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Form 990-PF

Return of Private Foundation

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

2014

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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For calendar year 2014, or tax year beginning 01-01-2014, and ending 12-31-2014

Name of foundation: MATTEL CHILDREN'S FOUNDATION. A Employer identification number: 95-3263647. B Telephone number: (310) 252-4705. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$ 375,624. J Accounting method: Accrual.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), leading to Total expenses and disbursements of 4,564,944 and Excess of revenue over expenses of 0.

| <b>Part II Balance Sheets</b>      |   | 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 |
| <b>Assets</b>                      | <b>1</b>  | Cash—non-interest-bearing . . . . .   |                                     | 113,364           | 53,042                              | 53,042                |
|                                    | <b>2</b>  | Savings and temporary cash investments . . . . .  |                                     |                   |                                     |                       |
|                                    | <b>3</b>  | Accounts receivable ▶ <u>322,582</u>  |                                     |                   |                                     |                       |
|                                    |   | Less allowance for doubtful accounts ▶ _____  |                                     |                   | 322,582                             | 322,582               |
|                                    | <b>4</b>  | Pledges receivable ▶ _____  |                                     |                   |                                     |                       |
|                                    |   | Less allowance for doubtful accounts ▶ _____  |                                     |                   |                                     |                       |
|                                    | <b>5</b>  | Grants receivable . . . . .   |                                     |                   |                                     |                       |
|                                    | <b>6</b>  | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . . |                                     |                   |                                     |                       |
|                                    | <b>7</b>  | Other notes and loans receivable (attach schedule) ▶ _____  |                                     |                   |                                     |                       |
|                                    |   | Less allowance for doubtful accounts ▶ _____  |                                     |                   |                                     |                       |
|                                    | <b>8</b>  | Inventories for sale or use . . . . .   |                                     |                   |                                     |                       |
|                                    | <b>9</b>  | Prepaid expenses and deferred charges . . . . .   |                                     |                   |                                     |                       |
|                                    | <b>10a</b>  | Investments—U S and state government obligations (attach schedule)  |                                     |                   |                                     |                       |
|                                    | <b>b</b>  | Investments—corporate stock (attach schedule) . . . . .   |                                     |                   |                                     |                       |
|                                    | <b>c</b>  | Investments—corporate bonds (attach schedule) . . . . .   |                                     |                   |                                     |                       |
|                                    | <b>11</b>   | Investments—land, buildings, and equipment basis ▶ _____  |                                     |                   |                                     |                       |
|                                    | Less accumulated depreciation (attach schedule) ▶ _____   |   |                                     |                   |                                     |                       |
| <b>12</b>                          | Investments—mortgage loans . . . . .  |   |                                     |                   |                                     |                       |
| <b>13</b>                          | Investments—other (attach schedule) . . . . .   |   |                                     |                   |                                     |                       |
| <b>14</b>                          | Land, buildings, and equipment basis ▶ _____  |   |                                     |                   |                                     |                       |
|                                    | Less accumulated depreciation (attach schedule) ▶ _____   |   |                                     |                   |                                     |                       |
| <b>15</b>                          | Other assets (describe ▶ _____)   |   |                                     |                   |                                     |                       |
| <b>16</b>                          | <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I) |   |                                     | 113,364           | 375,624                             | 375,624               |
| <b>Liabilities</b>                 | <b>17</b>   | Accounts payable and accrued expenses . . . . .   |                                     |                   |                                     |                       |
|                                    | <b>18</b>   | Grants payable . . . . .  |                                     | 72,405            | 375,624                             |                       |
|                                    | <b>19</b>   | Deferred revenue . . . . .  |                                     |                   |                                     |                       |
|                                    | <b>20</b>   | Loans from officers, directors, trustees, and other disqualified persons  |                                     |                   |                                     |                       |
|                                    | <b>21</b>   | Mortgages and other notes payable (attach schedule) . . . . .   |                                     |                   |                                     |                       |
|                                    | <b>22</b>   | Other liabilities (describe ▶ _____)  | <input checked="" type="checkbox"/> | 40,959            | <input checked="" type="checkbox"/> | 0                     |
| <b>23</b>                          | <b>Total liabilities</b> (add lines 17 through 22)  |   | 113,364                             | 375,624           |                                     |                       |
| <b>Net Assets or Fund Balances</b> | <b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/>           |   |                                     |                   |                                     |                       |
|                                    | <b>and complete lines 24 through 26 and lines 30 and 31.</b>                                      |   |                                     |                   |                                     |                       |
|                                    | <b>24</b>   | Unrestricted . . . . .  |                                     |                   |                                     |                       |
|                                    | <b>25</b>   | Temporarily restricted . . . . .  |                                     |                   |                                     |                       |
|                                    | <b>26</b>   | Permanently restricted . . . . .  |                                     |                   |                                     |                       |
|                                    | <b>Foundations that do not follow SFAS 117, check here</b> <input type="checkbox"/>               |   |                                     |                   |                                     |                       |
|                                    | <b>and complete lines 27 through 31.</b>  |   |                                     |                   |                                     |                       |
|                                    | <b>27</b>   | Capital stock, trust principal, or current funds . . . . .  |                                     |                   |                                     |                       |
| <b>28</b>                          | Paid-in or capital surplus, or land, bldg, and equipment fund                                     |   |                                     |                   |                                     |                       |
| <b>29</b>                          | Retained earnings, accumulated income, endowment, or other funds                                  |   |                                     |                   |                                     |                       |
| <b>30</b>                          | <b>Total net assets or fund balances</b> (see instructions)                                       |   |                                     | 0                 | 0                                   |                       |
| <b>31</b>                          | <b>Total liabilities and net assets/fund balances</b> (see instructions)                          |   |                                     | 113,364           | 375,624                             |                       |

| <b>Part III Analysis of Changes in Net Assets or Fund Balances</b> |  |          |   |
|--|--|----------|---|
| <b>1</b>   | 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) | <b>1</b> | 0 |
| <b>2</b>   | Enter amount from Part I, line 27a   | <b>2</b> | 0 |
| <b>3</b>   | Other increases not included in line 2 (itemize) ▶ _____   | <b>3</b> | 0 |
| <b>4</b>   | Add lines 1, 2, and 3  | <b>4</b> | 0 |
| <b>5</b>   | Decreases not included in line 2 (itemize) ▶ _____   | <b>5</b> | 0 |
| <b>6</b>   | Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30  | <b>6</b> | 0 |

**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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo, day, yr) | (d) Date sold<br>(mo, day, yr) |
|--|--|------------------------------------|--------------------------------|
| <b>1a</b>  |  |                                    |                                |
|  |  |                                    |                                |
|  |  |                                    |                                |
|  |  |                                    |                                |

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

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                      |   | (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) |
|---|--------------------------------------|---|--|
| (i) FMV as of 12/31/69  | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |  |
| <b>a</b>  |                                      |   |  |
| <b>b</b>  |                                      |   |  |
| <b>c</b>  |                                      |   |  |
| <b>d</b>  |                                      |   |  |
| <b>e</b>  |                                      |   |  |

|          |   |   |          |  |
|----------|---|---|----------|--|
| <b>2</b> | Capital gain net income or (net capital loss)   | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 } | <b>2</b> |  |
| <b>3</b> | 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 | }   | <b>3</b> |  |

**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 instructions before making any entries

| (a)<br>Base period years Calendar<br>year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col (b) divided by col (c)) |
|--|--|--|---|
| 2013   | 4,668,850                                | 201,475                                      | 23.173347   |
| 2012   | 4,480,930                                | 159,489                                      | 28.095543   |
| 2011   | 4,079,848                                | 185,219                                      | 22.027157   |
| 2010   | 3,137,429                                | 176,695                                      | 17.756184   |
| 2009   | 2,693,656                                | 175,138                                      | 15.380192   |

|          |  |          |            |
|----------|--|----------|------------|
| <b>2</b> | Total of line 1, column (d).   | <b>2</b> | 106.432423 |
| <b>3</b> | 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 | <b>3</b> | 21.286485  |
| <b>4</b> | Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.  | <b>4</b> | 195,329    |
| <b>5</b> | Multiply line 4 by line 3.   | <b>5</b> | 4,157,868  |
| <b>6</b> | Enter 1% of net investment income (1% of Part I, line 27b).  | <b>6</b> | 0          |
| <b>7</b> | Add lines 5 and 6.   | <b>7</b> | 4,157,868  |
| <b>8</b> | Enter qualifying distributions from Part XII, line 4.  | <b>8</b> | 4,564,944  |

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

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

|           |   |           |   |
|-----------|---|-----------|---|
| <b>1a</b> | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1<br>Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions) |           |   |
| <b>b</b>  | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .  | <b>1</b>  | 0 |
| <b>c</b>  | All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)   |           |   |
| <b>2</b>  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)  | <b>2</b>  | 0 |
| <b>3</b>  | Add lines 1 and 2. . . . .  | <b>3</b>  | 0 |
| <b>4</b>  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)  | <b>4</b>  | 0 |
| <b>5</b>  | <b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .   | <b>5</b>  | 0 |
| <b>6</b>  | Credits/Payments  |           |   |
| <b>a</b>  | 2014 estimated tax payments and 2013 overpayment credited to 2014   | <b>6a</b> |   |
| <b>b</b>  | Exempt foreign organizations—tax withheld at source . . . . .   | <b>6b</b> |   |
| <b>c</b>  | Tax paid with application for extension of time to file (Form 8868) . . . . .   | <b>6c</b> |   |
| <b>d</b>  | Backup withholding erroneously withheld . . . . .   | <b>6d</b> |   |
| <b>7</b>  | Total credits and payments Add lines 6a through 6d. . . . .   | <b>7</b>  | 0 |
| <b>8</b>  | Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached   | <b>8</b>  |   |
| <b>9</b>  | <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .   | <b>9</b>  | 0 |
| <b>10</b> | <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .   | <b>10</b> |   |
| <b>11</b> | Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>   | <b>11</b> |   |

**Part VII-A Statements Regarding Activities**

|   | Yes | No |
|---|-----|----|
| <b>1a</b> 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? . . . . .  |     | No |
| <b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . .<br><i>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.</i> |     | No |
| <b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .  |     | No |
| <b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year<br><b>(1)</b> On the foundation <input type="checkbox"/> \$ <u>0</u> <b>(2)</b> On foundation managers <input type="checkbox"/> \$ <u>0</u>  |     |    |
| <b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ <u>0</u>  |     |    |
| <b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .<br><i>If "Yes," attach a detailed description of the activities.</i>   |     | No |
| <b>3</b> 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? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .  |     | No |
| <b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .   |     | No |
| <b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .  |     |    |
| <b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .<br><i>If "Yes," attach the statement required by General Instruction T.</i>   |     | No |
| <b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either<br>• By language in the governing instrument, or<br>• 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? . . . . .              | Yes |    |
| <b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i> . . . . .  | Yes |    |
| <b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions)<br><input type="checkbox"/> CA _____   |     |    |
| <b>b</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? <i>If "No," attach explanation.</i>  | Yes |    |
| <b>9</b> 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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)?<br><i>If "Yes," complete Part XIV</i> . . . . .   |     | No |
| <b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> <input type="checkbox"/>   | Yes |    |

**Part VII-A Statements Regarding Activities (continued)**

|           |  |           |            |           |
|-----------|--|-----------|------------|-----------|
| <b>11</b> | 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).   | <b>11</b> |            | <b>No</b> |
| <b>12</b> | 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)   | <b>12</b> |            | <b>No</b> |
| <b>13</b> | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?<br>Website address <b>WWW.MATTEL.COM/ABOUT-US/PHILANTHROPY</b>   | <b>13</b> | <b>Yes</b> |           |
| <b>14</b> | The books are in care of <b>JENNIFER MENNELL</b> Telephone no <b>(310) 252-4705</b><br>Located at <b>333 CONTINENTAL BLVD EL SEGUNDO CA</b> ZIP+4 <b>90245</b>   |           |            |           |
| <b>15</b> | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here <input type="checkbox"/><br>and enter the amount of tax-exempt interest received or accrued during the year <b>15</b>  |           |            |           |
| <b>16</b> | At any time during calendar year 2014, 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?<br>See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country | <b>16</b> | <b>Yes</b> | <b>No</b> |

**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. |  |           | <b>Yes</b> | <b>No</b> |
|---|--|-----------|------------|-----------|
| <b>1a</b>   | During the year did the foundation (either directly or indirectly)   |           |            |           |
|   | (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No   |           |            |           |
|   | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No   |           |            |           |
|   | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No   |           |            |           |
|   | (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No   |           |            |           |
|   | (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |           |            |           |
|   | (6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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>1b</b>   | If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/><br>Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>  | <b>1b</b> |            |           |
| <b>1c</b>   | 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 2014?  | <b>1c</b> |            | <b>No</b> |
| <b>2</b>  | 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))  |           |            |           |
| <b>a</b>  | At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>If "Yes," list the years <b>20</b> , <b>20</b> , <b>20</b> , <b>20</b>  |           |            |           |
| <b>b</b>  | Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions)   | <b>2b</b> |            |           |
| <b>c</b>  | If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>20</b> , <b>20</b> , <b>20</b> , <b>20</b>   |           |            |           |
| <b>3a</b>   | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No   |           |            |           |
| <b>b</b>  | If "Yes," did it have excess business holdings in 2014 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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i> ) | <b>3b</b> |            |           |
| <b>4a</b>   | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  | <b>4a</b> |            | <b>No</b> |
| <b>b</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 2014?  | <b>4b</b> |            | <b>No</b> |

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

|   |           |           |
|---|-----------|-----------|
| <p><b>5a</b> During the year did the foundation pay or incur any amount to</p> <p><b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><b>(4)</b> Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><b>(5)</b> Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br/>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p><b>c</b> 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? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No<br/>If "Yes," attach the statement required by Regulations section 53.4945–5(d). <input type="checkbox"/></p> <p><b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br/>If "Yes" to 6b, file Form 8870.</p> <p><b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> | <b>5b</b> | <b>No</b> |
| <b>6b</b>   | <b>6b</b> | <b>No</b> |
| <b>7b</b>   | <b>7b</b> |           |

**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 Additional Data Table |   |   |   |                                       |
|                           |   |   |   |                                       |
|                           |   |   |   |                                       |
|                           |   |   |   |                                       |
|                           |   |   |   |                                       |
|                           |   |   |   |                                       |
|                           |   |   |   |                                       |
|                           |   |   |   |                                       |

**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.  0

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

| (a) Name and address of each person paid more than \$50,000                                   | (b) Type of service                 | (c) Compensation |
|---|-------------------------------------|------------------|
| INSTITUTE OF INTERNATIONAL EDUCATION<br>530 BUSH STREET SUITE 1000<br>SAN FRANCISCO, CA 94108 | SCHOLARSHIP ADMINISTRATION SERVICES | 72,500           |
|   |                                     |                  |
|   |                                     |                  |
|   |                                     |                  |
|   |                                     |                  |
|   |                                     |                  |
|   |                                     |                  |
|   |                                     |                  |
|   |                                     |                  |
| <b>Total</b> number of others receiving over \$50,000 for professional services. . . . .      |                                     | 0                |

**Part IX-A Summary of Direct Charitable Activities**

| List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc | Expenses |
|---|----------|
| <b>1</b>  |          |
| <b>2</b>  |          |
| <b>3</b>  |          |
| <b>4</b>  |          |

**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 |   |
|--|--------|---|
| <b>1</b>   |        |   |
| <b>2</b>   |        |   |
| All other program-related investments See instructions   |        |   |
| <b>3</b>   |        |   |
| <b>Total.</b> Add lines 1 through 3 . . . . .  |        | 0 |

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

|          |  |           |         |
|----------|--|-----------|---------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes         |           |         |
| <b>a</b> | Average monthly fair market value of securities. . . . .   | <b>1a</b> | 0       |
| <b>b</b> | Average of monthly cash balances. . . . .  | <b>1b</b> | 198,304 |
| <b>c</b> | Fair market value of all other assets (see instructions). . . . .  | <b>1c</b> | 0       |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c). . . . .   | <b>1d</b> | 198,304 |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . . | <b>1e</b> | 0       |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets. . . . .  | <b>2</b>  | 0       |
| <b>3</b> | Subtract line 2 from line 1d. . . . .  | <b>3</b>  | 198,304 |
| <b>4</b> | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .  | <b>4</b>  | 2,975   |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4         | <b>5</b>  | 195,329 |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5. . . . .  | <b>6</b>  | 9,766   |

**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.)

|           |  |           |       |
|-----------|--|-----------|-------|
| <b>1</b>  | Minimum investment return from Part X, line 6. . . . .   | <b>1</b>  | 9,766 |
| <b>2a</b> | Tax on investment income for 2014 from Part VI, line 5. . . . .  | <b>2a</b> |       |
| <b>b</b>  | Income tax for 2014 (This does not include the tax from Part VI). . . . .  | <b>2b</b> |       |
| <b>c</b>  | Add lines 2a and 2b. . . . .   | <b>2c</b> | 0     |
| <b>3</b>  | Distributable amount before adjustments Subtract line 2c from line 1. . . . .                                    | <b>3</b>  | 9,766 |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions. . . . .   | <b>4</b>  | 0     |
| <b>5</b>  | Add lines 3 and 4. . . . .   | <b>5</b>  | 9,766 |
| <b>6</b>  | Deduction from distributable amount (see instructions). . . . .  | <b>6</b>  | 0     |
| <b>7</b>  | <b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . . | <b>7</b>  | 9,766 |

**Part XII Qualifying Distributions** (see instructions)

|          |  |           |           |
|----------|--|-----------|-----------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes  |           |           |
| <b>a</b> | Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .   | <b>1a</b> | 4,564,944 |
| <b>b</b> | Program-related investments—total from Part IX-B. . . . .  | <b>1b</b> | 0         |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .   | <b>2</b>  |           |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the  |           |           |
| <b>a</b> | Suitability test (prior IRS approval required). . . . .  | <b>3a</b> |           |
| <b>b</b> | Cash distribution test (attach the required schedule). . . . .   | <b>3b</b> |           |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4   | <b>4</b>  | 4,564,944 |
| <b>5</b> | 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). . . . . | <b>5</b>  | 0         |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .   | <b>6</b>  | 4,564,944 |

**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)<br>Corpus | (b)<br>Years prior to 2013 | (c)<br>2013 | (d)<br>2014 |
|--|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2014 from Part XI, line 7  |               |                            |             | 9,766       |
| <b>2</b> Undistributed income, if any, as of the end of 2014   |               |                            |             |             |
| <b>a</b> Enter amount for 2013 only. . . . .   |               |                            | 0           |             |
| <b>b</b> Total for prior years 20__ , 20__ , 20__  |               | 0                          |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2014   |               |                            |             |             |
| <b>a</b> From 2009. . . . .  |               |                            |             | 2,684,899   |
| <b>b</b> From 2010. . . . .  |               |                            |             | 3,128,594   |
| <b>c</b> From 2011. . . . .  |               |                            |             | 4,070,587   |
| <b>d</b> From 2012. . . . .  |               |                            |             | 4,472,956   |
| <b>e</b> From 2013. . . . .  |               |                            |             | 4,658,776   |
| <b>f</b> Total of lines 3a through e. . . . .  | 19,015,812    |                            |             |             |
| <b>4</b> Qualifying distributions for 2014 from Part XII, line 4 $\blacktriangleright$ \$ 4,564,944  |               |                            |             |             |
| <b>a</b> Applied to 2013, but not more than line 2a  |               |                            | 0           |             |
| <b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .  |               | 0                          |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .  | 0             |                            |             |             |
| <b>d</b> Applied to 2014 distributable amount. . . . .   |               |                            |             | 9,766       |
| <b>e</b> Remaining amount distributed out of corpus  | 4,555,178     |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2014<br>(If an amount appears in column (d), the same amount must be shown in column (a).)  | 0             |                            |             | 0           |
| <b>6</b> Enter the net total of each column as indicated below:  |               |                            |             |             |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5   | 23,570,990    |                            |             |             |
| <b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .  |               | 0                          |             |             |
| <b>c</b> 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                          |             |             |
| <b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions. . . . .  |               | 0                          |             |             |
| <b>e</b> Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions. . . . .  |               |                            | 0           |             |
| <b>f</b> Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015. . . . .  |               |                            |             | 0           |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .       | 0             |                            |             |             |
| <b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions). . . . .  | 2,684,899     |                            |             |             |
| <b>9</b> Excess distributions carryover to 2015.<br>Subtract lines 7 and 8 from line 6a. . . . .   | 20,886,091    |                            |             |             |
| <b>10</b> Analysis of line 9   |               |                            |             |             |
| <b>a</b> Excess from 2010. . . . .   |               |                            |             | 3,128,594   |
| <b>b</b> Excess from 2011. . . . .   |               |                            |             | 4,070,587   |
| <b>c</b> Excess from 2012. . . . .   |               |                            |             | 4,472,956   |
| <b>d</b> Excess from 2013. . . . .   |               |                            |             | 4,658,776   |
| <b>e</b> Excess from 2014. . . . .   |               |                            |             | 4,555,178   |

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

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. . . . .

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

|  | Tax year        | Prior 3 years   |                 |                 | <b>(e) Total</b> |
|--|-----------------|-----------------|-----------------|-----------------|------------------|
|  | <b>(a) 2014</b> | <b>(b) 2013</b> | <b>(c) 2012</b> | <b>(d) 2011</b> |                  |
| <b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .                      |                 |                 |                 |                 |                  |
| <b>b</b> 85% of line 2a . . . . .  |                 |                 |                 |                 |                  |
| <b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .   |                 |                 |                 |                 |                  |
| <b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .   |                 |                 |                 |                 |                  |
| <b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .                                    |                 |                 |                 |                 |                  |
| <b>3</b> Complete 3a, b, or c for the alternative test relied upon   |                 |                 |                 |                 |                  |
| <b>a</b> "Assets" alternative test—enter   |                 |                 |                 |                 |                  |
| <b>(1)</b> Value of all assets . . . . .   |                 |                 |                 |                 |                  |
| <b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)   |                 |                 |                 |                 |                  |
| <b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .                                |                 |                 |                 |                 |                  |
| <b>c</b> "Support" alternative test—enter  |                 |                 |                 |                 |                  |
| <b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . . |                 |                 |                 |                 |                  |
| <b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .                                       |                 |                 |                 |                 |                  |
| <b>(3)</b> Largest amount of support from an exempt organization   |                 |                 |                 |                 |                  |
| <b>(4)</b> Gross investment income   |                 |                 |                 |                 |                  |

**Part XV Supplementary Information (Complete this part only if the organization 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) )

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**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

**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

MATTEL CHILDREN'S FOUNDATION  
 333 CONTINENTAL BLVD  
 EL SEGUNDO, CA 90245  
 (310) 252-3630

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

APPLICATIONS FOR DOMESTIC ORGANIZATIONS ARE ACCEPTED BY INVITATION ONLY BY PROGRAM, WITH AN EMPHASIS ON DIRECTLY SERVING CHILDREN IN NEED. APPLICATIONS FOR INTERNATIONAL ORGANIZATIONS SERVING CHILDREN ARE ALSO ACCEPTED BY INVITATION ONLY. APPLICATIONS MUST INCLUDE PROGRAM BUDGET, CERTIFICATION OF CHARITABLE STATUS, AND A CURRENT LIST OF THE ORGANIZATION'S BOARD OF DIRECTORS. DETAILS FOR ALL PROGRAMS, INCLUDING INTERNATIONAL AND DOMESTIC GRANTS, ARE AVAILABLE AT [HTTP //CORPORATE.MATTEL.COM/ABOUT-US/PHILANTHROPY/](http://CORPORATE.MATTEL.COM/ABOUT-US/PHILANTHROPY/)

**c** Any submission deadlines

APPLICATIONS ARE CONSIDERED YEAR ROUND, FROM JANUARY 1 - DECEMBER 31

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

THE MATTEL CHILDREN'S FOUNDATION BELIEVES PLAY IS ESSENTIAL FOR ALL CHILDREN BECAUSE IT IS FUNDAMENTAL TO LEARNING AND DEVELOPMENT BUT MILLIONS OF CHILDREN LACK ACCESS TO PLAY. THE FOUNDATION'S FOCUS IS TO MAKE A MEANINGFUL DIFFERENCE, ONE CHILD AT A TIME BY SUPPORTING ORGANIZATIONS THAT DIRECTLY SERVE CHILDREN IN NEED IN SUPPORT OF OUR BELIEFS. NO AWARDS WILL BE MADE FOR - ENDOWMENTS - INDIVIDUALS - RELIGIOUS, FRATERNAL, POLITICAL, SOCIAL OR VETERAN'S ORGANIZATIONS - LABOR GROUPS - ADVERTISING

**Part XV Supplementary Information** (continued)

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient  | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount           |
|--|---|--------------------------------|----------------------------------|------------------|
| Name and address (home or business)                        |   |                                |                                  |                  |
| <b>a Paid during the year</b><br>See Additional Data Table |   |                                |                                  |                  |
| <b>Total . . . . .</b>                                     |   |                                |                                  | <b>4,492,444</b> |

**▶ 3a**

|   |  |  |  |                |
|---|--|--|--|----------------|
| <b>b Approved for future payment</b><br>See Additional Data Table |  |  |  |                |
| <b>Total . . . . .</b>  |  |  |  | <b>345,000</b> |

**▶ 3b**





**Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation**

| (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 |
|---|---|---|---|---------------------------------------|
| ROBERT GOODWIN<br>333 CONTINENTAL BLVD<br>EL SEGUNDO, CA 90245  | EXECUTIVE DIRECTOR<br>12 50                               | 0   | 0   | 0                                     |
| GAIL CARPERNTER<br>333 CONTINENTAL BLVD<br>EL SEGUNDO, CA 90245 | CHIEF FINANCIAL OFFICER<br>0 50                           | 0   | 0   | 0                                     |
| KEVIN FARR<br>333 CONTINENTAL BLVD<br>EL SEGUNDO, CA 90245      | CHAIRMAN<br>0 50  | 0   | 0   | 0                                     |
| ALAN KAYE<br>333 CONTINENTAL BLVD<br>EL SEGUNDO, CA 90245       | VICE CHAIRMAN & PRESIDENT<br>0 50                         | 0   | 0   | 0                                     |
| JULIE KWOK<br>333 CONTINENTAL BLVD<br>EL SEGUNDO, CA 90245      | VICE PRESIDENT & SECRETARY<br>0 50                        | 0   | 0   | 0                                     |
| MANDANA SADIGH<br>333 CONTINENTAL BLVD<br>EL SEGUNDO, CA 90245  | VICE PRESIDENT & TREASURER<br>0 50                        | 0   | 0   | 0                                     |
| KABIR BHATIA<br>333 CONTINENTAL BLVD<br>EL SEGUNDO, CA 90245    | ASSISTANT TREASURER<br>0 50                               | 0   | 0   | 0                                     |
| ROBERT NORMILE<br>333 CONTINENTAL BLVD<br>EL SEGUNDO, CA 90245  | VICE PRESIDENT & ASST SEC<br>0 50                         | 0   | 0   | 0                                     |
| GEOFF WALKER<br>333 CONTINENTAL BLVD<br>EL SEGUNDO, CA 90245    | BOARD MEMBER<br>0 50                                      | 0   | 0   | 0                                     |
| JAVIER TORRES<br>333 CONTINENTAL BLVD<br>EL SEGUNDO, CA 90245   | BOARD MEMBER<br>0 50                                      | 0   | 0   | 0                                     |
| JEAN MCKENZIE<br>333 CONTINENTAL BLVD<br>EL SEGUNDO, CA 90245   | BOARD MEMBER<br>0 50                                      | 0   | 0   | 0                                     |
| MICHAEL SHORE<br>333 CONTINENTAL BLVD<br>EL SEGUNDO, CA 90245   | BOARD MEMBER<br>0 50                                      | 0   | 0   | 0                                     |
| DAVID ALLMARK<br>333 CONTINENTAL BLVD<br>EL SEGUNDO, CA 90245   | BOARD MEMBER<br>0 50                                      | 0   | 0   | 0                                     |
| STEPHANIE COTA<br>333 CONTINENTAL BLVD<br>EL SEGUNDO, CA 90245  | BOARD MEMBER<br>0 50                                      | 0   | 0   | 0                                     |
| JULIE KWOK<br>333 CONTINENTAL BLVD<br>EL SEGUNDO, CA 90245      | BOARD MEMBER<br>0 50                                      | 0   | 0   | 0                                     |
| TIM KILPIN<br>333 CONTINENTAL BLVD<br>EL SEGUNDO, CA 90245      | BOARD MEMBER<br>0 50                                      | 0   | 0   | 0                                     |

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient  | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution  | Amount           |
|--|---|--------------------------------|---|------------------|
| Name and address (home or business)  |   |                                |   |                  |
| <b>a</b> <i>Paid during the year</i>   |   |                                |   |                  |
| SAVE THE CHILDREN 54 WILTON ROAD<br>WESTPORT, CT 06880   |   | PC                             | DISASTER RELIEF   | 600,855          |
| SPECIAL OLYMPICS 900 2ND ST NE 200<br>WASHINGTON, DC 20002   |   | PC                             | SOCIAL IMPACT GRANT   | 450,000          |
| PLAYWORKS 380 WASHINGTON OAKLAND, CA 94607   |   | PC                             | COMMUNITY PARTNERS GRANT  | 400,000          |
| INSTITUTO ESPORTE AND EDUCAO RUA LUIS GONZAGA DE AZEVEDO NETO 79<br>SAO PAULO BR                               |   | NC                             | GENERAL OPERATING SUPPORT   | 400,000          |
| CALIFORNIA COMMUNITY FOUNDATION 445 S FIGUEROA ST SUITE 3400<br>LOS ANGELES, CA 90071                          |   | PC                             | 2014 SIGNATURE PARTNER GRANT - JOE CRISTINA FUND                          | 500,000          |
| BEIJING CHILDREN'S HOSPITAL HEALTH MANAGEMENT CO LTD XICHENG DISTRICT<br>BEIJING CH                            |   | NC                             | PLAY CENTER IN BEIJING CHILDREN'S HOSPITAL GRANT                          | 172,000          |
| KEEP A CHILD ALIVE 45 MAIN STREET SUITE 617<br>BROOKLYN, NY 11201  |   | PC                             | SOCIAL IMPACT GRANT   | 150,000          |
| MAKE-A-WISH FOUNDATION INTERNATIONAL 4742 NORTH 24TH STREET SUITE 400<br>PHOENIX, AZ 85016                     |   | PC                             | GENERAL OPERATING SUPPORT   | 150,000          |
| NATIONAL ASSOCIATION OF CHILDREN'S HOSPITALS AND RELATED INSTITUTIONS 401 WYTHE STREET<br>ALEXANDRIA, VA 22314 |   | PC                             | SOCIAL IMPACT GRANT   | 125,000          |
| KABOOM 4301 CONNECTICUT AVENUE NW SUITE ML-1<br>WASHINGTON, DC 20008   |   | PC                             | COMMUNITY PARTNERS GRANT  | 100,000          |
| VISION MUNDIAL DE MEXICO AC BAHIA DE SANTA BARBARA 157 COLONIA VERONICA ANZURES<br>MX                          |   | NC                             | CHILD PROTECTION PROGRAM GRANT  | 90,000           |
| FUNDACION CARDIOINFANTIL INSTITUTO DE CARDIOLOGIA CL 163A BOGOTA<br>CUNDINAMARCA CO                            |   | NC                             | CHILDREN'S PLAY CENTER GRANT  | 70,000           |
| GUANGDONG CHARITY FEDERATION YUEHUA RD 510030<br>GUANGZHOU CH  |   | NC                             | OPPORTUNITY FOR THE ABANDONED DISABLE CHILDREN TO RECEIVE EDUCATION GRANT | 65,000           |
| AMERICAN RED CROSS LOS ANGELES CHAPTER 2700 WILSHIRE BLVD<br>LOS ANGELES, CA 90057                             |   | PC                             | DISASTER RELIEF   | 50,000           |
| STIFTUNG DEUTSCHE SCHLAGANFALL-HILFE CARL-MIELE-STR 256<br>GUTERSLOH GM  |   | NC                             | GENERAL HEALTHCARE SUPPORT GRANT  | 40,000           |
| <b>Total . . . . .</b>   |   |                                |   | <b>4,492,444</b> |

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| ASSOCIACAO BENEFICENTE SANTA FE RUA RIO GRANDE 853 SAO PAULO BR   |   | NC                             | GENERAL OPERATING SUPPORT   | 40,000           |
| ASSOCIATION THEODORA 24 AVENUE SAINT CHARLES FR   |   | NC                             | SURGICAL PROGRAM GRANT  | 40,000           |
| FEDERACIO CATALANA D'ESPORTS PER A DISMINUITS PSIQUICS-ACELL GV CORTS CATALANES 645 BARCELONA SP          |   | NC                             | PROMOTION OF SCHOOL SPORTS FOR PEOPLE WITH INTELLECTUAL DISABILITIES GRANT      | 30,000           |
| MANHATTAN BEACH EDUCATION FOUNDATION PO BOX 1110 MANHATTAN BEACH,CA 90267                                 |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT                                 | 28,500           |
| RIGHT TO PLAY INTERNATIONAL 65 QUEEN ST WEST SUITE 1900 CA  |   | NC                             | GENERAL OPERATING SUPPORT   | 25,000           |
| YAYASAN MITRA JABABEKA BARU BEKASI JAKARTA EDUCATION PARK ID  |   | NC                             | RENOVATION WIJAYA KUSUMA SCHOOL   | 25,000           |
| FONDAZIONE IRCCS POLICLINICO S MATTEO VIALE GOLGI N19 27100 PAVIA IT                                      |   | NC                             | PEDIATRIC SURGERY UNIT GRANT  | 25,000           |
| FUNGATES SUPERFLOW FOUNDATION NO 5 JALAN JINJANG AMAN 16 JINJANG UTARA MY                                 |   | NC                             | TO GIVE EVERY CHILD IN ORPHANAGES/HOMES A TOY OF THEIR CHOICE ON THEIR BIRTHDAY | 25,000           |
| PRINSES MXIMA CENTRUM VOOR KINDERONCOLOGIE PO BOX 133 3720 AC BILTHOVEN NL                                |   | NC                             | NATIONAL CHILDREN CANCER CENTER GRANT   | 25,000           |
| PERSATUAN KEBAJIKAN KANAK-KANAK ISTIMEWA DAERAH SEBERANG PERAI SELATAN 14300 NIBONG TEBAL PULAU PINANG MY |   | NC                             | PURCHASE A VAN TO TRANSPORT CHILDREN IN NEED                                    | 25,000           |
| PLAYRIGHT CHILDREN'S PLAY ASSOCIATION 18A BLOCK F 3 LOK MAN ROAD CHAI WAN HK                              |   | NC                             | GENERAL OPERATING SUPPORT   | 25,000           |
| CASA DA PAZ RUA CAMINHO CELIO JOSE DE PAULO 142 BAIRRO DA FLORIDA II BR                                   |   | NC                             | GENERAL OPERATING SUPPORT   | 25,000           |
| THE EDUCATION FOR DEVELOPMENT FOUNDATION 50 KUA BLDG 3RD FLOOR PHAHOLYOTHIN RD BANGKOK TH                 |   | NC                             | SCHOLARSHIP AND ONE SCHOOL PROJECT  | 25,000           |
| THE AIR AMBULANCE SERVICE BURNTURST LANE PRINCETHORPE UK  |   | NC                             | TRANSPORTATION FOR CRITICALLY ILL CHILDREN GRANT                                | 24,367           |
| ALDO LEOPOLD NATURE CENTER INC 330 FEMRITE DRIVE MONONA,WI 53716  |   | PC                             | COMMUNITY PARTNERS GRANT  | 20,000           |
| <b>Total . . . . .</b>  |   |                                |   | <b>4,492,444</b> |

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| CAGDAS YASAMI DESTEKLEME DERNEGI 34430 SISHANE ISTANBUL GR   |   | NC                             | THREE PLAYGROUNDS FOR THREE SCHOOLS GRANT  | 20,000    |
| TOKUTEI HIEIRI KATSUDOU HOJJIN SHINE ON KIDS WAKAMATSU BUILDING 7F TOKYO JA  |   | NC                             | SUPPORT AND STRENGTHEN THE PROTECTIVE RESOURCES IN CHILDREN COPING WITH SERIOUS ILLNESS  | 20,000    |
| ABLE DISABLED ALL PEOPLE TOGETHER (ADAPT) UPPER COLABA ROAD MUMBAI IN  |   | NC                             | HEALTHCARE SERVICES GRANT  | 20,000    |
| MOSOLY ALAPITVANY 333 CONTINENTAL BLVD EL SEGUNDO, CA 90245  |   | NC                             | GENERAL OPERATING SUPPORT  | 20,000    |
| NON-FOR-PROFIT ORGANISATION CHARITABLE FUND DOWNSIDE UP 333 CONTINENTAL BLVD EL SEGUNDO, CA 90245  |   | NC                             | ONLINE COUNSELING FOR RUSSIAN FAMILIES RAISING CHILDREN WITH DOWN SYNDROME   | 20,000    |
| ST JAMES' SETTLEMENT 85 STONE NULLAH LANE WANCHANG HK  |   | NC                             | SPECIAL EDUCATIONAL NEEDS GRANT  | 20,000    |
| NADACNI FOND PRO PREDCASNE NAROZENE DETI A JEJICH RODINY PODOLSKÉ NABREZI 157/4 PRAHA CZ   |   | NC                             | GENERAL OPERATING SUPPORT  | 20,000    |
| SAMODZIELNY PUBLICZNY DZIECICY SZPITAL KLINICZNY W WARSZAWIE MARSZA 322 KOWSKA 24 WARSZAWA PL  |   | NC                             | GENERAL OPERATING SUPPORT  | 20,000    |
| WSPLNA DROGA UNITED WAY POLSKA FOUNDATION POKRZYWNICKA 3A 04-320 WARSZAWA PL   |   | NC                             | GENERAL OPERATING SUPPORT  | 20,000    |
| FUNDACION PARA LOS NINOS DE LAS CALIFORNIAS HOSPITAL INFANTIL DE LAS CALI AVENIDA ALEJANDRO VON HUMBOLDT 11431 Y GARITA DE OT TIJUANA MX |   | NC                             | GENERAL OPERATING SUPPORT  | 20,000    |
| CLUB DE NIOS Y NIAS DE NUEVO LEN ABP VASCONCELOS 407 PTE MX  |   | NC                             | SCHOLARSHIPS FOR UNDERPRIVILEGED CHILDREN  | 20,000    |
| BIG BROTHERS BIG SISTERS OF GREATER MIAMI 701 SW 27TH AVE SUITE 800 MIAMI, FL 33135  |   | PC                             | GENERAL OPERATING SUPPORT  | 15,000    |
| THE DASH CHARITY 69 BUCKINGHAM AVENUE UK   |   | NC                             | SUPPORT FOR CHILDREN IN REFUGE   | 15,000    |
| BIG BROTHERS BIG SISTERS OF PEEL INC 71 WEST DRIVE UNIT 23 BRAMPTON CA   |   | NC                             | GENERAL OPERATING SUPPORT  | 15,000    |
| ASSOCIAO DE AJUDA AO RECM-NASCIDO R LATINO COELHO 3 PISO PO  |   | NC                             | TO GUARANTEE MEDICINES, VACCINES, VITAMIN SUPPLEMENTS AND OTHER PHARMAY PRODUCTS TO PREGNANT WOMEN, BABIES AND CHILDREN SINCE PREGNANCY UNTIL THE AGE OF SIX | 15,000    |
| <b>Total . . . . .</b>   |   |                                | <b>3a</b>  | 4,492,444 |

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| KIDS HELP PHONE JEUNESSE<br>J'COUTE 333 CONTINENTAL BLVD<br>EL SEGUNDO, CA 90245                             |   | NC                             | GENERAL OPERATING SUPPORT                       | 15,000           |
| UCLA FOUNDATION - MATTEL<br>CHILDREN'S HOSPITAL 10920<br>WILSHIRE BLVD<br>LOS ANGELES, CA 900246521          |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 10,730           |
| LA'S BEST (BETTER EDUCATED<br>STUDENTS FOR TOMORROW) 200<br>NORTH MAIN ST SUITE 700<br>LOS ANGELES, CA 90012 |   | PC                             | COMMUNITY PARTNERS GRANT                        | 10,000           |
| CROSSROADS SCHOOL FOR ARTS<br>& SCIENCE 1714 21ST STREET<br>SANTA MONICA, CA 90404                           |   | PC                             | GENERAL OPERATING SUPPORT                       | 10,000           |
| SPECIAL OLYMPICS SOUTHERN<br>CALIFORNIA INC 1600 FORBES<br>WAY<br>LONG BEACH, CA 90810                       |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 9,500            |
| UNITED WAY OF GREATER<br>GREENSBORO INC 1500<br>YANCEYVILLE STREET<br>GREENSBORO, NC 27405                   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 7,500            |
| WILDWOOD ELEMENTARY SCHOOL<br>INC 11811 WEST OLYMPIC BLVD<br>LOS ANGELES, CA 90064                           |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 7,500            |
| PALOS VERDES PENINSULA<br>EDUCATION FOUNDATION PO<br>BOX 2632<br>PALOS VERDES, CA 90274                      |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 7,350            |
| WORLD VISION INTERNATIONAL<br>34834 WEYERHAEUSER WAY S<br>FEDERAL WAY, WA 980639716                          |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 6,769            |
| US CATHOLIC CONFERENCE - ST<br>JAMES SCHOOL 4625 GARNET ST<br>TORRANCE, CA 90503                             |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 6,100            |
| KEEP A CHILD ALIVE 11 HANOVER<br>SQUARE 14TH FLOOR<br>NEW YORK, NY 10005                                     |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 5,500            |
| MYCHALS LEARNING PLACE 4901<br>W ROSECRANS AVE<br>HAWTHORNE, CA 90250  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 5,350            |
| GRAPE STREET ELEMENTARY 1940<br>E 111TH STREET<br>LOS ANGELES, CA 90059                                      |   | PC                             | COMMUNITY PARTNERS GRANT                        | 5,000            |
| CENTRAL AMERICAN MEDICAL<br>OUTREACH INC 322 WESTWOOD<br>AVENUE<br>ORRVILLE, OH 44667                        |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 5,000            |
| HUMAN RIGHTS CAMPAIGN<br>FOUNDATION 1640 RHODE<br>ISLAND AVE NW<br>WASHINGTON, DC 20036                      |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 5,000            |
| <b>Total . . . . .</b>   |   |                                |   | <b>4,492,444</b> |

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| MADONNA OF THE STREETS INC<br>PO BOX 448<br>BUFFALO, NY 14215  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 5,000            |
| MISERICORDIA HOME 6300<br>NORTH RIDGE<br>CHICAGO, IL 60660   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 5,000            |
| RYE COUNTRY DAY SCHOOL POST<br>RD AND CEDAR ST<br>RYE, NY 10580  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 5,000            |
| SPECIAL OLYMPICS INC 1133<br>19TH STREET NW<br>WASHINGTON, DC 20036  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 5,000            |
| ROSWELL PARK ALLIANCE<br>FOUNDATION ELM AND CARLTON<br>STREETS<br>BUFFALO, NY 14263  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 4,315            |
| BOYS CLUB OF HOLLAND INC PO<br>BOX 25<br>HOLLAND, NY 14080   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 4,250            |
| FRIENDS OF MARQUEZ PO BOX<br>1320<br>PACIFIC PALISADES, CA 90272   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 4,200            |
| ZOE 23018 OAK ST<br>NEWHALL, CA 91321  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 4,075            |
| ECHO FOUNDATION 3430<br>MCMANUS AVENUE<br>CULVER CITY, CA 90232  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 4,000            |
| SAVE THE CHILDREN FEDERATION<br>INC 501 KINGS HIGHWAY E SUITE<br>400<br>FAIRFIELD, CT 06825                                |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 3,880            |
| AMERICAN LEBANESE SYRIAN<br>ASSOCIATION CHAR INC - ST<br>JUDE CHILDREN'S RESEARC 501<br>ST JUDE PLACE<br>MEMPHIS, TN 38105 |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 3,585            |
| EL SEGUNDO EDUCATIONAL<br>FOUNDATION 641 SHELDON<br>STREET<br>EL SEGUNDO, CA 90245   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 3,550            |
| ROESSLER-CHADWICK<br>FOUNDATION-CHADWICK SCHOOL<br>26800 SOUTH ACADEMY DRIVE<br>PALOS VERDES PENINSULA, CA<br>90274        |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 3,000            |
| US CATHOLIC CONFERENCE - ST<br>JUSTIN ELEMENTARY SCHOOL<br>2655 HOMESTEAD<br>SANTA CLARA, CA 95051                         |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 3,000            |
| FRIENDS OF IVANHOE SCHOOL<br>PO BOX 39985<br>LOS ANGELES, CA 90039   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 2,860            |
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| REDONDO BEACH EDUCATIONAL FOUNDATION 409 NORTH PACIFIC COAST HIGHWAY REDONDO BEACH,CA 90277 |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 2,700     |
| AMERICAN NATIONAL RED CROSS - LOS ANGELES REGION 11355 OHIO AVENUE LOS ANGELES,CA 90025     |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 2,525     |
| FATHER FLANAGANS BOYS HOME 14100 CRAWFORD ST BOYS TOWN,NE 68010                             |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 2,500     |
| HERMOSA BEACH EDUCATION FOUNDATION PO BOX 864 HERMOSA BEACH,CA 90254                        |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 2,500     |
| NEPAL ORPHANS HOME INC PO BOX 1254 DAVIDSON,NC 28036  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 2,500     |
| US CATHOLIC CONFERENCE - SAINTS PETER & PAUL SCHOOL 66 EAST MAIN ST HAMBURG,NY 14075        |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 2,500     |
| MOHAMAD AMIRUL FASHA BIN ZULKIFLI C/O SITI SUNITA BINTI ABDULLAH 09810 MY                   | NONE  | I                              | SCHOLARSHIP                                     | 2,500     |
| JIAN LE CHAN 10 TINGKAT SIAKAP 15 SEBERANG JAYA PRAI 13700 MY                               | NONE  | I                              | SCHOLARSHIP                                     | 2,500     |
| JIAN LIU CHAN 10 TINGKAT SIAKAP 15 SEBERANG JAYA PRAI 13700 MY                              | NONE  | I                              | SCHOLARSHIP                                     | 2,500     |
| KWEY LIM 41JALAN TERATAI JALAN RAJA UDA BUTTERWORTH 13000 MY                                | NONE  | I                              | SCHOLARSHIP                                     | 2,500     |
| JENG YIH WONG 7 LENGKOK BETEK TAMAN SRI JAYA BUKIT MERTAJAM 14000 MY                        | NONE  | I                              | SCHOLARSHIP                                     | 2,500     |
| BIG BROTHERS AND BIG SISTERS OF DANE COUNTY INC 2059 ATWOOD AVE MADISON,WI 53704            |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 2,380     |
| BEIT HALEVY 8939 RESEDA BOULEVARD NORTHRIDGE,CA 91324                                       |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 2,250     |
| PLAYWORKS EDUCATION ENERGIZED 380 WASHINGTON STREET OAKLAND,CA 94607                        |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 2,250     |
| CRESPI CARMELITE HIGH SCHOOL 5031 ALONZO AVE ENCINO,CA 91316                                |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 2,000     |
| <b>Total . . . . .</b>  |   |                                | <b>3a</b>                                       | 4,492,444 |

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| SCHOOL OF AMERICAN BALLET<br>INC 70 LINCOLN CENTER PLAZA<br>NEW YORK, NY 10023                     |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 2,000     |
| ST MONICA ELEMENTARY SCHOOL<br>1039 SEVENTH STREET<br>SANTA MONICA, CA 90403                       |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 2,000     |
| US CATHOLIC CONFERENCE - ST<br>ANTHONY'S SCHOOL 233 LOMITA<br>STREET<br>EL SEGUNDO, CA 90245       |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 2,000     |
| MITCHELL BERNARDE 401<br>ROLAND COURT<br>COTTAGE GROVE, WI 53527                                   | NONE  | I                              | SCHOLARSHIP   | 2,000     |
| MOHD ARFAN AZIZI BIN MOHD<br>SALIM NO 9 RUMAH KEDA PPRT<br>SERDANG 09800<br>MY                     | NONE  | I                              | SCHOLARSHIP   | 2,000     |
| MUHAMMAD NUR HAMIZAN BIN<br>SHAMSUDDIN 2050 KAMPUNG<br>PADANG LALANG<br>SEBERANG PERAI 14120<br>MY | NONE  | I                              | SCHOLARSHIP   | 2,000     |
| NUR EZZATI BINTI AZMAN F106<br>KAMPUNG HAJI MUSA<br>PARIT BUNTAR 34200<br>MY                       | NONE  | I                              | SCHOLARSHIP   | 2,000     |
| NURUL NADIAH BINTI FAZILLAH<br>32 LORONG ALMA JAYA 9<br>BUKIT MERTAJAM 14000<br>MY                 | NONE  | I                              | SCHOLARSHIP   | 2,000     |
| NURFATIN BINTI ROSLAN C-08-10<br>BUTTERWORTH 12100<br>MY   | NONE  | I                              | SCHOLARSHIP   | 2,000     |
| NOR SHAMIMI AIDA BINTI SAPIEE<br>KG SURAU BATU 57 1/2<br>BALING 09100<br>MY                        | NONE  | I                              | SCHOLARSHIP   | 2,000     |
| NURINSYIRAH BINTI YACOB 3752<br>KAMPUNG AIR MELINTAS KECIL<br>TASEK GELUGOR 13300<br>MY            | NONE  | I                              | SCHOLARSHIP   | 2,000     |
| ANNA BLATTO 152 FRONTENAC<br>AVE<br>BUFFALO, NY 14216  | NONE  | I                              | SCHOLARSHIP   | 2,000     |
| RACHAEL CARLSON 3273<br>BOOKHAM DRIVE<br>SUN PRAIRIE, WI 53590                                     | NONE  | I                              | SCHOLARSHIP   | 2,000     |
| KHANIDTHA CHALEEKEAW 1702<br>SUKHUMVIT ROAD<br>AMPHUR MUANG 10280<br>TH                            | NONE  | I                              | SCHOLARSHIP   | 2,000     |
| SHIRLEY CHAN 59 JOHN NEWTON<br>COURT<br>LONDON<br>HK   | NONE  | I                              | SCHOLARSHIP   | 2,000     |
| <b>Total . . . . .</b>   |   |                                |   | 4,492,444 |

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| CHULU CHEN NO 2 OF XIONTAI<br>4TH STREET HESHUN<br>VILLAGE<br>LISHUI TOWN<br>CH | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| JINGWEN CHEN ROOM 205 BLOCK<br>C<br>SHI SHAN NAN HAI FO SHAN<br>CH              | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| EDEN CHRIFI-ALAOUI TALET 131<br>AVENUE MARECHAL FOCH<br>CHATOU 78400<br>FR      | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| REHSWINEE DO PARENJOTHI 313<br>LORONG MAKMUR 9/3<br>LUNAS 09600<br>MY           | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| MITCHELL DELORME 556 KELLY<br>DRIVE<br>BELLEVILLE,WI 53508                      | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| COLTEN DEMORETT 9 SNOWFLAKE<br>CT<br>MADISON,WI 53719                           | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| SEAN DERUBES 69 LAKEVIEW<br>DRIVE<br>GRAND ISLAND,NY 14072                      | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| JANE EDGINGTON 241<br>SHERBROOKE<br>WILLIAMSVILLE,NY 14221                      | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| JAMIE ERICKSON 805 SUNSET<br>DRIVE<br>LODI,WI 53555                             | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| IAN FIREMAN 4102 W CARSON ST<br>TORRANCE,CA 90503                               | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| NUR AMALINA FUAD NO 6<br>PERSIARAN BERTAM 3/3<br>KEPALA BATAS 13200<br>MY       | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| KALYN GACKOWSKI 500 264TH<br>AVE<br>KANSASVILLE,WI 53139                        | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| ALEXANDRA GOHRES 2108 S<br>CHINA PLACE<br>CHICAGO,IL 60616                      | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| CHARLES GORDNER 227<br>CHARLOTTE AVENUE<br>HAMBURG,NY 14075                     | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| MARIANA ALEJANDRA GUTIERREZ<br>CALLE ILUVIA 3164-1<br>TIJUANA 22240<br>MX       | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| <b>Total . . . . .</b>  |   |                                |                                  | 4,492,444 |

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient   | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
|---|---|--------------------------------|----------------------------------|-----------|
| Name and address (home or business)   |   |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>  |   |                                |                                  |           |
| DELIGHT HAILMAN 2717 STEVENS ST<br>MADISON, WI 53705                                | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| YONG HAN 24 LORONG MURNI II<br>BUTTERWORTH 13800<br>MY                              | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| BENJAMIN HORMAN 7202<br>TIMBERWOOD DRIVE<br>MADISON, WI 53719                       | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| JIAQI HU NO 30 FENGYAN WEST<br>ROAD<br>FOSHAN CITY<br>CH                            | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| BINGLIN HUANG A402 BUILDING<br>4<br>FOSHAN<br>CH                                    | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| NUR FATIN IBRAHIM NO 21 JALAN<br>TALI AIR BESAR<br>TANJONG PIANDANG 34250<br>MY     | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| EUGENE KOH 36 LORONG JERNIH<br>7 TAMAN JERNIH<br>BUKIT MERTAJAM 14000<br>MY         | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| HAILEY KONOVALOV 20835 E<br>APACHE WAY<br>WALNUT, CA 91789                          | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| BRANDON KRAUSE 9119<br>ALAMONTE DRIVE<br>SPRING GROVE, IL 60081                     | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| CHEYENNE LARKINS 331<br>SUNFLOWER CT<br>VIRGINIA BEACH, VA 23454                    | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| JESSICA LAVALLE 3432 FEDERAL<br>AVENUE<br>LOS ANGELES, CA 90066                     | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| SHIONG CHEE LEE 58 JALAN<br>BAGAN LALLANG 3<br>BUTTERWORTH 13400<br>MY              | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| PETER MARTENS 240 NORTH<br>WILLOW STREET<br>EAST AURORA, NY 14052                   | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| ISMAEL SALVADOR MENDOZA<br>SERRANO PASEO DEL PARQUE<br>107<br>MONTERREY 64610<br>MX | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| JIAHUI PAN 58 YONGAN DADAO<br>EAST<br>FOSHAN 52823<br>CH                            | NONE  | I                              | SCHOLARSHIP                      | 2,000     |
| <b>Total . . . . .</b>  |   |                                |                                  | 4,492,444 |

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|--|---|--------------------------------|---|------------------|
| Name and address (home or business)  |   |                                |   |                  |
| <b>a</b> <i>Paid during the year</i>   |   |                                |   |                  |
| THERESA PYRCE 1325 DODGE ROAD<br>GETZVILLE, NY 14068                           | NONE  | I                              | SCHOLARSHIP                                     | 2,000            |
| DHARSHINI RENGANATHAN 916 LORONG ANGSANA 13/2<br>KULIM 09000<br>MY             | NONE  | I                              | SCHOLARSHIP                                     | 2,000            |
| VALERIA ROSSELL CALLE 13<br>LIMA<br>PE   | NONE  | I                              | SCHOLARSHIP                                     | 2,000            |
| ALORA RUMFOLA 11541 MILAND ROAD<br>AKRON, NY 14001                             | NONE  | I                              | SCHOLARSHIP                                     | 2,000            |
| JACLYN SCHACHTNER 5215 LEDGE LN<br>WILLIAMSVILLE, NY 14221                     | NONE  | I                              | SCHOLARSHIP                                     | 2,000            |
| CHRISTI SCHULTZ 6111 BUNTING RD<br>ORCHARD PARK, NY 14127                      | NONE  | I                              | SCHOLARSHIP                                     | 2,000            |
| NICOLE SCICHOWSKI 1502 HURON DRIVE<br>SPRING GROVE, IL 60081                   | NONE  | I                              | SCHOLARSHIP                                     | 2,000            |
| AYAAZ SEEDAT 5895 TAMPICO WAY<br>MISSISSAUGA<br>CA                             | NONE  | I                              | SCHOLARSHIP                                     | 2,000            |
| XUAN SHU FENG TAI YU TIAN GARDEN 25 2C<br>DONGGUAN CITY<br>CH                  | NONE  | I                              | SCHOLARSHIP                                     | 2,000            |
| KLAUDIA SZYMANSKA 1889 CHELCICKEHO STREET<br>ROZTOKY 25263<br>EZ               | NONE  | I                              | SCHOLARSHIP                                     | 2,000            |
| SRI SHAANTINIE VARATHAN NO 5 TINGKAT JURU 2<br>BUKIT MERTAJAM<br>MY            | NONE  | I                              | SCHOLARSHIP                                     | 2,000            |
| SAMANTHA WELLS 810 HIGHLAND BEND COVE<br>ALPHARETTA, GA 30022                  | NONE  | I                              | SCHOLARSHIP                                     | 2,000            |
| RACHEL WILCOX 6 NICHTER ROAD<br>LANCASTER, NY 14086                            | NONE  | I                              | SCHOLARSHIP                                     | 2,000            |
| BOYS AND GIRLS CLUB OF DANE COUNTY INC 1818 BELTLINE HWY<br>MADISON, WI 53713  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 1,800            |
| CENTER FOR EARLY EDUCATION 563 NORTH ALFRED STREET<br>WEST HOLLYWOOD, CA 90048 |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 1,750            |
| <b>Total . . . . .</b>   |   |                                |   | <b>4,492,444</b> |

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|---|---|--------------------------------|---|------------------|
| Name and address (home or business)   |   |                                |   |                  |
| <b>a</b> <i>Paid during the year</i>  |   |                                |   |                  |
| AUTISM SOCIETY OF AMERICA<br>FOUNDATION INC 4340 EAST<br>WEST HWAY STE 350<br>BETHESDA, MD 20814                |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 1,500            |
| CDM WRESTLING BOOSTERS 4621<br>SURREY DRIVE<br>CORONA DEL MAR, CA 92625   |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 1,500            |
| PARK SCHOOL OF BUFFALO 4625<br>HARLEM ROAD<br>SNYDER, NY 14226  |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 1,500            |
| POLYTECHNIC SCHOOL 1030<br>EAST CALIFORNIA BLOUEVARD<br>PASADENA, CA 91106                                      |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 1,500            |
| JUNIOR ACHIEVEMENT OF<br>WESTERN NEW YORK 275 OAK ST<br>BUFFALO, NY 14203                                       |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 1,300            |
| JOHN D SUTTER ELEMENTARY<br>SCHOOL 3200 FORBES<br>SANTA CLARA, CA 95051   |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 1,250            |
| T H E FOUNDATION FOR LAS<br>VIRGENES SCHOOLS 4111 NORTH<br>LAS VIRGENES RD<br>CALABASAS, CA 91302               |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 1,250            |
| MADISON COUNTRY DAY SCHOOL<br>INC 5606 RIVER RD<br>WAUNAKEE, WI 53597   |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 1,200            |
| CATHOLIC CHARITIES OF<br>BUFFALO 741 DELAWARE<br>BUFFALO, NY 14209  |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 1,175            |
| EMPOWERING LIVES<br>INTERNATIONAL PO BOX 67<br>UPLAND, CA 91785   |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 1,100            |
| TOY INDUSTRY FOUNDATION<br>1115 BROADWAY<br>NEW YORK, NY 10010  |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 1,100            |
| LYCEE INTERNATIONAL DE LOS<br>ANGELES 1105 W RIVERSIDE DR<br>BURBANK, CA 91506                                  |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 1,050            |
| CORONA DELMAR HIGH SCHOOL<br>FOUNDATION 2549 EASTBLUFF<br>DRIVE<br>NEWPORT BEACH, CA 92660                      |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 1,000            |
| EAST AURORA EDUCATIONAL<br>FOUDNATION INC PARKDALE<br>ELEMENTARY SCHOOL - ROOM<br>130B<br>EAST AURORA, NY 14052 |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 1,000            |
| ELMWOOD VILLAGE CHARTER<br>SCHOOL 40 DAYS PARK<br>BUFFALO, NY 14201   |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 1,000            |
| <b>Total . . . . .</b>  |   |                                |   | <b>4,492,444</b> |

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| <b>a</b> <i>Paid during the year</i>   |   |                                |   |           |
| LUPUS FOUNDATION OF AMERICA<br>INC 2000 L ST NW STE 410<br>WASHINGTON,DC 20036   |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 1,000     |
| MEMORIAL HEALTH SERVICES -<br>JONATHAN JAQUES CHILDREN'S<br>CANCER CENTER 2801 ATLANTIC<br>AVENUE<br>LONG BEACH,CA 90806 |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 1,000     |
| ERIC ANDERSON 7926 ALBE ROAD<br>CROSS PLAINS,WI 53528  | NONE  | I                              | SCHOLARSHIP   | 1,000     |
| LAUREN ANDREU 944 SHELDON<br>STREET<br>EL SEGUNDO,CA 90245   | NONE  | I                              | SCHOLARSHIP   | 1,000     |
| ALYSSA BENTON 5507 HALLMARK<br>LANE<br>LOCKPORT,NY 14094   | NONE  | I                              | SCHOLARSHIP   | 1,000     |
| MARIA BINTI ALI ST93 JALAN<br>SIMPANG 3 SIMPANG 4<br>SEMANGGOL 34400<br>MY   | NONE  | I                              | SCHOLARSHIP   | 1,000     |
| SURAIYA BINTI ALI ST 93 JALAN<br>SIMPANG 3 SIMPANG 4<br>SEMANGGOL 34400<br>MY  | NONE  | I                              | SCHOLARSHIP   | 1,000     |
| NOOR AIN BINTI ZAINI 2712<br>LORONG 5B/2<br>KEDAH 09000<br>MY  | NONE  | I                              | SCHOLARSHIP   | 1,000     |
| HOLLY BOZZER-COLE 1090<br>GORHAM WAY<br>MILTON,ONTARIO<br>CN   | NONE  | I                              | SCHOLARSHIP   | 1,000     |
| CHIARA BRAMBILLA VIA XXV<br>APRILE 1<br>CARUGATE 20061<br>IT   | NONE  | I                              | SCHOLARSHIP   | 1,000     |
| ANN CARRACHER 1963 CRIDER<br>ROAD<br>MANSFIELD,OH 44903  | NONE  | I                              | SCHOLARSHIP   | 1,000     |
| SARAH CARRACHER 1963 CRIDER<br>ROAD<br>MANSFIELD,OH 44903  | NONE  | I                              | SCHOLARSHIP   | 1,000     |
| CORINNE CHRISTOPHERSON 43<br>GRAYSTONE LANE<br>ORCHARD PARK,NY 14127   | NONE  | I                              | SCHOLARSHIP   | 1,000     |
| STEFANIA CREOLA VIA<br>PALAZZINA 36/A<br>BORGOMANERO 28021<br>IT   | NONE  | I                              | SCHOLARSHIP   | 1,000     |
| JASON DAMON 11631 WARNER<br>HILL ROAD<br>SOUTH WALES,NY 14139  | NONE  | I                              | SCHOLARSHIP   | 1,000     |
| <b>Total . . . . .</b>   |   |                                |   | 4,492,444 |

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| Name and address (home or business)                                 |   |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                |   |                                |                                  |           |
| ELEONORA D'ANGELO VIA I MAGGIO 27 CASTELLETTO SOPRA TICINO 28053 IT | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| DEREK D'ARCY 101 ROLLING GREEN LANE ELMA, NY 14059                  | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| NATALIE DUBOIS 2179 CENTER STREET EAST AURORA, NY 14052             | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| CHANDLER ELLISON 4007 BLITSCH PL JOHNSBURG, IL 60051                | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| LEO FAHMIE 7436 OGELSBY AVENUE LOS ANGELES, CA 90045                | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| MIKAELA FENN 80 TIFFANY LANE LANCASTER, NY 14086                    | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| KRISTIN FITZPATRICK 35119 52ND STREET BURLINGTON, WI 53105          | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| DANIELA GARZA DIAZ PLAYA GUITARRON 340 DISTRITO FEDERAL MX          | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| CAMILLE GOESSL 3430 LEFLORE CT VERONA, WI 53593                     | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| KATHERINE GOHRES 2108 S CHINA PLACE CHICAGO, IL 60616               | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| MARK GOSZEWSKI 75 DOEHAVEN CIRCLE DEPEW, NY 14043                   | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| COLLEEN GRANER 503 ORANGE AVENUE CRANFORD, NJ 07016                 | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| JESSICA HODGES 477 W 2ND STREET ELMHURST, IL 60126                  | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| BIXIA HUANG GUANG XI FOREIGN LANGUAGE SCHOOL NANNING CH             | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| KYLIE KALTENBERG 6547 HICKORY LANE WAUNAKEE, WI 53597               | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| <b>Total . . . . .</b>  |   |                                |                                  | 4,492,444 |

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| <b>a</b> <i>Paid during the year</i>                                      |   |                                |                                  |           |
| JEREMY KOWALSKI 6896 EAST HIGH STREET LOCKPORT, NY 14094                  | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| SHUANG LEI SEE CHINESE BELOW XIANGTAN CH                                  | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| TENZIN LENDEY 8422 RED GRANITE RD MADISON, WI 53719                       | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| YU JIN LIM 22-1-1 SOLOK SCOTLAND GEORGETOWN 10450 MY                      | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| MORGAN MATHIEN 241 SHERBROOKE AVE WILLIAMSVILLE, NY 14221                 | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| SARA MATHIEN 241 SHERBROOKE AVE WILLIAMSVILLE, NY 14221                   | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| PATRICK MCCORMACK 33 FALCONCREST LN ORCHARD PARK, NY 14127                | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| CHIN NG NO 69 LORONG 15/SS2 SIMPANG AMPAT 14120 MY                        | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| CHING FUNG NG FLAT 5 20/F BLOCK A HEI KING HOUSE HONG KONG HK             | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| ALICIA ONG ZI HUI 7 TINGKAT MAK MANDIN SATU BUTTERWORTH 13400 MY          | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| GURUBARAN PANERSELVAN NO 7 LORONG BUKIT MINYAK 24 BUKIT MERTAJAM 14100 MY | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| KIMBERLY PAYTON 1859 MUSIAL ROAD TWIN LAKES, WI 53181                     | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| LI FUAN POH 23 PERSIARAN MINDEN SATU GELUGOR 11700 MY                     | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| ALEXIS REILE 6632 HUNTERS CREEK ROAD SOUTH WALES, NY 14139                | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| REBECCA REILE 6632 HUNTERS CREEK ROAD SOUTH WALES, NY 14139               | NONE  | I                              | SCHOLARSHIP                      | 1,000     |
| <b>Total . . . . .</b>  |   |                                |                                  | 4,492,444 |

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| <b>a</b> <i>Paid during the year</i>   |   |                                |   |                  |
| ARIANNA SCRICCO 30<br>LAMPLIGHTER DRIVE<br>SHREWSBURY, MA 01545                                      | NONE  | I                              | SCHOLARSHIP   | 1,000            |
| KELSEY SMITH 2923 73RD STREET<br>KENOSHA, WI 53143   | NONE  | I                              | SCHOLARSHIP   | 1,000            |
| CHEUK SZE KATHERINE TSUI 08<br>28/ F BLOCK A<br>KWAI FONG, NORTHWEST TERRITO<br>HK                   | NONE  | I                              | SCHOLARSHIP   | 1,000            |
| MEGHAN WOJTKIEWICZ 18<br>PINETREE DRIVE<br>LANCASTER, NEW YORK 14086<br>CH                           | NONE  | I                              | SCHOLARSHIP   | 1,000            |
| MEI PING XIE GUAN YAO HAO<br>JING YA YUAN D-708<br>FO SHAN NAN HAI 52823<br>CH                       | NONE  | I                              | SCHOLARSHIP   | 1,000            |
| MEI TING XIE GUAN YAO HAO<br>JING YA YUAN D-708<br>FO SHAN NAN HAI 52823<br>CH                       | NONE  | I                              | SCHOLARSHIP   | 1,000            |
| FENGYAO YE YUHUA ROAD 1076<br>YUNNAN COLLEGE<br>KUNMING 65050<br>CH                                  | NONE  | I                              | SCHOLARSHIP   | 1,000            |
| JIANTING YE 301 BUILDING 2<br>JIANXINER ROAD<br>FOSHAN<br>CH   | NONE  | I                              | SCHOLARSHIP   | 1,000            |
| NATALIE YEUNG 4825 ROSEBRIAR<br>COURT<br>MISSISSAUGA<br>CN   | NONE  | I                              | SCHOLARSHIP   | 1,000            |
| LAM MIN ZEE 5 JALAN MOHD<br>SAAD BAGAN JERMAL<br>BUTTERWORTH 12300<br>MY                             | NONE  | I                              | SCHOLARSHIP   | 1,000            |
| SHIQI ZHANG 50-4-704 JIAOSHI<br>CUN<br>HUIZHOU 51002<br>CH   | NONE  | I                              | SCHOLARSHIP   | 1,000            |
| ALEXANDRA ZIELINSKI 10<br>CANTERBURY TRAIL<br>WEST SENECA, NY 14224                                  | NONE  | I                              | SCHOLARSHIP   | 1,000            |
| CANISIUS HIGH SCHOOL 1180<br>DELAWARE AVE<br>BUFFALO, NY 14209                                       |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 950              |
| EXPLORE & MORE A CHILDRENS<br>MUSEUM 300 GLEED AVE<br>EAST AURORA, NY 14052                          |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 850              |
| US CATHOLIC CONFERENCE -<br>EDGEWOOD CAMPUS SCHOOL 829<br>EDGEWOOD COLLEGE RIVE<br>MADISON, WI 53711 |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 850              |
| <b>Total . . . . .</b>   |   |                                |   | <b>4,492,444</b> |

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| MEADOWS ELEMENTARY PTA 1200 MEADOWS AVENUE MANHATTAN BEACH, CA 90266                               |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 750              |
| NEWCOMB ACADEMY FOUNDATION PO BOX 8054 LONG BEACH, CA 90808  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 750              |
| P R I D E BOOSTER CLUB INC PAUL REVERE MIDDLE SCHOOL 1450 ALLENFORD AVENUE LOS ANGELES, CA 90049   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 750              |
| FEED THE CHILDREN INC 333 NORTH MERIDIAN OKLAHOMA CITY, OK 73107                                   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 700              |
| PTA CALIFORNIA CONGRESS OF PARENTS TEACHERS & STUDENTS INC 4000 E 4TH ST LONG BEACH, CA 90814      |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 660              |
| UNITED STATES FUND FOR UNICEF 125 MAIDEN LANE NEW YORK, NY 10038                                   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 651              |
| CHILDREN BEYOND OUR BORDERS INC PO BOX 568411 ORLANDO, FL 32856                                    |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 650              |
| AMERICAN NATIONAL RED CROSS 1995 W 190TH STREET TORRANCE, CA 90504                                 |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 600              |
| EPISCOPAL SCHOOL OF DALLAS INC 4100 MERRELL RD DALLAS, TX 75229                                    |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 600              |
| US CATHOLIC CONFERENCE - NOTRE DAME ACADEMY 2851 OVERLAND AVENUE LOS ANGELES, CA 90064             |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 600              |
| MAKE A WISH FOUNDATION OF GREATER LOS ANGELES 1875 CENTURY PARK EAST STE 950 LOS ANGELES, CA 90067 |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 575              |
| ST BALDRICKS FOUNDATION INC 1333 SOUTH MAYFLOWER AVENUE SUITE 400 MONROVIA, CA 91016               |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 575              |
| AMERICAN NATIONAL RED CROSS PO BOX 37295 WASHINGTON, DC 20013                                      |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 500              |
| AUTISM SPEAKS INC 1060 STATE ROAD PRINCETON, NJ 08540  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 500              |
| BLAKE SCHOOL 110 BLAKE ROAD SOUTH HOPKINS, MN 55343  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 500              |
| <b>Total . . . . .</b>   |   |                                |   | <b>4,492,444</b> |

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient   | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution                      | Amount    |
|---|---|--------------------------------|---|-----------|
| Name and address (home or business)   |   |                                |   |           |
| <b>a</b> <i>Paid during the year</i>  |   |                                |   |           |
| CAMPBELL HALL -EPISCOPAL<br>4533 LAUREL CANYON BLVD<br>NORTH HOLLYWOOD,CA 91607   |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 500       |
| CHILDRENS HOSPITAL<br>FOUNDATION 801 ROEDER ROAD<br>SUITE 300<br>SILVER SPRING,MD 20910                                 |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 500       |
| COMMUNITY PARTNERS 11965<br>VENICE BOULEVARD<br>LOS ANGELES,CA 90066  |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 500       |
| CORONA DEL MAR HIGH SCHOOL<br>BOOSTER CLUB PO BOX 7724<br>NEWPORT BEACH,CA 926587724                                    |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 500       |
| DENVER DOWN SYNDROME CLINIC<br>700 POTOMAC ST STE A<br>AURORA,CO 800116845  |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 500       |
| HARVARD-WESTLAKE SCHOOL<br>3700 COLDWARER CANYON<br>NORTH HOLLYWOOD,CA 91604  |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 500       |
| PTA CALIFORNIA CONGRESS OF<br>PARENTS TEACHERS & STUDENTS<br>INC 455 25TH ST<br>MANHATTAN BEACH,CA 90266                |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 500       |
| PTA CALIFORNIA CONGRESS OF<br>PARENTS TEACHERS & STUDENTS<br>INC 1200 PACIFIC AVE<br>MANHATTAN BEACH,CA 90266           |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 500       |
| SHATUCK-ST MARYS SCHOOLS PO<br>BOX 218<br>FARIBAULT,MN 55021  |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 500       |
| ST MARTIN LUTHERAN CHURCH -<br>ST MARTIN LUTHERAN SCHOOL<br>100 S CLINTON AVE<br>CLINTONVILLE,WI 549291610              |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 500       |
| US CATHOLIC CONFERENCE - ST<br>MARIA GORETTI SCHOOL 5405<br>FLAD AVE<br>MADISON,WI 53711                                |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 500       |
| UNBOUND 1 ELMWOOD AVE<br>KANSAS CITY,KS 661032118   |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 430       |
| COMPASSION INTERNATIONAL<br>INCORPORATED 12290 VOYAGER<br>PARKWAY<br>COLORADO SPRINGS,CO 80921                          |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 402       |
| PTA CALIFORNIA CONGRESS OF<br>PARENTS TEACHERS & STUDENTS<br>INC 80 S MORNINGSIDE DR<br>MANHATTAN BEACH,CA<br>902666562 |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 400       |
| UNIVERSITY OF MARYLAND<br>MEDICAL SYSTEM FOUNDATION<br>INC 110 SOUTH PACA STREET<br>BALTIMORE,MD 21201                  |   | PC                             | GENERAL OPERATING<br>SUPPORT - MATCHING GIFT<br>GRANT | 400       |
| <b>Total . . . . .</b>  |   |                                |   | 4,492,444 |

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

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| Name and address (home or business)  |   |                                |   |                  |
| <b>a</b> <i>Paid during the year</i>   |   |                                |   |                  |
| CHILDRENS HOSPITAL OF LOS ANGELES 4650 SUNSET BOULEVARD LOS ANGELES,CA 900276062                           |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 375              |
| SHAOHANNAHS HOPE INC 230 FRANKLIN RD STE 11JJ FRANKLIN,TN 37064  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 350              |
| ADAMS ELEMENTARY EDUCATION ASSOCIATION 2121 238TH ST TORRANCE,CA 90501                                     |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 300              |
| CHILDRENS MIRACLE NETWORK 205 W 700 SOUTH SALT LAKE CITY,UT 84101  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 300              |
| IMSA FUND FOR ADVANCEMENT OF EDUCATION 1500 SULLIVAN RD AURORA,IL 605061067                                |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 300              |
| MADISON YOUTH CHOIRS INC P O BOX 5233 MADISON,WI 53705   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 300              |
| MERCY SHIPS PO BOX 2020 LINDALE,TX 75771   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 300              |
| USCATHOLIC CONFERENCE - BISHOP TIMON - ST JUDE HIGH SCHOOL 601 MCKINLEY PARKWAY BUFFALO, NY 14220          |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 300              |
| US CATHOLIC CONFERENCE - NARDIN ACADEMY 135 CLEVELAND AVE BUFFALO, NY 14222                                |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 300              |
| PTA CALIFORNIA CONGRESS OF PARENTS TEACHERS & STUDENTS INC 1401 ARTESIA BOULEVARD MANHATTAN BEACH,CA 90266 |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 290              |
| HAVEN ACADEMY OF THE ARTS 343 CORAL CIR EL SEGUNDO,CA 902454620  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 275              |
| BE A FRIEND PROGRAM INC 85 RIVER ROCK DRIVE BUFFALO, NY 14207  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 255              |
| CHILDRENS BRAIN TUMOR FOUNDATION INC 274 MADISON AVENUE NEW YORK, NY 10016                                 |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 250              |
| CLAIRBOURN SCHOOL 8400 HUNTINGTON DRIVE SAN GABRIEL,CA 91775   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 250              |
| FLINTRIDGE PREPARATORY SCHOOL 4543 CROWN AVE LA CANADA,CA 91011  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 250              |
| <b>Total . . . . .</b>   |   |                                |   | <b>4,492,444</b> |

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

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|--|---|--------------------------------|---|------------------|
| Name and address (home or business)  |   |                                |   |                  |
| <b>a</b> <i>Paid during the year</i>   |   |                                |   |                  |
| GRAHAMS FOUNDATION 338 E FRONT ST PERRYSBURG, OH 43551   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 250              |
| JOSEPH & EDNA JOSEPHSON INSTITUTE OF ETHICS 9841 AIRPORT BLVD LOS ANGELES, CA 90045              |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 250              |
| MAKE A WISH FOUNDATION OF AMERICA 4742 N 24TH ST SUITE 400 PHOENIX, AZ 85016                     |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 250              |
| SAN JOSE EDISON ACADEMY PARENT TEACHER ORGANIZATION 2021 WALWOOD ST W COVINA, CA 91790           |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 250              |
| SURGICAL HEALING FOR AFRICAS AMERICAS YOUTH FOUNDATION PO BOX 11013 MARINA DEL REY, CA 90292     |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 250              |
| US CATHOLIC CONFERENCE - CATHOLIC ACADEMY OF WEST BUFFALO 1069 DELAWARE AVENUE BUFFALO, NY 14209 |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 250              |
| WOODLANDERS ARE VOLUNTEERS FOR EDUCATION 1751 N VERDUGO RD GLENDALE, CA 91208                    |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 250              |
| WRITOPIA LAB INC 155 WEST 81ST STREET NEW YORK, NY 10024   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 250              |
| MAKE-A-WISH FOUNDATION OF METRO NEW YORK INC 4600 MAIN STREET BUFFALO, NY 14226                  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 225              |
| SPECIAL OLYMPICS NEW YORK INC 504 BALLTOWN ROAD SCHENECTADY, NY 123042201                        |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 210              |
| AMERICAN NATIONAL RED CROSS 4860 SHEBOYGAN AVENUE MADISON, WI 53705                              |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 200              |
| ART IN ACTION 3945 BOHANNON DR MENLO PARK, CA 94025  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 200              |
| JUVENILE DIABETES RESEARCH FOUNDATION INTERNATIONAL 331 ALBERTA DRIVE BUFFALO, NY 14226          |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 200              |
| MARY CARIOLA CHILDRENS CENTER INC 1000 ELMWOOD AVE ROCHESTER, NY 146203042                       |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 200              |
| PARENT BOOSTER USA INC 27800 LONGHILL DRIVE RACHO PALOS VERDES, CA 90275                         |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 200              |
| <b>Total . . . . .</b>   |   |                                |   | <b>4,492,444</b> |

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

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| Name and address (home or business)   |   |                                |   |                  |
| <b>a</b> <i>Paid during the year</i>  |   |                                |   |                  |
| PORTER RANCH COMMUNITY SCHOOL 12450 MASON AVENUE PORTER RANCH, CA 91326                                   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 200              |
| PTA CALIFORNIA CONGRESS OF PARENTS TEACHERS & STUDENTS INC MARK TWAIN ELEMENTARY LAWNSDALE, CA 90260      |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 200              |
| PTA CALIFORNIA CONGRESS OF PARENTS TEACHERS & STUDENTS INC 4100 W 227TH STREET TORRANCE, CA 90505         |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 162              |
| AUTISM SPEAKS INC 1060 STATE ROAD 2ND FLOOR PRINCETON, NJ 08540   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 150              |
| DANA FARBER CANCER INSTITUTE INC 44 BINNEY STREET BOSTON, MA 02115  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 150              |
| GLOBAL MEDICAL RELIEF FUND INC 112 MACFARLAND AVENUE STATEN ISLAND, NY 10305                              |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 150              |
| HARVEST HOME INC 2118 WILSHIRE BLVD 358 SANTA MONICA, CA 90403  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 150              |
| OXBOW SCHOOL 530 THIRD ST NAPA, CA 945592702  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 150              |
| PEDIATRIC LOW GRADE ASTROCYTOMA FOUNDATION INC 85 RIVERBEND LN NEEDHAM, MA 02492                          |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 150              |
| PINGRY CORPORATION 131 MARTINSVILLE ROAD BASKING RIDGE, NJ 07920  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 150              |
| PTA CALIFORNIA CONGRESS OF PARENTS TEACHERS & STUDENTS INC 1401 ARTESIA BOULEVARD MANHATTAN BCH, CA 90266 |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 150              |
| PTA CALIFORNIA CONGRESS OF PARENTS TEACHERS & STUDENTS INC 1600 GREEN LANE REDONDO BEACH, CA 90278        |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 145              |
| LOS ANGELES MISSION INC 303 E 5TH ST LOS ANGELES, CA 90013  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 125              |
| WAGNER MIDDLE SCHOOL 167 PARENTS ASSOCIATION 220 E 76TH STREET NEW YORK, NY 10021                         |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 125              |
| ESSEX COUNTY COMMUNITY FOUNDATION INCORPORATED 175 ANDOVER STREET DANVERS, MA 01923                       |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 120              |
| <b>Total . . . . .</b>  |   |                                |   | <b>4,492,444</b> |

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| <b>a</b> <i>Paid during the year</i>   |   |                                |   |                  |
| PTA CALIFORNIA CONGRESS OF PARENTS TEACHERS & STUDENTS INC 110 S ROWELL AVENUE MANHATTAN BEACH, CA 90266 |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 115              |
| PTA CALIFORNIA CONGRESS OF PARENTS TEACHERS & STUDENTS INC 200 N LUCIA REDONDO BEACH, CA 90277           |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 105              |
| AMERICAN NATIONAL RED CROSS 6135 N BLACK CANYON HWY PHOENIX, AZ 850151812                                |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| BELOVED INTERNATIONAL PO BOX 4579 IRVINE, CA 92612   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| BOYS & GIRLS CLUB OF ELMA MARILLA & WALES INC 2080 GIRDLE RD ELMA, NY 14059                              |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| CHILD HOPE INTERNATIONAL 1398 VALLECITO PL CARPENTERIA, CA 930130000                                     |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| CHILDRENS ADVOCACY CENTER OF NORTHEASTERN PENNSYLVANIAN 1710 MULBERRY STREET SCRANTON, PA 18510          |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| CHOC FOUNDATION 1201 W LA VETA AVENU ORANGE, CA 928683835  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| FRIENDS OF AMERICAN MARTYRS SCHOOL PO BOX 2365 MANHATTAN BEACH, CA 902672365                             |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| KIDS IN DANGER 116 WEST ILLINOIS STREET CHICAGO, IL 606104532  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| LEUKEMIA & LYMPHOMA SOCIETY INC 4043 MAPLE ROAD AMHERST, NY 14226  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| LOYOLA HIGH SCHOOL OF LOS ANGELES 1901 VENICE BOULEVARD LOS ANGELES, CA 90006                            |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| MARCH OF DIMES FOUNDATION 435 LAWRENCE BELL DRIVE BUFFALO, NY 14221                                      |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| MAYAS HOPE FOUNDATION INC 31 W 34TH STREET NEW YORK, NY 10001  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| MIDDLETON HIGH 2100 BRISTOL STREET MIDDLETON, WI 53562   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| <b>Total . . . . .</b>   |   |                                |   | <b>4,492,444</b> |

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| Name and address (home or business)  |   |                                |   |                  |
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| NEW WEST CHARTER MIDDLE SCHOOL INC 1905 ARMACOST AVENUE LOS ANGELES, CA 90025                            |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| PTA CALIFORNIA CONGRESS OF PARENTS TEACHERS & STUDENTS INC 1501 REDONDO AVENUE MANHATTAN BEACH, CA 90266 |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| ROCKING THE BOAT INC 812 EDGEWATER ROAD BRONX, NY 10474  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| SALESIAN SOCIETY INC 2 LEFEVRE LANE NEW ROCHELLE, NY 10801   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| SANTA CLARA SPORTING CLUB 282 BROKAW RD 2ND FLOOR SANTA CLARA, CA 95050                                  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| SANTA MONICA GROUP THEATRE 1211 4TH STREET SANTA MONICA, CA 90401  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| SHRINERS HOSPITALS FOR CHILDREN 2900 ROCKY POINT DRIVE TAMPA, FL 336071435                               |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| SIDWELL FRIENDS SCHOOL 3825 WISCONSIN AVE NW WASHINGTON, DC 20016  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| SPECIAL OLYMPICS WISCONSIN INC 2310 CROSSROADS DRIVE MADISON, WI 53718                                   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 100              |
| CHILDRENS CANCER RESEARCH FUND 7301 OHMS LANE SUITE 460 MINNEAPOLIS, MN 55439                            |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 80               |
| CAMP GOOD DAYS & SPECIAL TIMES INC 6430 TRANSIT RD DEPEW, NY 14043                                       |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 75               |
| SUMMIT EDUCATIONAL RESOURCES INC 150 STAHL ROAD GETZVILLE, NY 140681231                                  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 75               |
| PTA CALIFORNIA CONGRESS OF PARENTS TEACHERS & STUDENTS INC 1 SEA HAWK WAY REDONDO BEACH, CA 902772976    |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 70               |
| PTA CALIFORNIA CONGRESS OF PARENTS TEACHERS & STUDENTS INC 600 HARKNESS LANE REDONDO BEACH, CA 90278     |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 60               |
| FELLOWSHIP HILL MINISTRIES INC - TRADING POST COMMUNITY CARE CENTER PO BOX 96 SPRINGVILLE, NY 14141      |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 55               |
| <b>Total . . . . .</b>   |   |                                |   | <b>4,492,444</b> |

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| DONORSCHOOSE ORG 134 W 37TH STREET<br>NEW YORK, NY 10018  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 53        |
| AMERICAN HEART ASSOCIATION INC 4600 CAMPUS DRIVE<br>IRVINE, CA 92617                                |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 50        |
| AMERICAN HEART ASSOCIATION INC 2850 DAIRY DR<br>MADISON, WI 53718                                   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 50        |
| BIG BROTHERS-BIG SISTERS OF MIDCOAST MAINE 16 SCHOOL ST SUITE 201<br>ROCKLAND, ME 048412881         |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 50        |
| CASA OF LOS ANGELES 201 CENTRE PLAZA DRIVE SUITE 1100<br>MONTEREY PARK, CA 91754                    |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 50        |
| FOOD FOR THE POOR INC 6401 LYONS ROAD<br>COCONUT CREEK, FL 33073                                    |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 50        |
| MARCH OF DIMES FOUNDATION 8517 EXCELSIOR DR<br>MADISON, WI 53717                                    |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 50        |
| NATIONAL CENTER FOR MISSING AND EXPLOITED CHILDREN 275 LAKE AVENUE<br>ROCHESTER, NY 14608           |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 50        |
| PENNSYLVANIA STATE UNIVERSITY - PENN STATE DANCE MARATHON ONE OLD MAIN<br>UNIVERSITY PARK, PA 16802 |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 50        |
| REECES RAINBOW DOWN SYNDROME ADOPTION MINISTRY PO BOX 277<br>MONROVIA, MD 21770                     |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 50        |
| ROCHESTER EDUCATION FOUNDATION INC 250 MILL STREET<br>ROCHESTER, NY 14614                           |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 50        |
| SPECIAL LOVE INC 117 YOUTH DEVELOPMENT CT<br>WINCHESTER, VA 22602                                   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 50        |
| VILLAGE FAMILY SERVICES 6736 LAUREL CYN BLVD<br>NORTH HOLLYWOOD, CA 91606                           |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 50        |
| CITIZENS OF THE WORLD CHARTER SCHOOLS - LOS ANGELES 5620 DE LONGPRE AVE<br>LOS ANGELES, CA 90028    |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 40        |
| ST MARY CATHOLIC CENTRAL HIGH SCHOOL 108 WELM AVENUE<br>MONROE, MI 48162                            |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 40        |
| <b>Total . . . . .</b>  |   |                                |   | 4,492,444 |

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| GILDAS CLUB MADISON<br>WISCONSIN INC 7907 UW HEALTH COURT<br>MIDDLETON,WI 53562                            |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 35               |
| CHILDRENS REHABILITATION FOUNDATION OF VARIETY CLUB OF BUFFALO INC 6114 BROADWAY LANCASTER, NY 14086       |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 25               |
| CHILDRENS TUMOR FOUNDATION 120 WALL STREET 16TH FLOOR NEW YORK, NY 10005                                   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 25               |
| ELM LAWN ELEMENTARY SCHOOL 6701 WOODGATE RD MIDDLETON,WI 53562   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 25               |
| GIOS GARDEN INC 2028 PARMENTER ST MIDDLETON,WI 53562   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 25               |
| GIRLS EDUCATION COLLABORATIVE INC 640 ELLICOTT ST BUFFALO, NY 14203  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 25               |
| KROMREY MIDDLE SCHOOL PARENT TEACHER ORGANIZATION 7009 DONNA DRIVE MIDDLETON,WI 53562                      |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 25               |
| MUSIC MATTERS 2211 SUNNYSIDE DRIVE KANSASVILLE,WI 531399752  |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 25               |
| PTA CA CONGRESS OF PARENTS TEACHERS & STUDENTS INC - CALI CALMECAC PTA 9491 STARR RD WINDSOR, CA 954929460 |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 25               |
| PTA CALIFORNIA CONGRESS OF PARENTS TEACHERS & STUDENTS INC 4800 CALLE MAYOR DRIVE TORRANCE, CA 90505       |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 25               |
| SMILE TRAIN INC 41 MADISON AVE 28TH FLOOR NEW YORK, NY 10010   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 25               |
| WONDERWORK INC-FIRSTSTEP PO BOX 96055 WASHINGTON, DC 20090   |   | PC                             | GENERAL OPERATING SUPPORT - MATCHING GIFT GRANT | 25               |
| <b>Total . . . . .</b>   |   |                                |   | <b>4,492,444</b> |

**TY 2014 Distribution from Corpus Election**

**Name:** MATTEL CHILDREN'S FOUNDATION

**EIN:** 95-3263647

**Election:** PURSUANT TO IRC SEC. 4942(H)(2) AND REG. 53.4942(A)-3(D)(2),  
THE MATTEL CHILDREN'S FOUNDATION HEREBY ELECTS TO TREAT  
CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE  
IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS  
BEING MADE OUT OF CORPUS. SIGNED:

\_\_\_\_\_NAME AND TITLE:

\_\_\_\_\_

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

## TY 2014 Expenditure Responsibility Statement

Name: MATTEL CHILDREN'S FOUNDATION

EIN: 95-3263647

| Grantee's Name  | Grantee's Address  | Grant Date | Grant Amount | Grant Purpose   | Amount Expended By Grantee | Any Diversion By Grantee?  | Dates of Reports By Grantee                                  | Date of Verification | Results of Verification |
|---|--|------------|--------------|---|----------------------------|--|--|----------------------|-------------------------|
| BEIJING CHILDREN'S HOSPITAL HEALTH MANAGEMENT CO LTD    | XICHENG DISTRICT<br>BEIJING<br>CH                                  | 2014-12-31 | 172,000      | PLAY CENTER IN BEIJING CHILDREN'S HOSPITAL GRANT  | 172,000                    | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| CAGDAS YASAMI DESTEKLEME DERNEGI                        | 34430 SISHANE<br>ISTANBUL<br>GR                                    | 2014-12-23 | 20,000       | THREE PLAYGROUNDS FOR THREE SCHOOLS GRANT   | 20,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| THE AIR AMBULANCE SERVICE                               | BURNTHURST LANE<br>PRINCETHORPE<br><br>UK                          | 2014-12-18 | 24,367       | TRANSPORTATION FOR CRITICALLY ILL CHILDREN GRANT  | 24,367                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| FUNDACION CARDIOINFANTIL INSTITUTO DE CARDIOLOGIA       | CL 163A BOGOTA<br>CUNDINAMARCA<br><br>CO                           | 2014-12-23 | 70,000       | CHILDREN'S PLAY CENTER GRANT  | 70,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| VISION MUNDIAL DE MEXICO AC                             | BAHIA DE SANTA<br>BARBARA 157<br>COLONIA VERONICA<br>ANZURES<br>MX | 2014-12-18 | 90,000       | CHILD PROTECTION PROGRAM GRANT  | 90,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| TOKUTEI HIEIRI KATSUDOU HOJJIN SHINE ON KIDS            | WAKAMATSU<br>BUILDING 7F<br>TOKYO<br>JA                            | 2014-12-31 | 20,000       | SUPPORT AND STRENGTHEN THE PROTECTIVE RESOURCES IN CHILDREN COPING WITH SERIOUS ILLNESS | 20,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| ABLE DISABLED ALL PEOPLE TOGETHER (ADAPT)               | UPPER COLABA<br>ROAD<br>MUMBAI<br>IN                               | 2014-12-31 | 20,000       | HEALTHCARE SERVICES GRANT   | 20,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| STIFTUNG DEUTSCHE SCHLAGANFALL-HILFE                    | CARL-MIELE-STR<br>256<br>GUTERSLOH<br>GM                           | 2014-12-22 | 40,000       | GENERAL HEALTHCARE SUPPORT GRANT  | 40,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| THE DASH CHARITY  | 69 BUCKINGHAM<br>AVENUE<br>UK                                      | 2014-11-26 | 15,000       | SUPPORT FOR CHILDREN IN REFUGE  | 15,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| RIGHT TO PLAY INTERNATIONAL                             | 65 QUEEN ST WEST<br>SUITE 1900<br>TORONTO<br>CA                    | 2014-12-31 | 25,000       | GENERAL OPERATING SUPPORT   | 25,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| YAYASAN MITRA JABABEKA BARU BEKASI                      | JAKARTA<br>EDUCATION PARK<br>ID                                    | 2014-12-12 | 25,000       | RENOVATION WIJAYA KUSUMA SCHOOL   | 25,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| FONDAZIONE IRCCS POLICLINICO S MATTEO                   | VIALE GOLGI N19<br>27100<br>PAVIA<br>IT                            | 2014-12-31 | 25,000       | PEDIATRIC SURGERY UNIT GRANT  | 25,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| MOSOLY ALAPTVNY   | 333 CONTINENTAL<br>BLVD<br>EL SEGUNDO, CA<br>90245                 | 2014-12-12 | 20,000       | GENERAL OPERATING SUPPORT   | 20,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| NON-FOR-PROFIT ORGANISATION CHARITABLE FUND DOWNSIDE UP | 333 CONTINENTAL<br>BLVD<br>EL SEGUNDO, CA<br>90245                 | 2014-12-31 | 20,000       | ONLINE COUNSELING FOR RUSSIAN FAMILIES RAISING CHILDREN WITH DOWN SYNDROME              | 20,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| ST JAMES' SETTLEMENT                                    | 85 STONE NULLAH<br>LANE<br>WANCHA<br>HK                            | 2014-12-04 | 20,000       | SPECIAL EDUCATIONAL NEEDS GRANT   | 20,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |

| Grantee's Name  | Grantee's Address                                       | Grant Date | Grant Amount | Grant Purpose   | Amount Expended By Grantee | Any Diversion By Grantee?  | Dates of Reports By Grantee                                  | Date of Verification | Results of Verification |
|---|---|------------|--------------|---|----------------------------|--|--|----------------------|-------------------------|
| NADACNI FOND PRO PREDCASNE NAROZENE DETI A JEJICH RODINY                  | PODOLSKÉ NABŘEŽI 157/4 PRAHA EZ                         | 2014-12-22 | 20,000       | GENERAL OPERATING SUPPORT   | 20,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| FUNGATES SUPERFLOW FOUNDATION   | NO 5 JALAN JINJANG AMAN 16 JINJANG UTARA MY             | 2014-12-04 | 25,000       | TO GIVE EVERY CHILD IN ORPHANAGES/HOMES A TOY OF THEIR CHOICE ON THEIR BIRTHDAY | 25,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| PRINSES MAXIMA CENTRUM VOOR KINDERONCOLOGIE                               | PO BOX 133 3720 AC BILTHOVEN NL                         | 2014-12-31 | 25,000       | NATIONAL CHILDREN CANCER CENTER GRANT   | 25,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| SAMODZIELNY PUBLICZNY DZIECICY SZPITAL KLINICZNY W WARSZAWIE              | MARSZA 322 KOWSKA 24 WARSZAWA PL                        | 2014-12-08 | 20,000       | GENERAL OPERATING SUPPORT   | 20,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| PERSATUAN KEBAJIKAN KANAK-KANAK ISTIMEWA DAERAH SEBERANG PERAI SELATAN    | 14300 NIBONG TEBAL PALAU PINANG MY                      | 2014-12-16 | 25,000       | PURCHASE A VAN TO TRANSPORT CHILDREN IN NEED                                    | 25,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| GUANGDONG CHARITY FEDERATION  | YUEHUA RD 510030 GUANGZHOU CH                           | 2014-12-22 | 65,000       | OPPORTUNITY FOR THE ABANDONED DISABLE CHILDREN TO RECEIVE EDUCATION GRANT       | 65,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| PLAYRIGHT CHILDREN'S PLAY ASSOCIATION                                     | 18A BLOCK F 3 LOK MAN ROAD CHAI WAN HK                  | 2014-12-22 | 25,000       | GENERAL OPERATING SUPPORT   | 25,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| ASSOCIAO BENEFICENTE SANTA F  | RUA RIO GRANDE 853 SAO PAULO BR                         | 2014-12-22 | 40,000       | GENERAL OPERATING SUPPORT   | 40,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| INSTITUTO ESPORTE E EDUCAO  | RUA LUIS GONZAGA DE AZEVEDO NETO 79 SAO PAULO BR        | 2014-12-31 | 400,000      | GENERAL OPERATING SUPPORT   | 400,000                    | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| CASA DA PAZ   | RUA CAMINHO CELIO JOSE DE PAULO BAIRRO DA FLORIDA II BR | 2014-11-25 | 25,000       | GENERAL OPERATING SUPPORT   | 25,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| THE EDUCATION FOR DEVELOPMENT FOUNDATION                                  | 50 KUA BLDG 3RD FLOOR PHAHOLYOTHIN RD BANGKOK TH        | 2014-12-15 | 25,000       | SCHOLARSHIP AND ONE SCHOOL PROJECT  | 25,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| FEDERACI CATALANA D'ESPORTS PER A DISMINUTS PSQUICS-ACELL                 | GV CORTS CATALANES 645 BARCELONA SP                     | 2014-12-31 | 30,000       | PROMOTION OF SCHOOL SPORTS FOR PEOPLE WITH INTELLECTUAL DISABILITIES GRANT      | 30,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| WSPLNA DROGA UNITED WAY POLSKA FOUNDATION                                 | POKRZYWNICKA 3A WARSZAWA PL                             | 2014-12-31 | 20,000       | GENERAL OPERATING SUPPORT   | 20,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| FUNDACION PARA LOS NINOS DE LAS CALIFORNIAS HOSPITAL INFANTIL DE LAS CALI | AVENIDA ALEJANDRO VON HUMBOLDT 11431 TIJUANA MX         | 2014-12-08 | 20,000       | GENERAL OPERATING SUPPORT   | 20,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| BIG BROTHERS BIG SISTERS OF PEEL INC                                      | 71 WEST DRIVE UNIT 23 BRAMPTON CA                       | 2014-11-26 | 15,000       | GENERAL OPERATING SUPPORT   | 15,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |

| Grantee's Name                          | Grantee's Address                        | Grant Date | Grant Amount | Grant Purpose   | Amount Expended By Grantee | Any Diversion By Grantee?  | Dates of Reports By Grantee                                  | Date of Verification | Results of Verification |
|---|--|------------|--------------|---|----------------------------|--|--|----------------------|-------------------------|
| ASSOCIAO DE AJUDA AO RECM-NASCIDO       | R LATINO COELHO 3 PISO PL                | 2014-12-31 | 15,000       | TO GUARANTEE MEDICINES, VACCINES, VITAMIN SUPLEMENTS AND OTHER PHARMAY PRODUCTS TO PREGNANT WOMEN, BABIES AND CHILDREN SINCE PREGNANCY UNTIL THE AGE OF SIX | 15,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| KIDS HELP PHONE JEUNESSE J'COUTE        | 300-439 UNIVERSITY AVE TORONTO M5G1Y8 CA | 2014-09-11 | 15,000       | GENERAL OPERATING SUPPORT   | 15,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| ASSOCIATION THEODORA                    | 24 AVENUE SAINT CHARLES FR               | 2014-12-23 | 40,000       | SURGICAL PROGRAM GRANT  | 40,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |
| CLUB DE NINOS Y NINAS DE NUEVO LEON ABP | VASCONCELOS 407 PTE MX                   | 2014-12-16 | 20,000       | SCHOLARSHIPS FOR UNDERPRIVILEGED CHILDREN   | 20,000                     | TO GRANTOR'S KNOWLEDGE, THERE HAS BEEN NO DIVERSION OF GRANT FUNDS | REPORT DUE WITHIN A TIMELY MANNER FOLLOWING THE EXPENDITURES |                      |                         |

## TY 2014 General Explanation Attachment

**Name:** MATTEL CHILDREN'S FOUNDATION

**EIN:** 95-3263647

| Identifier | Return Reference | Explanation   |
|------------|------------------|---|
|            | 990-PF           | IN-KIND SERVICES IN THE AMOUNT OF \$316,865 WERE PROVIDED TO MATTEL CHILDREN'S FOUNDATION IN 2014 |

## TY 2014 Other Expenses Schedule

**Name:** MATTEL CHILDREN'S FOUNDATION

**EIN:** 95-3263647

| Description                 | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|-----------------------------|--------------------------------|-----------------------|---------------------|---------------------------------------|
| SCHOLARSHIP MANAGEMENT FEES | 72,500                         | 0                     |                     | 72,500                                |

## TY 2014 Other Liabilities Schedule

**Name:** MATTEL CHILDREN'S FOUNDATION

**EIN:** 95-3263647

| Description         | Beginning of Year - Book Value | End of Year - Book Value |
|---------------------|--------------------------------|--------------------------|
| DUE TO MATTEL, INC. | 40,959                         | 0                        |

## TY 2014 Substantial Contributors Schedule

**Name:** MATTEL CHILDREN'S FOUNDATION

**EIN:** 95-3263647

| Name       | Address                                      |
|------------|--|
| MATTEL INC | 333 CONTINENTAL BLVD<br>EL SEGUNDO, CA 90245 |

# TY 2014 Taxes Schedule

**Name:** MATTEL CHILDREN'S FOUNDATION

**EIN:** 95-3263647

| Category | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|----------|--------|--------------------------|------------------------|---|
| TAXES    | 25     | 0                        |                        | 0   |

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

**Schedule of Contributors**

OMB No 1545-0047

Department of the Treasury  
Internal Revenue Service

▶ **Attach to Form 990, 990-EZ, or 990-PF.**  
▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).**

**2014**

**Name of the organization**  
MATTEL CHILDREN'S FOUNDATION

**Employer identification number**  
95-3263647

**Organization type** (check one)

- Filers of:** Form 990 or 990-EZ      **Section:**
- 501(c)( ) (enter number) organization
  - 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
  - 527 political organization
  - 501(c)(3) exempt private foundation
  - 4947(a)(1) nonexempt charitable trust treated as a private foundation
  - 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.  
**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33<sup>1</sup>/<sub>3</sub>% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled 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 totaling \$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 990PF, 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**  
 MATTEL CHILDREN'S FOUNDATION

**Employer identification number**  
 95-3263647

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

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4                                  | (c)<br>Total contributions | (d)<br>Type of contribution   |
|------------|--|----------------------------|---|
| 1          | MATTEL INC<br><br>333 CONTINENTAL BLVD<br><br>EL SEGUNDO, CA 90245 | \$ 5,591,715               | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br><br>(Complete Part II for noncash contributions ) |
| —          | _____<br>_____<br>_____  | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br><br>(Complete Part II for noncash contributions )            |
| —          | _____<br>_____<br>_____  | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br><br>(Complete Part II for noncash contributions )            |
| —          | _____<br>_____<br>_____  | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br><br>(Complete Part II for noncash contributions )            |
| —          | _____<br>_____<br>_____  | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br><br>(Complete Part II for noncash contributions )            |
| —          | _____<br>_____<br>_____  | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br><br>(Complete Part II for noncash contributions )            |

**Name of organization**  
 MATTEL CHILDREN'S FOUNDATION

**Employer identification number**  
 95-3263647

**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 |
|---------------------|---|--|-------------------|
| _____               | _____<br>_____<br>_____                   | _____ \$                                 | _____             |
| _____               | _____<br>_____<br>_____                   | _____ \$                                 | _____             |
| _____               | _____<br>_____<br>_____                   | _____ \$                                 | _____             |
| _____               | _____<br>_____<br>_____                   | _____ \$                                 | _____             |
| _____               | _____<br>_____<br>_____                   | _____ \$                                 | _____             |
| _____               | _____<br>_____<br>_____                   | _____ \$                                 | _____             |

Name of organization  
MATTEL CHILDREN'S FOUNDATION

Employer identification number  
95-3263647

**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. 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 |
| _____                                 | _____                                    |
| _____                                 | _____                                    |
| _____                                 | _____                                    |

| (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 |
| _____                                 | _____                                    |
| _____                                 | _____                                    |
| _____                                 | _____                                    |

| (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 |
| _____                                 | _____                                    |
| _____                                 | _____                                    |
| _____                                 | _____                                    |

| (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 |
| _____                                 | _____                                    |
| _____                                 | _____                                    |
| _____                                 | _____                                    |