



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Return of Private Foundation

2015

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
Do not enter social security numbers on this form as it may be made public.

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

Open to Public Inspection

For calendar year 2015 or tax year beginning , 2015, and ending , 20

Name of foundation
Bayer USA Foundation

Number and street (or P O box number if mail is not delivered to street address) Room/suite
100 Bayer Road

City or town, state or province, country, and ZIP or foreign postal code
Pittsburgh, PA 15205-9741

A Employer identification number
25-1508079

B Telephone number (see instructions)
412-777-2000

C If exemption application is pending, check here.

D 1 Foreign organizations, check here.
2 Foreign organizations meeting the 85% test, check here and attach computation.

E If private foundation status was terminated under section 507(b)(1)(A), check here.

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here.

G Check all that apply
 Initial return
 Final return
 Address change
 Initial return of a former public charity
 Amended return
 Name change

H Check type of organization
 Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust
 Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 42,345,829**

J Accounting method
 Cash
 Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	540,946	540,946		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	8,567,358			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		8,567,358		
	8 Net short-term capital gain				
	9 Income modifications			72,368	
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	9,108,304	9,108,304	72,368		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule), Stmt 1	5,724			5,724
	17 Interest				
	18 Taxes (attach schedule) (see instructions), Stmt 1	185,874			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule), Stmt 1	37,026	37,026		
	24 Total operating and administrative expenses. Add lines 13 through 23	228,624	37,026		5,724
	25 Contributions, gifts, grants paid	2,196,355			2,196,355
26 Total expenses and disbursements. Add lines 24 and 25	2,424,979	37,026		2,202,079	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	6,683,325				
b Net investment income (if negative, enter -0-)		9,071,278			
c Adjusted net income (if negative, enter -0-)			72,368		

624 12

SCANNED AUG 01 2016

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing	349,805	311,360	311,360
	2	Savings and temporary cash investments		194,913	194,913
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) Stmt 2	44,056,497	41,839,556	41,839,556
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	44,406,302	42,345,829	42,345,829	
Liabilities	17	Accounts payable and accrued expenses	898	150,969	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	898	150,969	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	44,405,404	42,194,860	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	44,405,404	42,194,860		
31	Total liabilities and net assets/fund balances (see instructions)	44,406,302	42,345,829		

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1 44,405,404
2	Enter amount from Part I, line 27a	2 6,683,325
3	Other increases not included in line 2 (itemize) ▶ Statement 3	3 72,368
4	Add lines 1, 2, and 3	4 51,161,097
5	Decreases not included in line 2 (itemize) ▶ Statement 3	5 (8,966,237)
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 42,194,860

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)

(b) How acquired
P - Purchase
D - Donation

(c) Date acquired
(mo., day, yr.)

(d) Date sold
(mo., day, yr.)

1a			
b			
c			
d			
e			

Available Upon request

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
			8,567,358
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	8,567,358
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	2,050,997	42,461,942	0.0483
2013	8,235,450	39,650,396	0.2077
2012	6,768,060	36,817,246	0.1838
2011	9,579,789	35,350,668	0.2710
2010	6,818,400	33,707,131	0.2023

2 Total of line 1, column (d)	2	0.9131
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.1826
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	42,795,461
5 Multiply line 4 by line 3	5	7,814,451
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	90,713
7 Add lines 5 and 6	7	7,905,164
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	2,202,079

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	181,426
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	181,426
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	181,426
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	50,000
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	202,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	252,000
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	70,574
11	Enter the amount of line 10 to be Credited to 2016 estimated tax ▶ 70,574 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b	N/A	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>http://www.bayerus.com/foundation/foundation_home.aspx</u>	13	X	
14	The books are in care of ▶ <u>Sarah Toulouse</u> Telephone no ▶ <u>(412) 777-2000</u> Located at ▶ <u>100 Bayer Road Pittsburgh PA</u> ZIP+4 ▶ <u>15205-9741</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. ▶ <u>15</u>			
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 4				

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

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

Total number of other employees paid over \$50,000. None

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount	
1 N/A		
2		
3 All other program-related investments See instructions		
Total. Add lines 1 through 3 ▶		None

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	43,293,807
b	Average of monthly cash balances	1b	153,362
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	43,447,169
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	43,447,169
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	651,708
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	42,795,461
6	Minimum investment return. Enter 5% of line 5	6	2,139,773

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part)

1	Minimum investment return from Part X, line 6	1	2,139,773
2a	Tax on investment income for 2015 from Part VI, line 5	2a	181,426
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	181,426
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,958,347
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,958,347
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,958,347

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	2,202,079
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,202,079
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,202,079

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				1,958,347
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010	5,146,252			
b From 2011	7,838,416			
c From 2012	4,948,157			
d From 2013	6,279,622			
e From 2014	None			
f Total of lines 3a through e	24,212,447			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ _____ 2,202,079				
a Applied to 2014, but not more than line 2a . . .				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2015 distributable amount.				1,958,347
e Remaining amount distributed out of corpus. . .	243,732			
5 Excess distributions carryover applied to 2015 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	24,456,179			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016.				
7 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)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) . . .	5,146,252			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	19,309,927			
10 Analysis of line 9				
a Excess from 2011	7,838,416			
b Excess from 2012	4,948,157			
c Excess from 2013	6,279,622			
d Excess from 2014	None			
e Excess from 2015	243,732			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling N/A

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

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)) or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

None

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

None

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed
 Sarah Toulouse 100 Bayer Road Pittsburgh PA 15205-9741 (412) 777-2000

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

Written Proposal should include purpose of organization and grant request amount.

c Any submission deadlines

None

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

None

Part XV **Supplementary Information** *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year Education Cultural & Arts Health & Welfare Enviromental				1,681,855 202,500 17,000 295,000
Total ▶ 3a				2,196,355
b Approved for future payment				
Total ▶ 3b				None

Bayer USA Foundation
25-1508079
Attachment to 2015 Form 990-PF
Page 1, Part 1

Line 16c, Other Professional Fees	
Administrative Services	<u>5,724</u>
Line 18, Taxes	
Federal Excise Taxes	<u>185,874</u>
Line 23, Other Expenses	
Investment advisory services	32,744
Custodian services	<u>4,282</u>
	<u>37,026</u>

Bayer USA Foundation
25-1508079
Attachment to 2015 Form 990-PF
Page 2 Part II

	<u>Beginning of Year</u>	<u>End of year</u>
Line 13 Invesments- Other		
State Street Global Advisors US Aggregate Bond Index NL CTF	17,661,681	16,537,560
Mellon Capital Management EB DV Stock Index Fund	26,345,486	25,301,998
Strategic Investment Fund Partners	49,330	0
Total	<u>44,056,497</u>	<u>41,839,558</u>

Bayer USA Foundation
25-1508079
Attachment to 2014 Form 990-PF
Page 2, Part III

Line 3
Return of prior year donations 72,368

Line 5
Other Decreases not included in line 2
Unrealized loses on investments (8,966,237)



Bayer Corporate Records

Bayer USA Foundation (NON-PROFIT)

BAG Legal Entity Code: None - The Bayer Foundation

Management Board:

Name	Office	Title	Start Date	End Date
Tracy E. Spagnol	Director and Chair	Director and Chair	02/10/2014	
Lars Benecke	Director	Director	11/01/2010	
Michael J. McDonald	Director	Director	09/04/2012	
Elizabeth Roden	Director	Director	09/04/2012	
Richard K. Heller	Officer	Vice President, Tax Services	09/01/2012	
James Martin	Officer	Treasurer	09/01/2012	
Darcey Rhoades @	Officer	Secretary	01/01/2015	

* Indicates Seal of Entity Holder

@ Indicates Maintains Original Records

Confidential

Grants and Contributions Paid during the Year of Approved for Future Payment

<u>Company/Site</u>	<u>Charitable Organization</u>	<u>Address</u>	<u>Federal Tax ID</u>	<u>Program Description</u>	<u>Category</u>	<u>Total Amount</u>	<u>Payment Date</u>
Bayer USA Foundation endowment	American Indian Science And Engineering Society	2305 Renard SE, Suite 200 Albuquerque, New Mexico 87106	731023474	AISES Academic and Travel Scholarship Program Funding for ASSET and Investing in Innovation grant project (challenge grant) NOTE 100% match for original challenge grant met Board approved the final payment to be redirected to other ASSET programmatic funding in 2015	Science & Education \ School Education / Science	10,000 00	10/8/2015
Bayer USA Foundation endowment	ASSET Inc	2403 Sidney Street, Suite 800 Pittsburgh, Pennsylvania 15203	251742923	Education 2.0 Strengthening Science Education and Workforce Supply Chains Through Multi-Stakeholder Collaboration	Science & Education \ School Education / Science	150,000 00	4/27/2015
Bayer USA Foundation endowment	California State University East Bay Foundation	25800 Carlos Bee Blvd Hayward, California 94542	946128893	Chevron Center for STEM Education and Career Development - Founding Partner	Science & Education \ School Education / Science	200,000 00	4/23/2015
Bayer USA Foundation endowment	Carnegie Institute	Carnegie Science Center One Allegheny Avenue Pittsburgh, Pennsylvania 15212	25-0965280	The 2015 Corps for Education Outside SF Expansion A New Frontier in K-5 Science Education & Environmental Sustainability	Science & Education \ Environmental Education (including UNEP)	50,000 00	3/20/2015
Bayer USA Foundation endowment	Education Outside	135 Van Ness Avenue Suite 408 San Francisco, California 94102	460590185	Bayer Weekend Power Pack Program Partnership	Health & Social \ Social Community Projects	25,000 00	4/16/2015
Bayer USA Foundation endowment	Food Bank of Central & Eastern North Carolina	3808 Tarheel Drive Raleigh, North Carolina 27609	56-1283426	Support for relief and development programs	Health & Social \ Social Community Projects	100,000 00	4/16/2015
Bayer USA Foundation endowment	Global Links	700 Trumbull Drive Pittsburgh, Pennsylvania 15205	52-1629060	Summer Math and Science Honors Academy (SMASH)	Science & Education \ School Education / Science	15,000 00	3/20/2015
Bayer USA Foundation endowment	MK Level Playing Field Institute	2201 Broadway Ste 101 Oakland, California 94612	91-2088635	Promoting Access to STEM Education for Underrepresented Minorities	Science & Education \ School Education / Science	75,000 00	10/8/2015
Bayer USA Foundation endowment	National Action Council for Minorities in Engineering, Inc	One North Broadway, Suite 601 White Plains, New York 10601	52-1190664	Filling a Gap in STEM Education Engaging Families Through PTA	Science & Education \ School Education / Science	50,000 00	4/16/2015
Bayer USA Foundation endowment	National Congress of Parents and Teachers	1250 N Pitt Street Alexandria, Virginia 22314	36-2169155	NMSI Teacher Training	Science & Education \ School Education / Science	120,569 66	10/8/2015
Bayer USA Foundation endowment	National Math and Science Initiative, Inc	8350 North Central Expressway Suite M-2200 Dallas, Texas 75206	11-3769438	funding for scholarship program	Science & Education \ School Education / Science	128,720 00	3/20/2015
Bayer USA Foundation endowment	National Merit Scholarship Corporation	1560 Sherman Avenue Suite 200 Evanston, Illinois 60201-4897	36-2307745		Science & Education \ School Education / Science	174,040 00	8/5/2015

Bayer USA Foundation endowment	National Science Teachers Association	1840 Wilson Blvd Arlington, Virginia 22201-3092	52-6055229	New Science Teacher Academy	Science & Education / School Education / Science	50,000 00	4/16/2015
Bayer USA Foundation endowment	North Carolina School of Science & Mathematics	1219 Broad Street Durham, North Carolina 27705	56-1250756	Due to discontinuation of the Labs for Learning 2013-2016 program, and with Board approval, the final two payments of this grant were redirected to a new program of the organization called Step Up to STEM	Science & Education / School Education / Science	10,000 00	3/20/2015
Bayer USA Foundation endowment	Passage Home, Inc	P O Box 10347, Raleigh, NC 27605 The Pennsylvania State University 408 Old Main	561765360	fund the Urban Agriculture - Community Garden Initiative	Science & Education / Environmental Education (including	150,000 00	3/20/2015
Bayer USA Foundation endowment	Pennsylvania State University Philanthropic Fund	University Park, Pennsylvania 16802-1500	27-4628784	Grades 9-12 STEM Education Upward Bound Math and Science -- Pittsburgh	Science & Education / School Education / Science Science & Education / Nature, Environment & Sustainability	75,000 00	10/8/2015
Bayer USA Foundation endowment	Pittsburgh Botanic Garden	799 Pinkerton Run Road Oakdale, PA 15071	25-1648405	Funding for creation of a Welcome Center Urban, Natural, & Community Programming -- engaging at-risk students in middle school and exposing them to various career fields,	Science & Education / School Education / Science	100,000 00	4/23/2015
Bayer USA Foundation endowment	Spark Program Inc	555 De Haro Street Suite 330 San Francisco, California 94107	20-1836547	particularly STEM-related companies, graduate, and succeed	Science & Education / School Education / Science	10,000 00	4/16/2015
Bayer USA Foundation endowment	Students 2 Science Inc	66 DeForest Avenue East Hanover, New Jersey 07936	26-4531539	Funding to support students from SDA Districts in the S2S ISAAC Middle School Program (Improving Student Affinity and Aptitude for Careers in STEM)	Science & Education / School Education / Science	50,000 00	8/27/2015
Bayer USA Foundation endowment	Synthetic Biology Engineering Research Center	2080 Addison Street Berkeley, California 94720-4200	94-6002123	Introductory College Level Experience in Microbiology (CLEM)	Science & Education / School Education / Science	29,560 00	10/8/2015
Bayer USA Foundation endowment	SYSTEMic Innovations	605 Pierson Street Excelsior Springs, Missouri 64024 1901 Centre Avenue	45-3363801	Operational support for SySTEMic innovations	Science & Education / School Education / Science	100,000 00	4/23/2015
Bayer USA Foundation endowment	The Pittsburgh Promise	Suite 204 Pittsburgh, PA 15219	26-1982661	Funding for the Pittsburgh Promise Initiative	Science & Education / School Education / Science	50,000 00	4/16/2015
Bayer USA Foundation endowment	Tickets For Kids Foundation	Suite 100 139 Freeport Road Pittsburgh, Pennsylvania 15215	020559825	Making Science Make Sense Outreach Program Funding for attendance of five U S students at the annual Bayer International Science Teens Camp being held in Denver, Colo	Science & Education / School Education / Science	150,000 00	8/10/2015
Bayer USA Foundation endowment	University Of Colorado Foundation	4740 Walnut Street Boulder, Colorado 80301-2538	84-6049811		Science & Education / School Education / Science	30,000 00	5/1/2015

Bayer USA Foundation endowment	Allegheny County Bar Foundation	400 Koppers Building 436 7th Avenue Pittsburgh, Pennsylvania 15219	25-1383622	The Backpack Project providing needy children with school supplies so they can focus on their education and build a solid educational foundation rather than being distracted by financial hardship	Science & Education \ School Education / General	6,465 00	3/20/2015
Bayer USA Foundation endowment	Beverly's Birthdays	804 Willow Street Irwin, Pennsylvania 15642	45-4248006	Spreading Birthday Cheer 365 Days a Year - Funding Support for Beverly's Birthdays Programming	Health & Social \ Social Community Projects	3,000 00	3/20/2015
Bayer USA Foundation endowment	Childrens Museum Of Pittsburgh	10 Children's Way Pittsburgh, Pennsylvania 15212	25-1379704	STEM-rich hands-on educational programming	Science & Education \ School Education / Science	7,500 00	3/20/2015
Bayer USA Foundation endowment	Family House Inc	5001 Baum Blvd Suite 545 Pittsburgh, Pennsylvania 15213	25-1519959	Operating Support	Health & Social \ Social Community Projects	5,000 00	3/20/2015
Bayer USA Foundation endowment	Girls Hope of Pittsburgh, Inc	1005 Beaver Grade Rd , Ste 1003 Coraopolis, Pennsylvania 15108	25-1625524	General operating support	Science & Education \ School Education / General	5,000 00	10/9/2015
Bayer USA Foundation endowment	Hollow Oak Land Trust Inc	P O Box 741 Coraopolis, Pennsylvania 15108	25-6374165	Youth and Family Environmental Education Program	Science & Education \ Environmental Education (including UNEP)	2,500 00	10/8/2015
Bayer USA Foundation endowment	Junior Achievement of Western Pennsylvania Inc	One Allegheny Center Suite 430 Pittsburgh, Pennsylvania 15212	25-0983059	JA STEM Initiative	Science & Education \ School Education / Science	2,500 00	3/20/2015
Bayer USA Foundation endowment	Nine Mile Run Watershed Association Inc	321 Pennwood Ave Pittsburgh, Pennsylvania 15221	25-1894523	Restoration Stewardship and Interpretation Program	Science & Education \ Environmental Education (including UNEP)	5,000 00	10/8/2015
Bayer USA Foundation endowment	Pittsburgh Cares	3505 Butler Street Pittsburgh, PA 15201	25-1702048	General operating support Books for Keeps "Math and Science" Program	Health & Social \ Social Community Projects	10,000 00	10/8/2015
Bayer USA Foundation endowment	Reading is FUNdamental Pittsburgh	10 Children's Way Suite 300 Pittsburgh, Pennsylvania 15212	25-1558336	Accelerating the policy and practice of sustainability among businesses and municipalities in the Pittsburgh region	Science & Education \ School Education / Science ----- \ Nature, Environment & Sustainability	5,000 00	3/20/2015
Bayer USA Foundation endowment	Sustainable Pittsburg	307 Fourth Avenue, Suite 1500 Pittsburgh, Pennsylvania 15219	203575951		Health & Social \ Social Community Projects	10,000 00	3/20/2015
Bayer USA Foundation endowment	The Salvation Army	700 N Bell Avenue Carnegie, PA 15106	13-5562351	The Salvation Army Family Caring Center	Health & Social \ Social Community Projects	5,000 00	10/8/2015

TFK Ticket Distribution Program

Bayer USA Foundation endowment	Tickets For Kids Foundation	Suite 100 139 Freeport Road Pittsburgh, Pennsylvania 15215	020559825	Health & Social \ Social Community Projects	5,000 00	4/16/2015
Bayer USA Foundation endowment	United Methodist Church Union	971 Beech Ave Pittsburgh, Pennsylvania 15233	25-0965431	Health & Social \ Social Community Projects	7,500 00	5/1/2015
Bayer USA Foundation endowment	Western Pennsylvania School for the Deaf	300 East Swissvale Avenue Pittsburgh, Pennsylvania 15218	25-1095386	Science & Education \ School Education / Science	2,500 00	3/20/2015
Bayer USA Foundation endowment	Women's Center and Shelter of Greater Pittsburgh	PO Box 9024 Pittsburgh, Pennsylvania 15224	251264376	Health & Social \ Social Community Projects	5,000 00	3/20/2015
Bayer USA Foundation endowment	YWCA Greater Pittsburgh	305 Wood Street Pittsburgh, Pennsylvania 15222	25-0965639	Science & Education \ School Education / Science	7,500 00	10/8/2015
Bayer USA Foundation endowment	Boys Club of Wake County, Inc	701 N Raleigh Blvd Raleigh, North Carolina 27610	560863051	Science & Education \ School Education / Science	5,000 00	5/5/2015
Bayer USA Foundation endowment	Dress for Success Triangle, NC	1058 W Club Blvd Ste 634 Durham, North Carolina 27701	26-2229898	Science & Education \ School Education / General	5,000 00	11/11/2015
Bayer USA Foundation endowment	Duke University--Office of Biomedical Graduate Diversity	905 S LaSalle Street GSRB I, Room 2073 DUMC 103865 Durham, North Carolina 27710	560532129	Science & Education \ School Education / Science	10,000 00	11/11/2015
Bayer USA Foundation endowment	Green Chair Project Inc	1853 Capital Boulevard Raleigh, North Carolina 27604	272323103	Health & Social \ Social Community Projects	5,000 00	8/20/2015
Bayer USA Foundation endowment	John Avery Boys & Girls Club Inc	808 East Pettigrew Street Durham, North Carolina 27702	56-6001906	Science & Education \ School Education / General	5,000 00	10/8/2015
Bayer USA Foundation endowment	North Carolina Theatre	One E South Street Raleigh, North Carolina 27601	56-1072874	Health & Social \ Social Community Projects	12,500 00	10/8/2015
Bayer USA Foundation endowment	Queens Foundation Inc	208 W Wendover Avenue Greensboro, North Carolina 27401	273531379	Science & Education \ School Education / General	10,000 00	8/20/2015
Bayer USA Foundation endowment	Raleigh Rescue Mission Incorporated	314 East Hargett St Raleigh, North Carolina 27601	566024168	Health & Social \ Social Community Projects	5,000 00	11/11/2015

Bayer USA Foundation endowment	Rescue Missions Ministries Inc dba, Durham Rescue Mission	PO Box 11858 Durham, North Carolina 27703	581482590	Educational programming	Science & Education \ School Education / General	5,000 00	8/20/2015
Bayer USA Foundation endowment	Shepherd's Table Soup Kitchen Inc	121 Hillsborough Street Raleigh, North Carolina 27603	561423190	to provide meals to the hungry and those in need	Health & Social \ Social Community Projects	15,000 00	10/8/2015
Bayer USA Foundation endowment	The Center For Inquiry-Based Learning, Inc	913 Ramseur Street Durham, North Carolina 27701	141923044	Development of 8th Grade Life Science Curriculum	Science & Education \ School Education / Science	10,000 00	8/27/2015
Bayer USA Foundation endowment	Wake Education Partnership	706 Hillsborough Street, Suite A Raleigh, North Carolina 27603	151518182	Supporting Educators Through Professional Development and Connecting Resources	Science & Education \ School Education / General	10,000 00	5/5/2015
Bayer USA Foundation endowment	Women's Center of Wake County Inc	112 Cox Avenue Raleigh, North Carolina 27605	58-1316004	Stocking an Emergency Food Pantry as part of Basic Needs Services provided to clients of the Women's Center of Wake County	Health & Social \ Social Community Projects	2,500 00	3/20/2015
Bayer USA Foundation endowment	Americas Grow A Row, Inc	150 Pittstown Road Pittstown, New Jersey 08867	26-2569598	Funding for two projects 1) set of rock-flexible discs to prepare soil for planting - \$9,000 2) high tunnel to increase tomato crop yield -- \$5,000	Health & Social \ Social Community Projects	14,000 00	3/20/2015
Bayer USA Foundation endowment	Boys & Girls Clubs of Hudson County	225 Morris Boulevard Jersey City, New Jersey 07302	22-1918943	Think SMART (Science, Math, and Robotics, Technology)	Science & Education \ School Education / Science	15,000 00	10/8/2015
Bayer USA Foundation endowment	Community Food Bank Of New Jersey Inc	31 Evans Terminal Rd Hillside, New Jersey 07205	22-2423882	Kids Cafe Program (child feeding)	Health & Social \ Social Community Projects	10,000 00	10/8/2015
Bayer USA Foundation endowment	County College Of Morris Foundation	214 Center Grove Road Randolph, New Jersey 07869	23-7200730	Women in STEM Initiative	Science & Education \ School Education / Science	10,000 00	4/16/2015
Bayer USA Foundation endowment	Drew University	36 Madison Avenue Madison, New Jersey 07940	221487164	The New Jersey Governor's School in the Sciences (NJGSS)	Science & Education \ School Education / Science	10,000 00	4/16/2015
Bayer USA Foundation endowment	Fairleigh Dickinson University	Office of University Advancement 1000 River Road H-DH-3 Teaneck, New Jersey 07666-1914	22-1494434	Integrating Problem-Based Sustainability Education into NJ's K-12 Curriculum	Science & Education \ Environmental Education (including UNEP)	15,000 00	10/8/2015
Bayer USA Foundation endowment	Liberty Science Center 222 Jersey City Boulevard Jersey City, New Jersey 07305	Liberty Science Center 222 Jersey City Boulevard Jersey City, New Jersey 07305	222302253	Traveling Science Programs and Extended Laboratory Workshops -- Northern NJ	Science & Education \ School Education / Science	15,000 00	11/11/2015

Bayer USA Foundation endowment	Sustainable Jersey A NJ Nonprofit Corporation	The College of New Jersey 2000 Pennington Road Forcina Hall - 3rd Floor Ewing, New Jersey 08618	453848336	Sustainable Jersey for Schools	Science & Education \ Environmental Education (including UNEP)	10,000.00	8/20/2015
TOTAL						2,196,354.66	