Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation: WHOLE PLANET FOUNDATION

A Employer identification number: 20-2376273

Number and street (or P O box number if mail is not delivered to street address): 550 BOWIE STREET

Room/suite:

B Telephone number (see instructions): (512) 542-3082

City or town, state or province, country, and ZIP or foreign postal code: AUSTIN, TX 78703

C If exemption application is pending, check here ▶ [ ]

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 8,829,486.

J Accounting method [ ] Cash [X] Accrual [ ] Other (specify) *(Part I, column (d) must be on cash basis)*

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

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)	8,427,618.			
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	10,064.	10,064.	10,064.	ATCH 1
	4 Dividends and interest from securities	124,979.	124,979.	124,979.	ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	35,644.			
	b Gross sales price for all assets on line 6a 35,644.				
	7 Capital gain net income (from Part IV, line 2)		35,644.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH 3	6,022.	6,022.	6,022.	
	12 **Total.** Add lines 1 through 11	8,604,327.	176,709.	141,065.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages	1,022,263.			1,022,263.
	15 Pension plans, employee benefits	213,748.			213,748.
	16a Legal fees (attach schedule) ATCH 4	22,581.			22,581.
	b Accounting fees (attach schedule) ATCH 5	70,054.			70,054.
	c Other professional fees (attach schedule) [6]	228,661.			228,661.
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion	1,294.			
	20 Occupancy	5,143.			5,143.
	21 Travel, conferences, and meetings	84,177.			84,177.
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 7	152,639.			152,639.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	1,800,560.			1,799,266.
	25 Contributions, gifts, grants paid	10,251,601.			10,251,601.
	26 **Total expenses and disbursements** Add lines 24 and 25	12,052,161.	0.	0.	12,050,867.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-3,447,834.			
	b **Net investment income** (if negative, enter -0-)		176,709.		
	c **Adjusted net income** (if negative, enter -0-)			141,065.	

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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	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	5,152,061.	1,647,563.	1,647,563.
	3	Accounts receivable ▶ 11,000.			
		Less allowance for doubtful accounts ▶	11,000.	11,000.	11,000.
	4	Pledges receivable ▶ 2,436,619.			
		Less allowance for doubtful accounts ▶	2,623,203.	2,436,619.	2,436,619.
	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)			
	14	Land, buildings, and equipment basis ▶ 71,414.			
		Less accumulated depreciation (attach schedule) ▶ 70,472.	2,237.	942.	942.
	15	Other assets (describe ▶ ATCH 8)	4,281,665.	4,733,362.	4,733,362.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	12,070,166.	8,829,486.	8,829,486.
Liabilities	17	Accounts payable and accrued expenses	90.	90.	
	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 ▶ ATCH 9)	16,004.	16,004.	
	23	**Total liabilities** (add lines 17 through 22)	16,094.	16,094.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	10,587,772.	7,647,796.	
	25	Temporarily restricted	1,466,300.	1,165,596.	
	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)	12,054,072.	8,813,392.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	12,070,166.	8,829,486.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	12,054,072.
2	Enter amount from Part I, line 27a	2	-3,447,834.
3	Other increases not included in line 2 (itemize) ▶ ATCH 10	3	207,154.
4	Add lines 1, 2, and 3	4	8,813,392.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,813,392.

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)
1 a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

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

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	35,644.
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	0.

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))
2015	12,218,111.	12,908,444.	0.946521
2014	11,736,689.	14,156,930.	0.829042
2013	10,887,218.	12,369,638.	0.880157
2012	9,023,285.	9,111,598.	0.990308
2011	7,300,072.	7,135,964.	1.022997

2	Total of line 1, column (d)	2	4.669025
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	0.933805
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	11,104,093.
5	Multiply line 4 by line 3	5	10,369,058.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,767.
7	Add lines 5 and 6	7	10,370,825.
8	Enter qualifying distributions from Part XII, line 4	8	12,050,867.

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 instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	1,767.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3	Add lines 1 and 2		3	1,767.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	1,767.
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 1,950.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	1,950.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	183.
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 183. **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ATTACHMENT 11			
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9	X	
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.WHOLEPLANETFOUNDATION.ORG

14 The books are in care of ▶ WHOLE FOODS MARKET - TAX DEPT Telephone no ▶ 512-542-3082
Located at ▶ 550 BOWIE STREET AUSTIN, TX ZIP+4 ▶ 78703-4644

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

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	X	
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶ ATCH 12			

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 2016?		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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 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 2016)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		4b		X

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

			Yes	No
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 [X] 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 [X] No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . [ ] Yes [X] No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions) . . . . [X] 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 [X] No			
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	5b		X
	Organizations relying on a current notice regarding disaster assistance check here . . . ▶ [ ]			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . [X] 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 [X] No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . [ ] Yes [X] 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	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 13		0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 14		620,096.	19,803.	0.

Total number of other employees paid over $50,000 . . . . ▶

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
ATCH 15		194,559.

Total number of others receiving over $50,000 for professional services . . . ▶

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 THE FOUNDATION PARTNERS WITH EXISTING CHARITABLE ORGANIZATIONS THAT MANAGE MICRO-CREDIT PROJECTS TO HELP FAMILIES ESCAPE POVERTY BY PROVIDING ACCESS TO CAPITAL THAT	12,050,868.
2 THEY CAN USE TO START THEIR OWN SMALL BUSINESSES. FUNDS IN 2016 SUPPORTED AN EXPANSION OF THE MICROLENDING PROGRAMS IN 69 COUNTRIES, INCLUDING THE UNITED STATES, AND SPANNING	
3 MULTIPLE CONTINENTS INCLUDING AFRICA, ASIA, NORTH AMERICA, AND SOUTH AMERICA. AS OF DECEMBER 31, 2016, OUR PROJECTS HAVE FUNDED OVER 1,919,000 LOANS AND HAVE DISBURSED	
4 OVER $475 MILLION IN GRANTS.	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 . . . ▶	

Form **990-PF** (2016)

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	4,318,317.
b	Average of monthly cash balances	1b	4,274,405.
c	Fair market value of all other assets (see instructions)	1c	2,680,469.
d	**Total** (add lines 1a, b, and c)	1d	11,273,191.
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	11,273,191.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	169,098.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,104,093.
6	**Minimum investment return.** Enter 5% of line 5	6	555,205.

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

1	Minimum investment return from Part X, line 6	1	
2a	Tax on investment income for 2016 from Part VI, line 5 2a		
b	Income tax for 2016 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
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	

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	12,050,867.
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	12,050,867.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	1,767.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	12,049,100.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				0.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only				
b Total for prior years 20 14 ,20 13 ,20 12				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $				
a Applied to 2015, 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 2016 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (*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				
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 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				
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 2011 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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 2016, enter the date of the ruling . . . . ▶ 07/25/2007

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	141,065.	130,602.	203,120.	233,363.	708,150.
b 85% of line 2a	119,905.	111,012.	172,652.	198,359.	601,928.
c Qualifying distributions from Part XII, line 4 for each year listed	12,050,867.	12,220,045.	11,736,689.	10,887,218.	46,894,819.
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	12,050,867.	12,220,045.	11,736,689.	10,887,218.	46,894,819.
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets	8,829,486.	12,070,166.	12,993,770.	11,029,995.	44,923,417.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)	8,829,486.	12,070,166.	12,993,770.	11,029,995.	44,923,417.
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	370,136.	430,281.	471,898.	412,321.	1,684,636.
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)	8,427,618.	11,023,856.	13,597,095.	12,758,429.	45,806,998.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)	5,893,360.	8,828,740.	10,305,816.	9,894,259.	34,922,175.
(3) Largest amount of support from an exempt organization					
(4) Gross investment income	170,686.	258,899.	203,120.	233,363.	866,068.

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))

N/A

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

N/A

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

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

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

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

c Any submission deadlines

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

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				
ATCH 16				
Total ▶ **3a**				10,251,601.
b Approved for future payment				
ATCH 17				
Total ▶ **3b**				2,245,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	10,064.	
4 Dividends and interest from securities			14	124,979.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	71,287.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				206,330.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 206,330.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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] 11/15/17 Asst. Secretary

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2016

Name of the organization	Employer identification number
WHOLE PLANET FOUNDATION	20-2376273

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private 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 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 1/3 % 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 Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on **its** Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization WHOLE PLANET FOUNDATION

Employer identification number

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ITO EN 45 MAIN STREET BROOKLYN, NY 11201	$ 25,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
2	WHOLE FOODS MARKET SERVICES, INC. 550 BOWIE STREET AUSTIN, TX 78703	$ 2,318,980.	Person [X] Payroll [X] Noncash [X] (Complete Part II for noncash contributions)
3	SEVENTH GENERATION 60 LAKE STREET BURLINGTON, VT 05401	$ 50,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
4	PEPSICO 700 ANDERSON HILL PURCHASE, NY 10577	$ 28,151.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
5	CAFE SPICE, ZAIKA FLAVORS OF INDIA 677 LITTLE BRITAIN ROAD NEW WINDSOR, NY 12553	$ 12,500.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
6	MRS. MEYERS 420 NORTH 5TH STREET, STE 500 MINNEAPOLIS, MN 55401	$ 25,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization WHOLE PLANET FOUNDATION

Employer identification number

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	SAMBAZON INC. 1160 CALLE CORDILLERA SAN CLEMENTE, CA 92673	$ 102,561.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
8	GARDEN OF LIFE 5500 VILLAGE BLVD, STE 202 WEST PALM BEACH, FL 33407	$ 50,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
9	GUAYAKI 6782 SEBASTOPOL AVENUE SEBASTOPOL, CA 95472	$ 10,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
10	ALLEGRO COFFEE 12799 CLAUDE COURT THORTON, CO 80241	$ 21,160.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
11	HAIN CELESTIAL GROUP 58 SOUTH SERVICE ROAD, SUITE 250 MELIVILLE, NY 11747	$ 50,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
12	ONESOURCE DISTRIBUTION 401 EAST 124TH AVE THORNTON, CO 80241	$ 10,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization WHOLE PLANET FOUNDATION

Employer identification number

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	NELSON'S 21 HIGH STREET STE 302 NORTH ANDOVER, MA 01845	$ 11,957.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
14	SMALL PLANET FOODS PO BOX 9452 MINNEAPOLIS, MN 55440	$ 30,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
15	FRONTIER 3021 78TH ST NORWAY, IA 52318	$ 100,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
16	NAKED JUICE 1333 S MAYFLOWER AVE STE 100 MONROVIA, CA 91016	$ 200,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
17	ALAFFIA PO BOX 11143 OLYMPIA, WA 98508-1143	$ 81,602.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
18	HINT PO BOX 29078 SAN FRANCISCO, CA 94129	$ 12,475.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization WHOLE PLANET FOUNDATION

Employer identification number

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
19	IZZE BEVERAGE CO 1035 PEARL STREET BOULDER, CO 80302	$ 100,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
20	RISHI 427 E STEWART ST MILWAUKEE, WI 53207	$ 38,500.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
21	TRADITIONAL MEDECINALS 4515 ROSS ROAD SEBASTOPOL, CA 95472	$ 48,400.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
22	CEDARS MEDITERRANEAN 50 FOUNDATION AVENUE WARD HILL, MA 01835	$ 12,500.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
23	COREPOWER YOGA 2434 W CAITHNESS PL DENVER, CO 80211	$ 18,733.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
24	GREYSTON BAKERY 104 ALEXANDER ST YONKERS, NY 10701	$ 27,678.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization WHOLE PLANET FOUNDATION | Employer identification number

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
25	NAVITAS 936 B SEVENTH ST., BOX #141 NOVATO, CA 94945	$ 27,200.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
26	NORSELAND INC 3 PARKLANDS DRIVE DARIEN, CT 06820	$ 11,286.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
27	ONE WORLD ENTERPRISES 1401 WESTWOOD BOULEVARD STE 200 LOS ANGELES, CA 90024	$ 7,109.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
28	ORGANIC INDIA 5311 WESTERN AVENUE, SUITE 110 BOULDER, CO 80301	$ 50,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
29	STACY'S PITA CHIPS 663 NORTH ST RANDOLPH, MA 02368	$ 30,905.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
30	PAPYRUS THE DOMAIN, 3400 ESPERANZA CROSSING AUSTIN, TX 78758	$ 100,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization WHOLE PLANET FOUNDATION

Employer identification number

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
31	MAMMA CHIA 5205 AVENIDA ENCINAS, SUITE E CARLSBAD, CA 92008	$ 52,269.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
32	CHAVEZ FOR CHARITY 271 GROVE AVE BLDG D VERONA, NJ 07044	$ 34,816.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
33	JARROW 1824 S ROBERTSON BOULEVARD LOS ANGELES, CA 90035	$ 25,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
34	NUBIAN HERITAGE 11 RANICK DRIVE SOUTH AMITYVILLE, NY 11701	$ 75,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
35	SMUCKERS 1 STRAWBERRY LANE ORRVILLE, OH 44667	$ 60,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
36	CLIF BAR & COMPANY 1451 66TH ST EMERYVILLE, CA 94608	$ 25,911.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization WHOLE PLANET FOUNDATION

Employer identification number

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
37	FEELGOODZ 206 S WILMINGTON ST RALEIGH, NC 27601	$ 25,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
38	SAF-GARD SAFETY SHOE COMPANY 2701 PATTERSON STREET GREENSBORO, NC 27407	$ 15,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
39	FOOD MATCH 575 8TH AVE 23RD FLOOR NEW YORK, NY 10018	$ 15,642.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
40	BOIRON 6 CAMPUS BOULEVARD NEWTOWN SQUARE, PA 19073	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
41	GLENDA FLANAGAN 550 BOWIE STREET AUSTIN, TX 78703	$ 5,200.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
42	CASTOR AND POLLUX 155 SE LOOP 338 ODESSA, TX 79762	$ 6,963.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization WHOLE PLANET FOUNDATION	Employer identification number

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
43	CROFTERS 7 GREAT NORTH RD PARRY SOUND ONTARIO CANADA P2A 2X8	$ 6,839.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
44	HEALTHY BEVERAGE LLC 329B SOUTH MAIN STREET DOYLESTOWN, PA 18901	$ 43,750.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
45	JUSTIN'S NUT BUTTER LLC 736 PEARL STREET BOULDER, CO 80302	$ 6,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
46	MARS FOOD 6885 ELM STREET MCLEAN, VA 22101	$ 19,656.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
47	MUNK PACK INC 222 RAILROAD AVE GREENWICH, CT 06830	$ 5,150.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
48	ONE WORLD ENTERPRISE 2361 W RAPPEL AVE BLOOMINGTON, IN 47404	$ 7,032.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization WHOLE PLANET FOUNDATION

Employer identification number

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
49	REPUBLIC OF TEA 5 HAMILTON LANDING NOVATO, CA 94949	$ 25,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
50	RIPPLE BRAND COLLECTIVE 225 NORTH ROUTE 303 STE 101 CONGERS, NY 10920	$ 8,376.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
51	SHOES FOR CREWS 3977 S MARYLAND PKWY LAS VEGAS, NV 89119	$ 22,914.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
52	SURYA NATURE INC 1327 2ND AVE NEW HYDE PARK, NY 11040	$ 7,129.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
53	THE RIVER LTD 1212 DELAWARE ST DENVER, CO 80204	$ 5,935.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
54	TOFURKY 601 INDUSTRIAL STREET HOOD RIVER, OR 97031	$ 10,845.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization WHOLE PLANET FOUNDATION

Employer identification number

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

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

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

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

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

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

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

Name of organization WHOLE PLANET FOUNDATION

Employer identification number

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

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					35,644.	
TOTAL GAIN(LOSS)							35,644.	

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INTEREST INCOME	10,064.	10,064.	10,064.
TOTAL	10,064.	10,064.	10,064.

ATTACHMENT 2

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
DIVIDEND INCOME		124,979.	124,979.	124,979.
	TOTAL	124,979.	124,979.	124,979.

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
OTHER INCOME		6,022.	6,022.	6,022.
	TOTALS	6,022.	6,022.	6,022.

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	22,581.			22,581.
TOTALS	22,581.			22,581.

ATTACHMENT 5

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	70,054.			70,054.
TOTALS	70,054.			70,054.

ATTACHMENT 6

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	29,177.	29,177.
FIELD PROGRAM MANAGEMENT	194,558.	194,558.
CONSULTING FEES	4,926.	4,926.
TOTALS	228,661.	228,661.

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
WEBSITE DESIGN AND MAINTENANCE	2,866.	2,866.
MARKETING	1,530.	1,530.
PROCESSING FEES	3,184.	3,184.
COMMUNICATION EXPENSE	10,859.	10,859.
SUPPLIES	9,671.	9,671.
POSTAGE & DELIVERY	4,632.	4,632.
MEMBERSHIP AND DUES	2,698.	2,698.
MEALS	14,636.	14,636.
MISCELLANEOUS	79,513.	79,513.
PRINTING	2,722.	2,722.
BANK SERVICE CHARGE	793.	793.
LICENSES	8,595.	8,595.
FIELD OFFICER AWARD	10,940.	10,940.
TOTALS	152,639.	152,639.

ATTACHMENT 8

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
WFM STOCK OPTIONS	78,171.	78,171.
UNDEPOSITED FUNDS	153,737.	153,737.
VANGUARD SHARES	4,501,454.	4,501,454.
TOTALS	4,733,362.	4,733,362.

ATTACHMENT 9

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION		ENDING BOOK VALUE
INTERCOMPANY PAYABLE		16,004.
	TOTALS	16,004.

ATTACHMENT 10

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

DESCRIPTION		AMOUNT
UNREALIZED GAIN/LOSS ON INVESTMENTS		207,154.
	TOTAL	207,154.

ATTACHMENT 11

FORM 990PF, PART VII-A, LINE 8A - STATES

AL,AK,AR,CA,CO,CT,DC,FL,GA,HI,IL,
KS,KY,ME,MD,MA,MI,MN,MS,MO,NH,NJ,NM,NY,
NC,ND,OH,OK,OR,PA,RI,SC,TN,UT,VA,WA,WV,WI,

ATTACHMENT 12

FORM 990PF, PART VII-A, LINE 16 - LIST OF FOREIGN COUNTRIES

CANADA
UNITED KINGDOM

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

ATTACHMENT 13

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
LEE VALKENAAR 550 BOWIE STREET AUSTIN, TX 78703	TREASURER			
PHILIP SANSONE 550 BOWIE STREET AUSTIN, TX 78703	PRESIDENT			
GLENDA FLANAGAN 550 BOWIE STREET AUSTIN, TX 78703	DIRECTOR			
JEFF TETER 550 BOWIE STREET AUSTIN, TX 78703	DIRECTOR			
JOY STODDARD 550 BOWIE STREET AUSTIN, TX 78703	SECRETARY			
AC GALLO 550 BOWIE STREET AUSTIN, TX 78703	DIRECTOR			

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

ATTACHMENT 13 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ROB TWYMAN 550 BOWIE STREET AUSTIN, TX 78703	DIRECTOR			
ANGELA LORENZEN 550 BOWIE ST AUSTIN, TX 78703	DIRECTOR			
ASIM SHAD 550 BOWIE STREET AUSTIN, TX 78703	DIRECTOR			
WILLIAM JORDAN 550 BOWIE STREET AUSTIN, TX 78703	DIRECTOR			
ROBERTA LANG 550 BOWIE STREET AUSTIN, TX 78703	DIRECTOR			
	GRAND TOTALS	0.	0.	0.

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 14

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS
EUGENIE BOLDUC 550 BOWIE ST AUSTIN, TX 78703	40.00	79,947.	2,850.
PHILIP SANSONE 550 BOWIE ST AUSTIN, TX 78703	40.00	198,254.	6,657.
JOY STODDARD 550 BOWIE ST AUSTIN, TX 78703	40.00	125,350.	5,674.
LEE VALKENAAR 550 BOWIE ST AUSTIN, TX 78703	40.00	113,900.	2,740.
DANIEL ZOLTANI 550 BOWIE ST AUSTIN, TX 78703	40.00	102,645.	1,882.
	TOTAL COMPENSATION	620,096.	19,803.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 15

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
CLAIRE KELLY 6700 MOUNTAIN AVE CHATHAM, NJ 07928 MONITOR AND EVALUATE EXISTING AND POTENTIAL MICRO FINANCE PROGRAMS IN AFRICA.	FIELD PROGRAM MGMT	129,899.
ZOE SO 272 EAST 7TH STREET, APT 5A NEW YORK, NY 10009 MONITOR AND EVALUATE EXISTING AND POTENTIAL MICRO FINANCE PROGRAMS IN AFRICA.	FIELD PROGRAM MGMT	64,660.
TOTAL COMPENSATION		194,559.

Whole Planet Foundation
EIN 20-2376273

Grants and Contributions Paid During the Year
Form 990PF - Part XV
Tax Year 2016 January 1st 2016 - December 31st 2016

Grantees Name	Grantee's Address	Grant Amount	Grant Purpose
BRAC - Sierra Leone	23 Old Lumley Road, Off Spur Road, Wilberforce Freetown Western Area 232 Sierra Leone	$ 250,000	The Foundation Board has approved $500,000 in Grant funding in 2011 for on-lending capital and operating expenses of the microfinance institution operated by BRAC in Sierra Leone.
BRAC - Tanzania (G2)	Plot 2329, Block H Mbezi Beach PO Box 105213 Dar es Salaam Tanzania	$ 120,299	The Foundation Board approved $472,219 in 2013 for on-lending capital and operating expenses of the microfinance institution operated by BRAC in Tanzania.
Aga Khan Foundation - Cote D'Ivoire G2	Aga Khan Foundation USA 1825 K Street, NW, #901 Washington, DC 20006 USA	$ 183,000	The Foundation Board has approved $549,000 in PRI funding in 2016 for on-lending capital and operating expenses of the microfinance institution operated by Aga Khan Foundation in Cote D'Ivoire.
Grameen America - Austin	1460 Broadway 14th Floor New York, NY 10036	$ 200,000	The Foundation Board has approved $1,000,000 in Grant funding in 2013 for on-lending capital and operating expenses of the microfinance institution operated by Grameen America in Austin, TX.
Grameen America - Boston	1460 Broadway 14th Floor New York, NY 10036	$ 100,000	The Foundation Board has approved $500,000 in Grant funding in 2013 for on-lending capital and operating expenses of the microfinance institution operated by Grameen America in Boston, MA.
Chifeng Zhaowuda Women's Sustainable Development Association (CZWSDA) - China G2	No.1 Zhaowuda Road Hongshan District Chifeng Inner Mongolia 24000 China, People's Republic of	$ 150,000	The Foundation Board has approved $600,000 in Grant funding in 2013 for on-lending capital and operating expenses of the microfinance institution operated by CZWSDA in China.
Grounded Holistic Approach to People's Empowerment - Cameroon	Rendez-vous junction, Longla Stree, P.O. Boz 680 Bamenda, North West Region Cameroon	$ 140,000	For onlending capital and operating expenses of the microfinance institution operated by Ghape in Cameroon.
La Asociación Salvadoreña de Extensionistas Empresariales del INCAE - El Salvador	Colonia Medica, Diagonal Arturo Romero # 431, San Salvador	$ 103,500	For onlending capital and operating expenses of the microfinance institution operated by ASEI in El Salvador.
Panama	0819- 03639, Zona 6 Panamá, República de Panamá	$ 100,000	For onlending capital and operating expenses of the microfinance institution operated by Cashpor in India.
Negros Women for Tomorrow Foundation (NWTF) - Philippines G2	102 San Sebastian/Verbena Streets Bacolod City 6100 Philippines	$ 173,014	The Foundation Board has approved $634,535 in grant funding in 2014 for on-lending capital and operating expenses of the microfinance institution operated by NWFT in the Philippines.
Tanzania G3	Box 482, Bungoma, 50200, Kenya/Tyazo Head Office, Nyamasheke District, Rwanada	$ 100,000	For onlending capital and operating expenses of the microfinance institution operated by Cashpor in India.

Grantees Name	Grantee's Address	Grant Amount	Grant Purpose
RENEW Microfinance - Bhutan	Bhutan Foundation 3121 South Street, NW Washington DC 20007	$ 100,000	The Foundation Board has approved $300,000 in Grant funding in 2015 for on-lending capital and operating expenses of the microfinance institution operated by RENEW Microfinance in Surin Bhutan
Buusaa Gonofaa - Ethiopia	PO Box 24850 Code 1000 Addis Adaba, Ethiopia	$ 100,000	The Foundation Board has approved $250,000 in Grant funding in 2015 for on-lending capital and operating expenses of the microfinance institution operated by Busaa Gonofaa in Ethiopia.
Reliance - Gambia	Reliance Plaza 46A Kairaba Avenue, K.S M.D The Gambia	$ 200,000	The Foundation Board has approved $500,000 in Grant funding in 2015 for on-lending capital and operating expenses of the microfinance institution operated by Reliance in Gambia.
CASHPOR India G3	N-7/1-R-9 DLW-BHU Road, Bhikaripur Varanasi Uttar Pradesh 221001 India	$ 1,670,000	The Foundation Board has approved $3,610,000 in Grant funding in 2014 for on-lending capital and operating expenses of the microfinance institution operated by CASHPOR in india.
Solidarity Microfinance - Des Moines, Iowa United States	Solidarity Microfinance - Des Moines, Iowa United States INFO@SOLIDARITYMICROFINANCE.ORG (515)288-3473	$ 100,000	The Foundation Board has approved $300,000 in Grant funding in 2015 for on-lending capital and operating expenses of the microfinance institution operated by Solidarity Microfinance in Iowa.
One Acre Fund (OAF) - Kenya G4	Box 482, Bungoma, 50200, Kenya/Tyazo Head Office, Nyamasheke District, Rwanada	$ 26,000	The Foundation Board has approved $150,000 in Grant funding in 2016 for on-lending capital and operating expenses of the microfinance institution operated by OAF in Kenya.
Microloan Foundation - Malawi G2	Collado House, Boma St P.O. Box 491; Kasungu, Malawi	$ 191,224	The Foundation Board has approved $740,000 in Grant funding in 2013 for on-lending capital and operating expenses of the microfinance institution operated by MLF in Malawi.
BRAC - Myanmar	68 Kyun Shwe Myaing Lane 2, Bogyoke Ywa, Thuwunna, Tingangyun Township, Yangon, Myanmar (Burma)	$ 137,712	The Foundation Board has approved $467,670 in Grant funding in 2015 for on-lending capital and operating expenses of the microfinance institution operated by BRAC in Myanmar.
Berendina Micro Investments Limited - Sri Lanka G2	Berendina Development Services Berendina Microfinance Institute (Gte) Limited No 152,1st Floor,Nawala Road, Nugegoda, Sri lanka	$ 125,000	The Foundation Board has approved $500,000 in Grant funding in 2015 for on-lending capital and operating expenses of the microfinance institution operated by Berendina Micro Investments Limited in Sri Lanka
Entrepreneurs du Monde - Togo	4 allée du Textile - 69120 Vaulx-IN-BOND +33 (0) 4 37 24 76 50	$ 300,000	The Foundation Board has approved $400,000 in Grant funding in 2015 for on-lending capital and operating expenses of the microfinance institution operated by Entrepreneurs du Monde in Togo.
Women and Family Development Fund (WFDF) - Laos	Ban Phonethan Nua, Saysetha District, Vientiane Laos	$ 50,000	The Foundation Board has approved $300,000 in 2012 in PRI funding in the form of a program related investment in the current tax year for on-lending capital and operating expenses of the microfinance institution operated by Women and Family Development Fund (WFDF) in Vientiane Laos.

Grantees Name	Grantee's Address	Grant Amount	Grant Purpose
KOMIDA - Indonesia G3	Jl Raya Lenteng Agung Km.3 No.10 Lenteng Agung Jagakarsa - Jakarta - Indonesia 12610	$ 402,475	The Foundation Board has approved $927,170 in PRI funding in the current tax year for on-lending capital of the microfinance institution operated by Komida
Small Enterprise Foundation (SEF) - South Africa G2	P.O. Box 212 Tzaneen 850 South Africa	$ 392,000	The Foundation Board has approved $1,000,000 in PRI funding in 2013 for on-lending capital and operating expenses of the microfinance institution operated by SEF in South Africa.
Caurie MF Senegal G2	BD MGR Francois Xavier Dione Escale Nord Thies BP: 3023 Senegal	$ 400,000	For onlending capital and operating expenses of the microfinance institution operated by Caurie in Senegal.
Caurie MF Senegal G3	BD MGR Francois Xavier Dione Escale Nord Thies BP: 3023 Senegal	$ 200,000	For onlending capital and operating expenses of the microfinance institution operated by Caurie in Senegal.
Chamroeun - Cambodia G2	# 425, St 271, Sangkat Toul Tom Pong II Khan Chamkarmon, Phnom Penh, Cambodia	$ 355,378	The Foundation Board has approved $1,312,476 in PRI funding in 2014 for on-lending capital and operating expenses of the microfinance institution operated by Chamroeun in Cambodia.
Banco de Ahorro y Crédito (ADOPEM) - Dominican Republic G2	Calle Heriberto Pieter No. 12 Ensanche Naco. Santo Domingo Dominican Republic	$ 250,000	The Foundation Board has approved $700,000 in PRI funding in 2014 for on-lending capital and operating expenses of the microfinance institution operated by ADOPEM in the Dominican Republic.
Babban Gona - Nigeria	Lekki Phase I, Lagos, Nigeria	$ 400,000	The Foundation Board has approved $500,000 in PRI funding in 2015 for on-lending capital and operating expenses of the microfinance institution operated by Babban Gona in Nigeria.
Rent to Own - Zambia	Rent to Own (Z) Ltd. Lusaka, Zambia +260 978 002 600 info@rtoafrica.com www.rtoafrica.com	$ 100,000	The Foundation Board has approved $250,000 in PRI funding in 2014 for on-lending capital and operating expenses of the microfinance institution operated by Rent to Own in Zambia
Banco Do Povo - Brazil G3	Rua Grão Mogol, 650 - Sion Belo Horizonte Minas Gerais Brazil	$ 150,000	The Foundation Board has approved $300,000 in Grant funding in 2016 for on-lending capital and operating expenses of the microfinance institution operated by Banco Do Povo in Brazil.
Bangladesh	Grameen Bank Bhapan, Mirpur 2, Dhaka 1216, Bangladesh	$ 75,000	For onlending capital and operating expenses of the microfinance institution operated by GMPF in Bangladesh.
Burkina Faso G2	4 allée du Textile - 69120 Vaulx-IN-BOND +33 (0) 4 37 24 76 50	$ 100,000	For onlending capital and operating expenses of the microfinance institution operated by EdM in Burkina Faso
Burundi G3	Box 482, Bungoma, 50200, Kenya/Tyazo Head Office, Nyamasheke District, Rwanada	$ 400,000	For onlending capital and operating expenses of the microfinance institution operated by One Acre Fund in Burundi.

Grantees Name	Grantee's Address	Grant Amount	Grant Purpose
Chile	Orrego Luco 0140 Santiago Providencia 4500000 Chile	$ 140,000	For onlending capital and operating expenses of the microfinance institution operated by Banlgualdad in Chile.
Lebanon	Spears, Abdel Kader Street Green Building, 1st Floor PO Box: 11-3483 Beirut- Lebanon	$ 100,000	For onlending capital and operating expenses of the microfinance institution operated by Al Majmoua in Lebanon.
Madagascar G2	BP 182 Ivato Aeroport Antananarivo 105 - MDG	$ 55,000	For onlending capital and operating expenses of the microfinance institution operated by JiroVe in Madagascar.
Morocco G2	Angle Rue Maâmora et Rue Reine Elizabeth II, Immeuble Nafoura A, 2ème étage, Appartement N°2, Kénitra Maâmora Kénitra Kénitra 14000 Morocco	$ 100,000	For onlending capital and operating expenses of the microfinance institution operated by INMAA in Morocco
Newark	1460 Broadway 14th Floor New York, NY 10036	$ 250,000	For on-lending capital and operating expenses of the microfinance institution operated by Grameen America in Newark, NJ.
Paraguay G2	Manuel Blinder, Esquina Teniente Espinoza #5589 Asuncion Paraguay	$ 500,000	For onlending capital and operating expenses of the microfinance institution operated by Fundación Paraguaya in Paraguay.
Saltlake City	International Rescue Committee 221 400 W, Salt Lake City, UT 84110	$ 50,000	For onlending capital and operating expenses of the microfinance institution operated by IRC in Saltlake City.
Solomon Islands	Solomon Islands 3rd Floor, BSP Building, Point Cruz PO Box 1247 Honiara, Solomon Islands Tel: (677) 23-447 Zinnur Rahman General Manager	$ 139,000	For onlending capital and operating expenses of the microfinance institution operated by BPBD in Solomon Islands.
Tanzania G4	Plot 2329, Block H Mbezi Beach PO Box 105213 Dar es Salaam Tanzania	$ 150,000	For onlending capital and operating expenses of the microfinance institution operated by BRAC in Taznania.
Thailand G2	21/50 Lak Muang Road Muang, Surin - 32000,Thailand	$ 200,000	For onlending capital and operating expenses of the microfinance institution operated by SED in Thailand.
Uganda G3	FINCA International 1201 15th Street, NW, 8th Floor Washington, DC 20005 +1 (202) 682-1510	$ 100,000	For onlending capital and operating expenses of the microfinance institution operated by Brightlife in Uganda.

Grantees Name	Grantee's Address	Grant Amount	Grant Purpose
Vietnam G2	20 Thuy Khue St, Room 304/305 Hanoi Vietnam	$ 523,000	For onlending capital and operating expenses of the microfinance institution operated by TYM in Vietnam.
Vietnam G3	Mekong Plus Belgique Avenue des Quatre Bonniers, 6 BE-1348 Ottignies-Louvain-la-Neuve	$ 100,000	For onlending capital and operating expenses of the microfinance institution operated by Mekong in Vietnam.
		$ 10,251,602	

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 17

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BANGLADESH REHABILITATION ASSISTANCE COMMITTEE		FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY BRAC IN SIERRA LEONE($250,000), AND TANZANIA ($300,000)	550,000
JIRO-VE - MADAGASCAR		FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY JIRO-VE IN MADAGACAR	55,000
BRIGHTLIFE - UGANDA		FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY BRIGHTLIFE IN UGANDA	200,000
AL MAJMOUA - LEBANON		FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY AL MAJMOUA IN LEBANON	400,000
AGA KHAN FOUNDATION - COTE D'IVOIRE		FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY AGA KHAN FOUNDATION IN COTE D'IVOIRE	366,000
EDM - BURKINA FASO		FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY EDM IN BURKINA FASO	200,000

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MEKONG PLUS - VIETNAM		FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY MEKONG PLUS IN VIETNAM	200,000
BANCO DO POVO CREDITO SOLIDARIO - BRAZIL		FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY BANCO DO POVO IN BRAZIL	150,000
ONE ACRE FUND - KENYA		FOR ONLENDING CAPITAL AND OPERATING EXPENSES OF THE MICROFINANCE INSTITUTION OPERATED BY ONE ACRE FUND IN KENYA	124,000
		TOTAL CONTRIBUTIONS APPROVED	2,245,000