South Louisiana Community College Foundation	Lafayette	LA	PC	HVAC/Carpentry Programs	10,000

Grants and Contributions Paid During the Year

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
South Piedmont Community College Foundation	Monroe	NC	PC	New Tech Lab Equipment	10,000
South Plains Food Bank Inc	Lubbock	TX	PC	Purchase Food	10,000
Southeast Missoun Food Bank	Cape Girardeau	MO	PC	Backpacks for Friday Program	5,000
Southeastern Guide Dogs Inc	Palmetto	FL	PC	Purchase Mini-van to Transport Dogs	10,000
Southern California Railway Plaza Assn	Fullerton	CA	PC	2013 Railroad Days Sponsorship	5,000
Southern Maine Community College Foundation	South Portland	ME	PC	Tools & Equipment for Trade Programs	10,000
Southern Tier Zoological Society Inc	Binghamton	NY	PC	Endangered Red Wolf & Timber Wolf Exhibits	5,000
Special Olympics Hawaii, Inc	Honolulu	HI	PC	Support Holiday Classic-Nov 23-24, 2013	5,000
Special Olympics Michigan Inc	Mt. Pleasant	MI	PC	Soccer Team/Basketball Team Support	5,000
Special Olympics New Jersey, Inc	Lawrenceville	NJ	PC	Support (4) Special Olympics Athletic Events	42,500
Special Olympics New Mexico Inc	Albuquerque	NM	PC	San Juan County Athletes-State Games	7,500
Special Olympics Pennsylvania, Inc	Norristown	PA	PC	Special Olympics Fall Festival Event	25,000
Special Olympics West Virginia Inc	Charleston	WV	PC	Summer Special Olympics WV Games	10,000
Special Projects for Special Children	Old Bridge	NJ	PC	ROBIN Program Funding	15,000
Spirit of 67 Foundation	Lake Forest	IL	PC	Program funding	10,000
Spofford	Kansas City	MO	PC	Nursing Equipment & Medical Supplies	10,000
Springfield Tech Community College Fdn	Springfield	MA	PC	Innovation Grant Award Program	10,000
St Charles Riverfront Arts Inc	St. Charles	MO	PC	2nd Thursdays/Workshop Events	2,500

Grants and Contributions Paid During the Year

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
St Cloud Tech & Comm College Fdn	St Cloud	MN	PC	Driven Campaign/Outfit Technology Room	10,000
St Jude Childrens Research Hospital	Memphis	TN	PC	Patient Treatment and Care	2,500
St Louis Society for Children/Adults w/Physical Disabilities	St Louis	MO	PC	Annual Sports Camp	5,000
St Mary's Foundation Inc.	Athens	GA	SO II	Capital Funding/New Hospital	5,000
St Vincent de Paul Cabrini Conference	Wausau	WI	PC	New Thrift Store	7,500
St Vincent de Paul Society Lane County	Eugene	OR	PC	New Commercial Kitchen Supplies	10,000
Stafford Municipal School District Education Foundation	Stafford	TX	PC	Scholarships-Tech Ed	5,000
Star of Hope Mission	Houston	TX	PC	Purchase Food	25,000
Star of the Sea Foundation Inc	Key West	FL	PC	Shelter & Food	3,000
Starbase Victory, Inc.	Portsmouth	VA	PC	2013-2014 Program Funding	10,000
Stephanie Vest Foundation	Lee's Summit	MO	PC	Program Funding	5,000
Steppenwolf Theatre Company	Chicago	IL	PC	Veterans' Night Series	10,000
Stewart Marchman Foundation Inc	Daytona Beach	FL	SO III FI	Behavioral Healthcare's Enrichment Program	5,000
Stratford Board of Education	Stratford	CT	PC	BEST Mini Grant Program	10,000
Sunnse Children's Services	Mt Washington	KY	PC	Program Funding	25,000
Sunshine on a Ranney Day Inc	Roswell	GA	PC	Room Makeover for Ill Children	10,000
Susan G Komen Breast Cancer Foundation	Dallas	TX	PC	Race for the Cure-Denver Metro	5,000
Susan G Komen Breast Cancer Foundation	Dallas	TX	PC	Amarillo, TX - Program Funding	3,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Sustainable South Bronx	Bronx	NY	PC	Bronx Environmental Stewardship Training	10,000
Sweet Dreams Foundation	Folsom	CA	PC	Office/Wellness Center	5,000
Tarrant Area Food Bank	Fort Worth	TX	PC	Food	10,000
Tarrant County College Foundation	Fort Worth	TX	PC	Scholarships in Tech Education	7,500
Teen Living Programs Inc	Chicago	IL	PC	General Operating Fund	2,500
Texas Children's Hospital	Houston	TX	PC	Children's Mobile Outreach	5,000
Texas Scottish Rite Hospital for Crippled Children	Dallas	TX	PC	ArmeoSpring Pediatric Device	60,000
The Art Institute of Chicago	Chicago	IL	PC	General Support	15,000
The Art Institute of Chicago	Chicago	IL	PC	Conservation Science Laboratory	125,000
The Children's Shelter	San Antonio	TX	PC	Program Funding	5,000
The Field Museum	Chicago	IL	PC	Internship Program/Guest Relations	25,000
The Field Museum	Chicago	IL	PC	Unrestricted	50,000
The Night Ministry	Chicago	IL	PC	Outreach & Health Ministry Program	50,000
The Salvation Army	Chicago	IL	PC	Unrestricted / Programs & Services	100,000
The Salvation Army	Chicago	IL	PC	Philippine Typhoon Disaster Relief	100,000
The Salvation Army-Farmington Hills	Farmington Hills	MI	PC	At-Risk Youth Programs	10,000
The Salvation Army-Golden State Division	San Francisco	CA	PC	Merced Corps-Comm. Food Programs	5,000
The Seeing Eye Inc	Morristown	NJ	PC	Training of A Seeing Eye Dog	5,000
The Works	Bloomington	MN	PC	Adventures in Engineering	5,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Toledo NW Ohio Food Bank, Inc	Toledo	OH	PC	Back Pack Program	5,000
Tom Coughlin J Fund Foundation	Jacksonville Bear	FL	PC	Support for Childhood Cancer Families	10,000
Trailnet Inc	St Louis	MO	PC	Safe Routes to School Program	5,000
Traverse Health Clinic & Coalition	Traverse City	MI	PC	(2) Thinkpad Notebooks & Software	3,500
Tri-County Technical College Foundation	Pendleton	SC	PC	Construction of Ht & Ltd Access Trainers	4,000
Tri-State Food Bank Inc	Evansville	IN	PC	Weekend Backpack Program	7,000
Trinity Services Inc	Joliet	IL	PC	iPads/Adult Learning Program	5,000
Trinity Youth Services	Colton	CA	PC	Program Support	10,000
United Cerebral Palsy of E Central FL	Daytona Beach	FL	PC	Maintenance Equipment/Golf Cart Purchase	10,000
United Way of Central Carolinas, Inc	Charlotte	NC	PC	GCGP Arc of Union County Program	10,000
United Way of Central Oklahoma	Oklahoma City	OK	PC	May Tornado Relief Fund - Moore, OK	25,000
United Way of Greater Stark County	Canton	OH	PC	Emergency & Disaster Services	10,000
United Way of Northeast Georgia	Athens	GA	PC	Day of Caring Sponsorship	5,000
United Way of the River Cities Inc	Huntington	WV	PC	The Big Coverup Program (Clothing)	5,000
United Way of the Stanislaus Area	Modesto	CA	PC	Support Education Initiative	7,500
University of Chicago	Chicago	IL	PC	James Cronin Graduate Student FellowshipFund	250,000
University of Illinois Foundation	Urbana	IL	PC	Ctr for Wounded Vets in Higher Education	250,000
University of Maryland College Park Foundation	College Park	MD	PC	Dept of Mech Eng/Capstone Design Program	20,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
University of Nevada, Las Vegas Foundation	Las Vegas	NV	PC	Solar Decathlon 2013	5,000
University of Pittsburgh	Pittsburgh	PA	PC	Thornburgh Forum Speaker Series	5,000
University of Wisconsin Foundation	Madison	WI	PC	WI-Alum Chgo Chpt Scholarship Program	10,000
University of Wisconsin Foundation	Madison	WI	PC	College of Engineering Tutoring Program	200,000
US Green Building Council/ MO Gateway Chapter	St Louis	MO	PC	Program Funding	2,500
USO	Arlington	VA	PC	2013 Official Partner Sponsor - USO2GO	100,000
USOC	Colorado Springs	CO	PC	Athlete Services & Programs	50,000
Vaccine & Gene Therapy Institute of FL	Port Saint Lucie	FL	PC	Research Equipment-RC-6 + Single Phase Centrifuge	20,000
Vail Place Inc	Hopkins	MN	PC	Hopkins Clubhouse Kitchen Renovation	10,000
Vermont's Camp Ta-Kum-Ta	South Hero	VT	PC	Septic Project	10,000
Vernon Regional Jr College Foundation	Vernon	TX	PC	Technical Education Scholarships	10,000
Virginia Museum of Transportation Inc	Roanoke	VA	PC	Restoration of Exhibit Equipment	10,000
Vocational Administrators of Pennsylvania	Camp Hill	PA	PC	Upper Bucks Voc Tech-Scholars/Awards/Certificates	5,000
Volunteer Ascension	Gonzales	LA	PC	School Supplies/Uniforms	10,000
Volunteers of America Inc	Alexandria	VA	PC	Grtr New Orleans Chapter/Adoption Program	5,000
VSC Foundation, Inc	Montpelier	VT	SO I	Welding Center/Randolph Center	5,000
Waco Foundation	Waco	TX	PC	West Volunteer Fire Dept	30,000
Wake Technical Community College Foundation Inc	Raleigh	NC	SO II	Scholarships - Applied Technology	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Warren County Community Services	Lebanon	OH	PC	Sr Nutrition Program/Computer Upgr 741 Ctr	10,000
Washington Animal Rescue League	Washington	DC	PC	Project Rescue	5,000
Waukegan Regional Air Show	Waukegan	IL	PC	Announcer Stand Sponsorship	10,000
Waves of Mercy Foundation	Hudsonville	MI	PC	Hand2Hand Program	10,000
WCCCD Scholarship Committee	Detroit	MI	PC	Scholarships - Tech Ed	10,000
Welcome Home Inc	Columbia	MO	PC	Program funding	2,500
Wellmont Foundation	Kingsport	TN	PC	Cancer Patient Assistance Fund	10,000
West-Mec Alliance	Glendale	AZ	PC	Project SEARCH Distribution Logistics	15,000
West Ohio Food Bank	Lima	OH	PC	Storage & Transportation of Food	5,000
West Suburban Pads Inc	Maywood	IL	PC	Program Funding	7,500
West Virginia University Hospitals Inc	Morgantown	WV	PC	Rosenbaum Family House	7,000
Western Indiana Community Fdn Inc	Veedersburg	IN	PC	SE Fountain Community Fdn/Field Trips	7,500
Western Iowa Tech Community College Foundation	Sioux City	IA	PC	\$5K Tech Scholarships; \$5K Equipment	10,000
Wheaton Franciscan Healthcare- All Saints Foundation	Racine	WI	SO I	NICU Closet Supplies	10,000
Wichita Falls Area Food Bank	Wichita Falls	TX	PC	Purchase Food	10,000
Widows Orphans & Disabled Firemens Fund	Los Angeles	CA	PC	Program Support	5,000
Wikimedia Foundation, Inc	San Francisco	CA	PC	Program support	5,000
Will-Grundy Center for Independent Living Inc	Joliet	IL	PC	Assistive Tech Devices for Disabled Children	5,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
Will County Center for Community Concerns	Joliet	IL	PC	Holiday Baskets/Food/Clothing	5,000
William R Moore College of Technology	Memphis	TN	PC	Training Boards/Ind & Elec Plant Maint	5,000
Wm M Davies Jr Career & Tech High School	Lincoln	RI	PC	Upgrades to Machine Technology Dept	5,000
Woburn Council of Social Concern Inc	Woburn	MA	PC	\$5K Annual Auction Expense/\$5K Food	10,000
Women for Warnors Foundation Inc	Moore	OK	PC	Spokes4Hope Program	5,000
Worcester County Food Bank Inc	Shrewsbury	MA	PC	Purchase Food	10,000
Workshops for Warriors, Inc	San Diego	CA	PC	Cost of One Welding Booth	16,000
Wounded Warrior Project	Jacksonville	FL	PC	TRACK Program	5,000
WPI Firefighter's Fund	Fort Worth	TX	PC	Program Funding	2,500
Wright-Way Rescue	Niles	IL	PC	New/Replacement Facility Fund	2,500
YEA Corps	Edina	MN	PC	Sustainable & Urban Agri Systems Program	10,000
Year Up, Inc	Boston	MA	PC	Chicago Chapter-Certification Programs	10,000
YMCA Leaning Tower	Niles	IL	PC	Updating Family/Multi-purpose Room	5,000
YMCA of Boulder Valley	Lafayette	CO	PC	Seasonal Outdoor Pool Cover	2,500
YMCA of Central Ohio	Columbus	OH	PC	Performing Arts Summer Camp	10,000
YMCA of Central Ohio-Downtown	Columbus	OH	PC	New Equipment Purchases/Program Development	10,000
YMCA of Central Virginia	Lynchburg	VA	PC	Program Funding-Jamerson Family YMCA	2,500
YMCA of Greater Boston	Boston	MA	PC	Military/Veteran Programs-Charlestown Chapter	10,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
YMCA of Greater Houston	Houston	TX	PC	Community Garden Project (249 Location)	20,000
YMCA of Greater Houston Area	Houston	TX	PC	Richmond, TX TW Davis YMCA Partners Campaign	5,000
YMCA of Greater Seattle	Seattle	WA	PC	Northshore Partners with Youth Campaign	2,500
YMCA of Greater Seattle	Seattle	WA	PC	Bellevue-High Five Campaign	2,500
YMCA of Greater Seattle	Seattle	WA	PC	Program Funding for Homeless Youth	10,000
YMCA of Greater Syracuse	Syracuse	NY	PC	North Area Family YMCA-Y Partners 2013	5,000
YMCA of Greenville	Greenville	SC	PC	Open Doors Community Support Campaign	10,000
YMCA of Northern Rock County, Inc	Janesville	WI	PC	Crossridge/Parker Project	5,000
YMCA of San Diego County	San Diego	CA	PC	Camp Surf Program	2,000
YMCA of San Diego County	San Diego	CA	PC	Border View - Program Support	1,500
YMCA of San Diego County	San Diego	CA	PC	Mottino Family YMCA-Underprivileged Fund	6,000
YMCA of the Pikes Peak Region	Colorado Springs	CO	PC	Camp Shady Brook Renovations	5,000
YMCA of the Rockies	Estes Park	CO	PC	Youth Camp Funds	1,000
Youth Emergency Services Inc	Gillette	WY	PC	ACE/PACE Programs	7,500
Youth First Inc	Evansville	IN	PC	"Strengthening Families" Program	6,000
Youth Job Center of Evanston Inc	Evanston	IL	PC	General Support	2,500
Youth Oasis	Baton Rouge	LA	PC	Shelter Furnishings	10,000
Youth Villages Inc	Bartlett	TN	PC	Kitchen Equipment	15,000
YWCA of Silicon Valley	San Jose	CA	PC	Counseling Supplies for Therapy	5,000

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ORGANIZATION	CITY	STATE	FDN STATUS	PURPOSE OF GRANT	\$ AMOUNT
YWCA of the Mohawk Valley	Utica	NY	PC	Educ Awareness Program-Domestic/Sexual Violence	10,000
YWCA Rock County	Janesville	WI	PC	Walk A Mile in Her Shoes Event	5,000
TOTAL CASH CONTRIBUTIONS					<u>10,147,258</u>
STOCK CONTRIBUTIONS					
The Field Museum	Chicago	IL	PC	Grainger Digital Initiative	1,812,861
Illinois Institute of Technology	Chicago	IL	PC	Innovation Center	1,015,581
Mayo Clinic	Rochester	MN	PC	Regen Medicine, Engineering, Indiv Medicine	1,495,675
Mayo Clinic	Rochester	MN	PC	Assistive & Restorative Technology Program	2,503,447
Museum of Science & Industry	Chicago	IL	PC	Mirror Maze/ Nature of Numbers	2,489,783
Rehabilitation Institute of Chicago	Chicago	IL	PC	Pediatric Ability Lab	2,485,504
University of Illinois Foundation	Urbana	IL	PC	Grainger Engineering Breakthroughs Initiative	24,938,241
University of Illinois Foundation	Urbana	IL	PC	ECE Building	4,818,652
Window to the World Communications (WTTW)	Chicago	IL	PC	Media Center	3,003,237
TOTAL STOCK CONTRIBUTIONS					<u>44,562,981</u>
TOTAL 2013 CONTRIBUTIONS					<u>54,710,239</u>