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For calendar year 2015, or tax year beginning 07-01-2015 , and ending 06-30-2016

Name of foundation Toyota USA Foundation c/o Corporate Tax Department G301		A Employer identification number 95-3255038	
Number and street (or P O box number if mail is not delivered to street address) 19001 S Western Avenue		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code Torrance, CA 90501		B Telephone number (see instructions) (301) 468-4456	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		C If exemption application is pending, check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		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 ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 108,356,832		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities		2,267,575		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	5,971,716			
	b Gross sales price for all assets on line 6a 21,344,690				
	7 Capital gain net income (from Part IV, line 2) . . .		5,101,786		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	79,417	63,312		
	12 Total. Add lines 1 through 11	6,051,133	7,432,673		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	49,555	0		66,029
	b Accounting fees (attach schedule).	65,105	6,511		58,594
	c Other professional fees (attach schedule)	468,356	468,356		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	70,201	30,899		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).		31,031		
	24 Total operating and administrative expenses. Add lines 13 through 23	653,217	536,797		124,623
	25 Contributions, gifts, grants paid	6,833,367			6,833,367
	26 Total expenses and disbursements. Add lines 24 and 25	7,486,584	536,797		6,957,990
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,435,451			
	b Net investment income (if negative, enter -0-)		6,895,876		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	4,165,807	11,810	11,810
	2	Savings and temporary cash investments			
	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)	108,319,491	108,260,822	108,260,822
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	0	84,200	84,200	
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)		112,485,298	108,356,832	108,356,832
Liabilities	17	Accounts payable and accrued expenses	21,385	4,911	
	18	Grants payable	8,309,080	1,509,225	
	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 ▶ _____)	105,196	0	
	23	Total liabilities(add lines 17 through 22)	8,435,661	1,514,136	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	104,049,637	106,842,696	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	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)	104,049,637	106,842,696	
	31	Total liabilities and net assets/fund balances(see instructions)	112,485,298	108,356,832	

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	104,049,637
2	Enter amount from Part I, line 27a	2	-1,435,451
3	Other increases not included in line 2 (itemize) ▶ _____	3	6,799,855
4	Add lines 1, 2, and 3	4	109,414,041
5	Decreases not included in line 2 (itemize) ▶ _____	5	2,571,345
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	106,842,696

Part IV Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1a See Additional Data Table				
b				
c				
d				
e				

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a See Additional Data Table			
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	5,101,786
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 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	1,631,666	110,458,478	0 014772
2013	5,432,605	108,256,837	0 050183
2012	4,220,136	105,758,038	0 039904
2011	5,100,535	101,447,845	0 050277
2010	4,925,664	100,138,043	0 049189

2 Total of line 1, column (d).	2	0 204325
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 040865
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	106,268,682
5 Multiply line 4 by line 3.	5	4,342,670
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	68,959
7 Add lines 5 and 6.	7	4,411,629
8 Enter qualifying distributions from Part XII, line 4.	8	6,957,990

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

1a

Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1
Date of ruling or determination letter _____
(attach copy of letter if necessary—see instructions)

2

Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

3

Add lines 1 and 2.

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5

Tax based on investment income.Subtract line 4 from line 3 If zero or less, enter -0-

6

Credits/Payments

7

Total credits and payments Add lines 6a through 6d.

8

Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached

9

Tax due.If the total of lines 5 and 8 is more than line 7, enter amount owed

10

Overpayment.If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.

11

Enter the amount of line 10 to be Credited to 2015 estimated tax 52,002 Refunded

1

68,959

2

0

3

68,959

4

0

5

68,959

6a

120,961

6b

6c

6d

7

120,961

8

9

10

52,002

11

0

Part VII-AStatements Regarding Activities

1a

During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1a

No

b

Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1b

No

c

Did the foundation file Form 1120-POL for this year?

1c

No

d

Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation \$ 0 (2) On foundation managers \$ 0

e

Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0

2

Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities

2

No

3

Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

3

No

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

No

b

If "Yes," has it filed a tax return on Form 990-T for this year?

4b

5

Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T

5

No

6

Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

6

Yes

7

Did the foundation have at least \$5,000 in assets at any time during the year?If "Yes," complete Part II, col (c), and Part XV

7

Yes

8a

Enter the states to which the foundation reports or with which it is registered (see instructions)
CA, NY

b

If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

8b

Yes

9

Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)?
If "Yes," complete Part XIV

9

No

10

Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

10

No

Form 990-PF (2015)

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		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		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.toyota.com</u>	13	Yes	
14 The books are in care of ► <u>Toyota Motor Sales USA INC</u> Telephone no ► <u>(310) 468-4456</u> Located at ► <u>FINLRPTG DEPT 19001 S WESTERN AVENUE Torrence CA</u> ZIP+4 ► <u>90501</u>			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16 At any time during calendar year 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 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 ►	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No				
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b			
Organizations relying on a current notice regarding disaster assistance check here. ► ☐				
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			No
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? ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____				
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b			
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____				
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No				
b If "Yes," did it have excess business holdings in 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015</i>).	3b			
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a			No
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			No

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)?		5b	
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		
<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
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?		6b	No
<i>If "Yes" to 6b, file Form 8870</i>			
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?		7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) 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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) 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
Russell Investments 1301 Second Avenue Seattle, WA 98101	Investment Fees	468,356
Total 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
1	
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	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3 ▶	0

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	107,691,923
b	Average of monthly cash balances.	1b	195,064
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	107,886,987
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	107,886,987
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,618,305
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	106,268,682
6	Minimum investment return. Enter 5% of line 5.	6	5,313,434

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	5,313,434
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	68,959
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	68,959
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	5,244,475
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	5,244,475
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	5,244,475

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	6,957,990
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
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	6,957,990
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	68,959
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	6,889,031

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				5,244,475
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			3,536,287	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				
e From 2014.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 6,957,990				
a Applied to 2014, but not more than line 2a			3,536,287	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				3,421,703
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				1,822,772
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).	0			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				
d Excess from 2014.				
e Excess from 2015.				

Part XIV

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b Check box to indicate whether the organiza

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	

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Part XV

1 Information Regarding Foundation Managers:

Contributed more than 2% of the total contributions received by the foundation
or have contributed more than \$5,000) (See section 507(d)(2))

10% or more of the stock of a corporation (or an equally large portion of the stock of a partnership) in which the foundation has a 10% or greater interest

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

Contributions to preselected charitable organizations and does not accept
makes gifts, grants, etc. (see instructions) to individuals or organizations under

-mail address of the person to whom applications should be addressed

mitted and information and materials they should include

ation of project, use of funds

as by geographical areas, charitable fields, kinds of institutions, or other

religious groups, political organizations or candidates

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)				
a Paid during the year See Additional Data Table				
Total			▶ 3a	6,833,367
b Approved for future payment				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
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Form **990-PF** (2015)

1. Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

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

[illegible]

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

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	***** Signature of officer or trustee	2016-10-31 Date	***** Title

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

Paid Preparer Use Only	Print/Type preparer's name Tracy S Paglia	Preparer's Signature	Date 2016-10-19	Check if self-employed ☐	PTIN P00366884
	Firm's name ☐ Moss Adams LLP			Firm's EIN ☐	91-0189318
	Firm's address ☐ 3121 W March Ln Ste 200 Stockton, CA 952192367			Phone no ☐	(209) 955-6100

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	(d) Date sold (mo , day, yr)
Sale of Russell Small Cap US Equity Fund	P		
Russell Small Cap US Equity Fund - ST	P		
Russell Small Cap US Equity Fund - LT	P		
Sale of Russell Large Cap US Equity Fund	P		
Russell Large Cap US Equity Fund - ST	P		
Russell Large Cap US Equity Fund - LT	P		
Sale of Russell International Equity Fund	P		
Russell International Equity Fund - ST	P		
Russell International Equity Fund - LT	P		
Sale of Russell Core Bond Fund	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
514,230		605,042	-90,812
		54,177	-54,177
418,233			418,233
3,749,637		3,872,591	-122,954
632,065			632,065
1,700,191			1,700,191
498,985		565,748	-66,763
22,614			22,614
		21,095	-21,095
16,581,838		14,946,584	1,635,254

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			-90,812
			-54,177
			418,233
			-122,954
			632,065
			1,700,191
			-66,763
			22,614
			-21,095
			1,635,254

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
Russell Core Bond Fund - ST	P		
Russell Core Bond Fund - LT	P		
SECTION 1256 CONTRACT - ST	P		
Section 1256 Contract - LT	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
305,932			305,932
		10,484	-10,484
301,513			301,513
452,269			452,269

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			305,932
			-10,484
			301,513
			452,269

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Michael Rouse Through 316	President 2 50	0	0	0
19001 S Western Avenue Torrance, CA 90501				
Martin Smith	Secretary 2 50	0	0	0
19001 S Western Avenue Torrance, CA 90501				
Kiyohisa Funasaki	Treasurer 2 50	0	0	0
19001 S Western Avenue Torrance, CA 90501				
Chuck Brown	Director 2 50	0	0	0
19001 S Western Avenue Torrance, CA 90501				
Kevin Butt	Director 2 50	0	0	0
19001 S Western Avenue Torrance, CA 90501				
Mike Goss	President 2 50	0	0	0
19001 S Western Avenue Torrance, CA 90501				
Zack Hicks	Director 2 50	0	0	0
19001 S Western Avenue Torrance, CA 90501				
Latondra Newton	Director 2 50	0	0	0
19001 S Western Avenue Torrance, CA 90501				
Julia Wada	Director 2 50	0	0	0
19001 S Western Avenue Torrance, CA 90501				
Jeff Mkarewicz	Director 2 50	0	0	0
19001 S Western Avenue Torrance, CA 90501				

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)				
a Paid during the year				
114th Partnership Inc 6010 Executive Boulevard Suite 708 Rockville,MD 20852		PC	Spark 101 Automotive Careers Case Study Video Development and Distribution	270,000
Biotech Partners 1936 Monroe-Weddington Rd Weddington,NC 28104		PC	FUNDING TO SUPPORT BIOTECH PARTNERS EXPANSION TO GROW	100,000
Center for Inspired Teaching 1436 U St NW 400 Washington,DC 20009		Pc	IMPLEMENT AND REPLICATE A POWERFUL STEM EDUCATION PROGRAM FOR K-12 STUDENTS	200,000
Claremont Graduate University 150 E Tenth Street Claremont,CA 91711		PC	Preparing Women for Careers in Global Supply Chain and Operations	570,000
Florida House Institute 4454 S Beneva Rd Sarasota,FL 34233		pc	STEAM & STEM Education Curriculum Development	94,225
Hot Bread Kitchen Ltd 1590 Park Avenue New York,NY 10029		PC	Workforce Development for Food Manufacturing Industry	950,000
Institute for Earth Science Research and Education 2686 Overhill Drive Eagleville,PA 19403		Pc	To develop a hardware, software, science, and mentoring infrastructure to support teacher profession	124,165
Manufacturing Institute 733 10th Street NW Suite 700 Washington,DC 20001		PC	The Dream It Do It Stem Toolkit	99,973
National Council for Science and the Environment 1101 17th St NW 250 Washington,DC 20036		Pc	TO DEVELOP NEW STEM MENTORING TRAINING WORKSHOPS	165,773
New Visions for Public Schools 320 West 13th Street 6th Floor New York City,NY 07042		PC	The Science & Literacy Initiative	59,382
North Alabama Science Center Inc 19001 S Western Avenue torrance,CA 90501		PC	To launch Manufacturing the future, a two-year project designed to bring math and science alive	99,959
Northwestern University 1801 Maple Avenue 2nd Floor Suite 241 Evanston,IL 60201		PC	NU Leadership Academy for Primary Grades Science Improvement	123,255
Project Lead The Way Inc 3939 Priority Way South Drive Suite 400 Indianapolis,IN 46240		PC	Project Lead The Way and Toyota USA Partnership in STEM Manufacturing Pathways	1,000,000
Red Cloud Indian School Inc 100 Mission Drive Pine Ridge,SD 57770		PC	Through Growing Our Future	140,000
ReSOURCE A Nonprofit Community Enterprise Inc 266 Pine Street Burlington,VT 05401		PC	ReSOURCE Youth Workforce Development Program	100,000
Total ▶ 3a				6,833,367

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)				
a <i>Paid during the year</i>				
Science Buddies 19001 S Western Avenue Torrance, CA 90501		Pc	To improve k12, hands on STEM education by developing a high-impact teacher dashboard	100,000
Teach for America Inc 470 Main Street Suite 1 Hazard, KY 41701		PC	Teach for America - Appalachia Science and Math Initiative	125,000
The Center for Education Innovation 28 W 44TH St 801 New York, NY 10036		Pc	TO IMPLEMENT MISSISSIPPIANS INTEGRATING SCIENCE, TECHNOLOGY, ENGINEERING, AND MATH (MI-STEM)	262,945
The Center for Science Teaching and Learning Inc 1450 Tanglewood Road Rockville Centre, NY 11570		PC	STEM Manufacturing - A Portal for Success	441,190
The Excel Institute Inc 1235 Kenilworth Ave NE Washington, DC 20019		PC	Excel Automotive Institute	100,000
The Huron River Watershed Council 1100 N Main St 210 Ann Arbor, MI 48104		pc	TO WORK WITH A DOZEN MIDDLE AND HIGH SCHOOLS PROGRAMS IN THIS SOUTHEAST MICHIGAN WATERSHED	125,000
The Johns Hopkins University Center for Talented Youth 5801 Smith Avenue Suite 400 Baltimore, MD 21209		Pc	To create a new STEM-focused expansion of the CTYSP	375,000
The National Dropout Prevention Network 209 Martin St Clemson University Clemson, SC 29631		PC	A Career Ready System for High School Students Focused on Manufacturing	1,000,000
The Oliver Scholarship Program 80 Maiden Ln 706 New York, NY 10038		Pc	To support the establishment of Oliver Teaches STEM, a new tier of academic services	72,500
West Point Association of Graduates 698 Mills Rd West Point, NY 10996		PC	THE SCIENCE & LITERACY INITIATIVE	135,000
Total ▶ 3a				6,833,367

TY 2015 Accounting Fees Schedule**Name:** Toyota USA Foundation

c/o Corporate Tax Department G301

EIN: 95-3255038

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	65,105	6,511		58,594

TY 2015 Investments - Other Schedule**Name:** Toyota USA Foundation

c/o Corporate Tax Department G301

EIN: 95-3255038

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Russell Large Cap US Equity Fund - 1,255,384.473 units	FMV	23,602,515	23,602,515
Russell Small Cap US Equity Fund - 160,288.965 units	FMV	3,182,840	3,182,840
Russell International Equity Fund - 443,753.667 units	FMV	5,231,161	5,231,161
Russell Core Bond Fund - 4,989,087.472 units	FMV	65,851,358	65,851,358
Russell Total Return Fund	FMV	10,392,948	10,392,948

TY 2015 Legal Fees Schedule

Name: Toyota USA Foundation
c/o Corporate Tax Department G301
EIN: 95-3255038

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal Fees	49,555	0		66,029

TY 2015 Other Assets Schedule

Name: Toyota USA Foundation

c/o Corporate Tax Department G301

EIN: 95-3255038

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
prepaid excise tax	0	53,080	53,080
deferred excise tax	0	31,120	31,120

TY 2015 Other Decreases Schedule**Name:** Toyota USA Foundation

c/o Corporate Tax Department G301

EIN: 95-3255038

Description	Amount
Unrealized Gain on Investments	2,571,345

TY 2015 Other Income Schedule**Name:** Toyota USA Foundation

c/o Corporate Tax Department G301

EIN: 95-3255038

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other income from K-1		63,312	
Deferred Federal excise tax	79,417		79,417

TY 2015 Other Increases Schedule**Name:** Toyota USA Foundation

c/o Corporate Tax Department G301

EIN: 95-3255038

Description	Amount
change in grants payable	6,799,855

TY 2015 Other Liabilities Schedule**Name:** Toyota USA Foundation

c/o Corporate Tax Department G301

EIN: 95-3255038

Description	Beginning of Year - Book Value	End of Year - Book Value
Excise Tax Payable	56,899	0
Deferred Excise Tax	48,297	0

TY 2015 Other Professional Fees Schedule**Name:** Toyota USA Foundation

c/o Corporate Tax Department G301

EIN: 95-3255038

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Russell Investment Fees	468,356	468,356		0

TY 2015 Taxes Schedule**Name:** Toyota USA Foundation

c/o Corporate Tax Department G301

EIN: 95-3255038

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Current Excise Tax	70,021	0		0
Foreign Taxes Paid	0	30,719		0
Tax Filing Fees	180	180		0