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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

12/01, 2013, and ending

11/30, 2014

Name of foundation DRUCKENMILLER FOUNDATION		A Employer identification number 13-3735187
Number and street (or P O box number if mail is not delivered to street address) Room/suite		B Telephone number (see instructions) (212) 830-6650
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10019		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,124,511,100.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses (The total amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)		120,000,000.			
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		2,221.	2,221.		ATCH 1
4 Dividends and interest from securities					
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		13,047,294.			
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			13,047,294.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH. 2		119,858,244.	119,858,244.		
12 Total Add lines 1 through 11		252,907,759.	132,907,759.		
13 Compensation of officers, directors, trustees, etc		0			
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)					
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions) ATCH. 3		2,505,839.	230,839.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) ATCH. 4		1,500.			
24 Total operating and administrative expenses. Add lines 13 through 23		2,507,339.	230,839.		
25 Contributions, gifts, grants paid		75,400,700.			75,400,700.
26 Total expenses and disbursements Add lines 24 and 25		77,908,039.	230,839.		75,400,700.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		174,999,720.			
b Net investment income (if negative, enter -0-)			132,676,920.		
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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	30,311,989.	17,642,809.	17,642,809.
	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)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 5	756,271,049.	943,945,749.	1,106,868,291.
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	786,583,038.	961,588,558.	1,124,511,100.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons .			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ ☒ check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	512,093.	512,093.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds . .	786,070,945.	961,076,465.	
	30	Total net assets or fund balances (see instructions)	786,583,038.	961,588,558.	
	31	Total liabilities and net assets/fund balances (see instructions)	786,583,038.	961,588,558.	

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	786,583,038.
2	Enter amount from Part I, line 27a	2	174,999,720.
3	Other increases not included in line 2 (itemize) ▶ ATCH 6	3	5,800.
4	Add lines 1, 2, and 3	4	961,588,558.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	961,588,558.

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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 "SEE STATEMENT 9"					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	73,509,382.	930,361,195.	0.079012
2011	41,978,403.	855,148,379.	0.049089
2010	53,405,103.	824,282,357.	0.064790
2009	42,165,224.	813,288,453.	0.051845
2008	25,946,495.	679,572,986.	0.038181
2 Total of line 1, column (d)			2 0.282917
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 0.056583
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 1,042,494,714.
5 Multiply line 4 by line 3			5 58,987,478.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,326,769.
7 Add lines 5 and 6			7 60,314,247.
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 75,400,700.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	1,326,769.
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	1,326,769.
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	1,326,769.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,715,352.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,715,352.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,388,583.	
11 Enter the amount of line 10 to be. Credited to 2014 estimated tax ☐ 1,388,583. Refunded ☐ ☐	11		

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ☐ N/A				
14	The books are in care of ☐ DUQUESNE FAMILY OFFICE LLC Telephone no ☐ 212-830-6600			
Located at ☐ 40 W 57TH ST, 24TH FL. NEW YORK, NY ZIP+4 ☐ 10022				
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?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ☐				

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? ☐	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No		
If "Yes," list the years ☐			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) ☐	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ☐		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) ☐	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ☐	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? ☐	4b	X

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b** ☒ X

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No

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

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ 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
ATCH 7		0	0	0

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

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

Total number of other employees paid over \$50,000 ☐Form **990-PF** (2013)

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

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

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	33 SCHOLARSHIPS GRANTED	200,700.
2		
3		
4		

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

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

Amount

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	28,455,028.
c	Fair market value of all other assets (see instructions)	1c	1,029,915,240.
d	Total (add lines 1a, b, and c)	1d	1,058,370,268.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,058,370,268.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	15,875,554.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,042,494,714.
6	Minimum investment return. Enter 5% of line 5	6	52,124,736.

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	52,124,736.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,326,769.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,326,769.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	50,797,967.
4	Recoveries of amounts treated as qualifying distributions	4	5,800.
5	Add lines 3 and 4	5	50,803,767.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	50,803,767.

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	75,400,700.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	75,400,700.
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	1,326,769.
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	74,073,931.

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				50,803,767.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 <u>11</u> , 20 <u>10</u> , 20 <u>09</u>				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				7,121,943.
d From 2011				
e From 2012				27,833,230.
f Total of lines 3a through e	34,955,173.			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ <u>75,400,700.</u>				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				50,803,767.
e Remaining amount distributed out of corpus	24,596,933.			
5 Excess distributions carryover applied to 2013 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	59,552,106.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	59,552,106.			
10 Analysis of line 9.				
a Excess from 2009				
b Excess from 2010				7,121,943.
c Excess from 2011				
d Excess from 2012				27,833,230.
e Excess from 2013				24,596,933.

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

NOT APPLICABLE

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

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

4942(j)(3) or		4942(j)(5)
---------------	--	------------

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

b 85% of line 2a

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

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

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

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

a "Assets" alternative test - enter

(1) Value of all assets

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

b "Endowment" alternative test—enter 2/3 of minimum 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))

STANLEY F. DRUCKENMILLER

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

N/A

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

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

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

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

SEE STATEMENT 10

c Any submission deadlines:

SEE STATEMENT 10

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

SEE STATEMENT 10

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 <i>Paid during the year</i> ATCH 8				
Total			▶ 3a	75,400,700.
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

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

JSA Form 990-PF (2013)

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

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

[illegible]

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

**Sign
Here**

Signature of officer or trustee

4/14/15
Date

► Trustee
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name
MARK C. MOORES

Preparer's signature 

Date 4/14/2011

Check ☐ if self-employed

PTIN	P00844084
------	-----------

Firm's name ▶ SFM LLC-TAX

Firm's address ► 888 SEVENTH AVENUE, 33RD FLOOR
NEW YORK, NY

Firm's FIN

Phone no

Form **990-PF** (2013)

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**

DRUCKENMILLER FOUNDATION

Employer identification number

13-3735187

Organization type (check one):**Filers of:****Section:**

Form 990 or 990-EZ

☐ 501(c)(03) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

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

Name of organization **DRUCKENMILLER FOUNDATION**Employer identification number
13-3735187**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	STANLEY DRUCKENMILLER C/O DUQUESNE FAMILY OFFICE 40 W. 57TH ST NEW YORK, NY 10019	\$ 120,000,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization **DRUCKENMILLER FOUNDATION**

Employer identification number

13-3735187

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

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

Name of organization DRUCKENMILLER FOUNDATION

Employer identification number

13-3735187

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

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

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

DRUCKENMILLER FOUNDATION

13-3735187

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PNC BANK N.A.	2,221.	2,221.
TOTAL	<u>2,221.</u>	<u>2,221.</u>

DRUCKENMILLER FOUNDATION

13-3735187

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
NO MARGIN FUND LP	119,858,244.	119,858,244.
TOTALS	<u>119,858,244.</u>	<u>119,858,244.</u>

DRUCKENMILLER FOUNDATION

13-3735187

ATTACHMENT 3

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAX	230,839.	230,839.
FEDERAL EXCISE TAX	2,275,000.	
TOTALS	<u>2,505,839.</u>	<u>230,839.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

REVENUE
AND
EXPENSES
PER BOOKS

DESCRIPTION
OTHER EXPENSES

1,500.

TOTALS

1,500.

DRUCKENMILLER FOUNDATION

13-3735187

ATTACHMENT 5

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
NO MARGIN FUND LP	756,271,049.	943,945,749.	1,106,868,291.
TOTALS	<u>756,271,049.</u>	<u>943,945,749.</u>	<u>1,106,868,291.</u>

ATTACHMENT 6FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
GRANTS RETURNED	5,800.
TOTAL	<u>5,800.</u>

DRUCKENMILLER FOUNDATION

13-3735187

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

ATTACHMENT 7

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
STANLEY F. DRUCKENMILLER 40 WEST 57TH STREET, 24TH FLOOR NEW YORK, NY 10019	TRUSTEE	0	0	0
FIONA DRUCKENMILLER 40 WEST 57TH STREET, 24TH FLOOR NEW YORK, NY 10019	TRUSTEE	0	0	0
GERALD KERNER C/O DUQUESNE FAMILY OFFICE LLC 40 WEST 57TH STREET, 24TH FLOOR NEW YORK, NY 10019	ADMIN. OFFICER	0	0	0
	GRAND TOTALS	<u>0</u>	<u>0</u>	<u>0</u>

DRUCKENMILLER FOUNDATION

13-3735187

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

ATTACHMENT 8

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
MICHAEL HOYSAN 108 RIDGE VIEW DRIVE NEW KENSINGTON, PA 15068	NONE PC	SCHOLARSHIP - PENN STATE UNIVERSITY	6,000
KENNINGTON KNAPP 725 14TH STREET OAKMONT, PA 15139	NONE PC	SCHOLARSHIP - PENNSYLVANIA STATE UNIVERSITY	7,100
MATTHEW READING 117 FAWN DRIVE LOWER BURRELL, PA 15068	NONE PC	SCHOLARSHIP - PENNSYLVANIA STATE UNIVERSITY	6,500
THOMAS HUDEC 505 WILLOW HEDGE COURT MONROEVILLE, PA 15146	NONE PC	SCHOLARSHIP - COLORADO STATE UNIVERSITY	6,800
BOWDOIN COLLEGE 4100 COLLEGE STATION BRUNSWICK, ME 04011	NONE PC	GENERAL	10,000,000
CAPE ELEUTHERA FOUNDATION P O BOX 6008 LAWRENCEVILLE, NJ 08648	NONE PC	GENERAL	150,000

DRUCKENMILLER FOUNDATION

13-3735187

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

ATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ENVIRONMENTAL DEFENSE FUND 257 PARK AVENUE SOUTH NEW YORK, NY 10010	NONE FC	GENERAL	3,150,000
HARLEM CHILDREN'S ZONE 103 WEST 108TH STREET NEW YORK, NY 10025	NONE FC	GENERAL	30,000,000
THE NEW YORK STEM CELL FOUNDATION 1995 BROADWAY, SUITE 600 NEW YORK, NY 10023	NONE FC	GENERAL	1,000,000
THE SPENCE SCHOOL 22 EAST 91ST STREET NEW YORK, NY 10128	NONE FC	GENERAL	3,000,000
UBUNTU EDUCATION FUND 32 BROADWAY #414 NEW YORK, NY 10004	NONE FC	GENERAL	25,000
BRENDAN ANTHONY 734 10TH STREET OAKMONT, PA 15139	NONE FC	SCHOLARSHIP - PENNSYLVANIA STATE UNIVERSITY	2,200

BRUCKENMILLER FOUNDATION

13-3735187

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

ATTACHMENT 8 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CHRISTOPHER DECARLO 114 CHEROKEE COURT FREEPORT, PA 16229	NONE PC	SCHOLARSHIP - DUQUESNE UNIVERSITY	8,200
EVAN GARDA 813 8TH STREET OAKMONT, PA 15139	NONE PC	SCHOLARSHIP - OHIO STATE UNIVERSITY	5,000
PHILLIP CAPPO 42 ARTMAN WAY LECCHBURG, PA 15656	NONE PC	SCHOLARSHIP - DUQUESNE UNIVERSITY	4,800
NICOLETTE MIELECKI 210 ARNER ROAD FREEPORT, PA 16229	NONE PC	SCHOLARSHIP - PENN STATE UNIVERSITY	5,000
ALEX GLADYSIEWSKI 402 WATER STREET, BOX 30 MANORVILLE, PA 16238	NONE PC	SCHOLARSHIP - DUQUESNE UNIVERSITY	6,600
ALEX REYNOLDS 3360 CLEMENTS ROAD PITTSBURGH, PA 15239	NONE PC	SCHOLARSHIP - POINT PARK UNIVERSITY	11,000

DRUCKENMILLER FOUNDATION

13-3735187

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

ATTACHMENT 8 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CAMDEN KELLY 305 ARGONNE DRIVE NEW KENSINGTON, PA 15068	NONE PC	SCHOLARSHIP - POINT PARK UNIVERSITY	6,400
FRANK TROZZI 341 CLAREMONT DRIVE LOWER BURRELL, PA 15068	NONE PC	SCHOLARSHIP - PENN STATE UNIVERSITY	6,100
GIULIANA LAELLA 127 ARGONNE DRIVE NEW KENSINGTON, PA 15068	NONE PC	SCHOLARSHIP - PENN STATE UNIVERSITY	7,500
JACOB MILBERGER 713 15TH STREET OAKMONT, PA 15139	NONE PC	SCHOLARSHIP - UNIVERSITY OF ROCHESTER	6,300
JONATHAN WRIGHT 1523 MERION LANE OAKMONT, PA 15139	NONE PC	SCHOLARSHIP - KENT STATE UNIVERSITY	10,100
KAITLIN MCCARTHY 1065 MCALLISTER DRIVE NEW KENSINGTON, PA 15068	NONE PC	SCHOLARSHIP - VIRGINIA TECH UNIVERSITY	15,000

DRUCKENMILLER FOUNDATION

13-3735187

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

ATTACHMENT 8 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SEVERIO PICCOLINO 627 SEVENTH STREET OAKMONT, PA 15139	NONE PC	SCHOLARSHIP - ALLEGHENY COLLEGE	3,500
ANIMAL RESCUE FUND OF THE HAMPTONS 90 DANIELS HOLE ROAD EAST HAMPTON, NY 11937	NONE PC	GENERAL	10,000
BROWN UNIVERSITY 75 WATERMAN STREET PROVIDENCE, RI 02912	NONE PC	GENERAL	5,000,000
CENTER FOR ADVANCING HEALTH 2000 FLORIDA AVENUE NW, SUITE 210 WASHINGTON, DC 20009-1231	NONE PC	GENERAL	45,000
FUTURO MEDIA 361 WEST 125TH STREET, 4TH FL NEW YORK, NY 10027	NONE PC	GENERAL	200,000
SOUTHAMPTON ANIMAL SHELTER FOUNDATION P O BOX 696 HAMPTON BAYS, NY 11946	NONE PC	GENERAL	10,000

DRUCKENMILLER FOUNDATION

13-3735187

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

ATTACHMENT 8 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SOUTHAMPTON BATH & TENNIS CHARITABLE FUND 212 GIN LN SOUTHAMPTON, NY 11968	NONE PC	GENERAL	75,000
STANFORD UNIVERSITY 450 SERRA MALL STANFORD, CA 94305	NONE PC	GENERAL	7,000,000
ANTHONY MALKY 756 ALLEGHENY RIVER BOULEVARD OAKMONT, PA 15139	NONE PC	SCHOLARSHIP - UNIVERSITY OF AKRON (\$6,300) SCHOLARSHIP - COLLEGE OF WOOSTER (\$6,300)	12,600
JACOB RAYBURG 317 KEYSTONE DRIVE NEW KENSINGTON, PA 15068	NONE PC	SCHOLARSHIP - PENN STATE UNIVERSITY	4,300
JORDAN KIEBLER 1004 COOPER STREET VANDERGRIFT, PA 15690	NONE PC	SCHOLARSHIP - UNIVERSITY OF PITTSBURGH AT JOHNSTOWN	6,000
JORDAN LOCK 183 BYERLY DRIVE JEANNETTE, PA 15644	NONE PC	SCHOLARSHIP - UNIVERSITY OF PITTSBURGH AT JOHNSTOWN	5,000

DRUCKENMILLER FOUNDATION

13-3735187

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

ATTACHMENT 8 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
MATTHEW YERACE 515 BRAEVIEW STREET LOWER BURRELL, PA 15068	NONE PC	SCHOLARSHIP - PENN STATE UNIVERSITY	5,100
VINCENT PICCOLINO 627 SEVENTH STREET OAKMONT, PA 15139	NONE PC	SCHOLARSHIP - EDINBORO UNIVERSITY (\$5,800) SCHOLARSHIP - SLIPPERY ROCK UNIVERSITY (\$5,800)	11,600
ZACHARY PROCIDA 810 LIMCREST ROAD PITTSBURGH, PA 15221	NONE PC	SCHOLARSHIP - UNIVERSITY OF PITTSBURGH	7,200
AMERICAN MUSEUM OF NATURAL HISTORY CENTRAL PARK WEST AT 79TH STREET NEW YORK, NY 10024-5192	NONE PC	GENERAL	10,000,000
CALIFORNIA COMMUNITY FOUNDATION 221 S FIGUEROA ST , SUITE 400 LOS ANGELES, CA 90012	NONE PC	GENERAL	550,000.
HUMANE SOCIETY OF THE UNITED STATES 2100 L ST , NW WASHINGTON, DC 20037	NONE PC	GENERAL	50,000

BRUCKENMILLER FOUNDATION

13-3735187

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

ATTACHMENT 8 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
NYU LANGONE MEDICAL CENTER 550 FIRST AVENUE NEW YORK, NY 10016	NONE PC	GENERAL	200,000
LUKE MARIOTT 212 SILVERVIEW DRIVE SARVER, PA 16055	NONE PC	SCHOLARSHIP - PENN STATE UNIVPSITY	2,500
ZACHARY LEAR 418 CALIFORNIA AVENUE OAKMONT, PA 15139	NONE PC	SCHOLARSHIP - UNIVERSITY OF PITTSBURGH	3,000
JAMES SULLIVAN 218 SCARBOROUGH DRIVE CHESWICK, PA 15024	NONE PC	SCHOLARSHIP - UNIVERSITY OF PITTSBURGH	2,000
BRANDON MOON 8244 LAMOR ROAD MERCER, PA 16137	NONE PC	SCHOLARSHIP - POINT PARK UNIVERSITY	4,400
JASON ANTHONY 734 10TH STREET OAKMONT, PA 15139	NONE PC	SCHOLARSHIP - WEST VIRGINIA UNIVERSITY	1,200

DRUCKENMILLER FOUNDATION

13-3735187

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

ATTACHMENT 8 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
DANIEL MILBERGER 713 15TH STREET OAKMONT, PA 15139	NONE FC	SCHOLARSHIP - XAVIER UNIVERSITY	4,200
OWEN SEBASTIAN 744 TENTH STREET OAKMONT, PA 15139	NONE FC	SCHOLARSHIP - TEMPLE UNIVERSITY	6,000
MATTHEW MOORE 320 WOODSTREAM DRIVE PITTSBURGH, PA 15238	NONE FC	SCHOLARSHIP - OHIO WESLEYAN UNIVERSITY	1,500
BARNARD COLLEGE 3009 BROADWAY NEW YORK, NY 10027	NONE FC	GENERAL	40,000
MEMORIAL SLOAN KETTERING CANCER CENTER 633 THIRD AVENUE, 28TH FLOOR NEW YORK, NY 10017	NONE FC	GENERAL	3,000,000
NEW YORK GENOME CENTER 101 AVENUE OF THE AMERICAS, 7TH FLOOR NEW YORK, NY 10013	NONE FC	GENERAL	1,000,000

DRUCKENMILLER FOUNDATION

13-3735187

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

ATTACHMENT 8 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

<u>RECIPIENT NAME AND ADDRESS</u>	<u>FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
NEW YORK PUBLIC LIBRARY 455 FIFTH AVENUE, 4TH FLOOR NEW YORK, NY 10016	NONE PC	GENERAL	50,000
NYC MISSION SOCIETY 105 EAST 22ND STREET NEW YORK, NY 10010	NONE PC	GENERAL	15,000
PATH FOUNDATION 304 PARK AVENUE SOUTH NEW YORK, NY 10010	NONE PCF	GENERAL	25,000
REACHING U, A FOUNDATION FOR URUGUAY P O BOX 3251 NEW YORK, NY 10163	NONE PC	GENERAL	10,000
ROBIN HOOD FOUNDATION 826 BROADWAY, 9TH FLOOR NEW YORK, NY 10003	NONE PC	GENERAL	225,000
THE BOYS CLUB OF NEW YORK 287 EAST 10TH STREET NEW YORK, NY 10009	NONE PC	GENERAL	50,000

BRUCKENMILLER FOUNDATION

13-3735187

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

ATTACHMENT 8 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
THE NEW YORK WOMENS FOUNDATION 39 BROADWAY, 23RD FLOOR NEW YORK, NY 10006	NONE PC	GENERAL	12,500
THE EPISCOPAL SCHOOL 35 EAST 69TH STREET NEW YORK, NY 10021	NONE PC	GENERAL	15,000
THE LOUIS ARMSTRONG CENTER FOR MUSIC MOUNT SINAI BETH ISRAEL FIRST AVENUE AT 16TH STREET NEW YORK, NY 10003	NONE PC	GENERAL	35,000
WORKING DOGS FOR CONSERVATION 52 EUSTIS ROAD THREE FORKS, MT 59752	NONE PC	GENERAL	7,500
CHESS BEYOND BORDERS 80 JESSE COURT MONTVILLE, NJ 07045	POF	GENERAL	250,000
TOTAL CONTRIBUTIONS PAID			<u>75,400,700</u>

FORM 990PF, PART IV - CAPITAL GAINS AND LOSSES

(a) Description	Date acquired	Date sold	Gross sales price	Cost or basis	Gain or (loss)
1a Sec 1256 Gain/(Loss) from No Margin Fund, L P			(46,886,043)		(46,886,043)
1b Short-Term Capital Gain/(Loss) from No Margin Fund, L P			38,757,575		38,757,575
1c Long-Term Capital Gain/(Loss) from No Margin Fund, L P			<u>21,175,762</u>		<u>21,175,762</u>
2 Total Capital Gain/ (Loss)			<u>13,047,294</u>	<u>0</u>	<u>13,047,294</u>

OAKMONT SCHOLARSHIP APPLICATION

Please note the following additional facts regarding Oakmont Scholarships:

- If you have not caddied at Oakmont Country Club during the past year, then you are not eligible.
 - Scholarships are available for a maximum of 5 years of college. You must reapply each year.
 - Scholarships are not available for graduate school, with respect to joint undergraduate/graduate degree programs, scholarships are not available for any portion of the program that takes longer to complete than 5 years.
-
- Scholarships awarded are paid directly to the college for the billing account of the applicant – the funds are not paid to the applicant.
 - July 1 is the deadline for submitting your application and all supporting documentation. If you have any questions, please call 212-404-1150. You should mail your application to:

Oakmont Scholarship
40 West 57th Street, 25th Floor
New York, NY 10019

I. Applicant's Name and Address:

2. Home telephone number, and any other telephone numbers at which you can be reached during the period that your application is pending:

Home: -----

Other: -----

3. Email address, if you have one: -----

4. Fax number, if you have one: -----

5. College Information:

(a) If you will be a freshman during the coming academic year, provide the name of the college you plan to attend, and its address:

College : -----

Address: -----

(b) If you have been attending college prior to the time of your application, provide its name, its address and the years of college you have already completed (for example, "freshman and sophomore years are completed", or "freshman and half of sophomore years have been completed"). If you have attended more than one college, provide the information as to each school, using a separate sheet for additional space:

College Attended: -----

Address: -----

Years completed: -----

(c) If you have been attending college, or have done so in the past, but are now transferring to a different college, name the college you will be attending, the address, and the level at which you will be entering (for example, as a first semester junior):

Transferring to: _____

Address: _____

Entering Level: _____

(d) Please provide the name and telephone number (with area code) of the financial aid officer at the college you will be attending.

(e) If your decision concerning which college to attend (either as a freshman or as a transfer student) depends on the availability of financial aid (including loans) or scholarship funds, please describe those circumstances (if you need more space, attach separate sheets):

6. Caddie Experience:

(a) Please indicate the calendar years during which you caddied at Oakmont Country Club, and the number of rounds for each year:

Year	Number of Rounds

(b) If you would like to provide any explanation regarding periods when you did not caddie, or when your participation was reduced, please do so in the following space:

(c) Please arrange for the Caddie Master to provide us with a letter of recommendation.

7. Personal Recommendations: You must provide the names and telephone numbers of at least two teachers or college professors who will submit written recommendations on your behalf. You may also submit additional recommendation letters from coaches, employers or others.

Name	<u>Relationship to You</u> (Teacher, Coach, etc.)	<u>Tel. Number</u>
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8. Academic Performance:

(a) You must arrange for your high school or college(s) to submit to us your official transcripts.

(b) If you would like to discuss or explain any aspect of your high school or college transcript, please include it with this application on a separate sheet of paper. This is optional.

9. Activities and Leadership Positions: Please list extra-curricular activities in which you have taken part, such as sports, clubs and student organizations and describe any leadership positions you may have held with respect to such activities. Please comment on any special recognition you may have received for your efforts.

10. Community Activities: Please list any community or other organizations not associated with your school or college in which you have been active and indicate any positions of responsibility you have held.

11. Please describe the financial condition of your family:

12. Other Sources of Financial Aid:

(a) Are there any other possible sources of financial aid that you may receive with respect to the coming academic year, including scholarships, grants, student loans, etc.?

/ / YES / / NO

If YES, then please answer the following questions:

I. Have you been notified that any other financial aid is being provided to you from any other source?

/ / YES / / NO

If YES, then identify the source of the aid, the type of aid (for example, loan or scholarship or work study) the dollar amount and the number of years for which it will be provided.

2. What other possible financial aid may be available to you during the coming academic year? Provide the possible sources, amounts, type of aid (such as loan, scholarship, work study, etc.) and the status of your request for such aid (such as "being prepared, fully submitted, etc.).

(b) With respect to those applicants who are not entering their freshman year of college, did you receive any financial aid of any type (other than an Oakmont Scholarship) during any prior college years?

/ / YES / / NO

If YES, then provide the source, amount, and type of all such financial aid previously received:

13. Applicant's Statement:

In the space provided on the next page (or on separate pages which you prepare), please submit a typewritten essay that will enable us to become better acquainted with you. We are interested in knowing more about your personal goals and academic objectives- for high school applicants, why you want to go to college, what you are expecting from your college education, and why you should be granted an Oakmont Scholarship -for applicants presently in college, what your college experience to date has been, what you plan to do in the future, and why you should be granted an Oakmont Scholarship. If there are any special circumstances that you would like us to consider, please discuss those as well.

Essay:

14. Tax Returns: Complete copies of federal tax returns filed by the applicant and the applicant's parents for the ast two years must be submitted.

15. Certification and Signatures:

I hereby certify that the information submitted by the applicant in this Scholarship Application is true, complete and accurate in all respects to the best of my knowledge, information and belief. I understand that in the event that the information which is being provided is knowingly false or incomplete, that the applicant will forfeit any Scholarship which is granted and that I may be liable to repay the Oakmont Scholarship or reimburse the applicant's college.

Signed _____
(Applicant)

Signed _____
(Parent/Guardian)

Signed _____
(Parent/Guardian)