

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation THE SUSAN THOMPSON BUFFETT FOUNDATION		A Employer identification number 47-6032365	
Number and street (or P O box number if mail is not delivered to street address) 808 CONAGRA DRIVE SUITE 300		Room/suite	B Telephone number (see instructions) (402) 943-1300
City or town, state or province, country, and ZIP or foreign postal code OMAHA, NE 68102		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,668,799,021	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>

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)	242,095,500			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	2,281,196	2,281,196		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	46,169,491			
	b Gross sales price for all assets on line 6a				
		78,037,832			
	7 Capital gain net income (from Part IV, line 2)		52,232,473		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	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)	13,875,254	0		
	12 Total. Add lines 1 through 11	304,421,441	54,513,669		
	13 Compensation of officers, directors, trustees, etc	883,825	0		883,825
	14 Other employee salaries and wages	3,992,146	0		3,992,146
	15 Pension plans, employee benefits	1,165,859	0		1,165,859
	16a Legal fees (attach schedule)	193,176	0		173,176
	b Accounting fees (attach schedule)	36,521	0		36,521
	c Other professional fees (attach schedule)	15,044,159	0		15,044,159
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	945,265	0		257,972
	19 Depreciation (attach schedule) and depletion	231,552	0		
	20 Occupancy	411,283	0		411,283
	21 Travel, conferences, and meetings	1,409,285	0		1,409,285
	22 Printing and publications	71,556	0		71,556
	23 Other expenses (attach schedule)	303,257	0		303,257
	24 Total operating and administrative expenses. Add lines 13 through 23	24,687,884	0		23,749,039
	25 Contributions, gifts, grants paid	521,307,896			589,873,244
	26 Total expenses and disbursements. Add lines 24 and 25	545,995,780	0		613,622,283
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-241,574,339			
	b Net investment income (if negative, enter -0-)		54,513,669		
	c Adjusted net income(if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing . . . . .			
	2 Savings and temporary cash investments . . . . .	780,405	5,483,600	5,483,600
	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 . . . . .	2,107,336	5,341,969	5,341,969
	10a Investments—U S and state government obligations (attach schedule)	383,445,923	385,969,494	385,969,494
	b Investments—corporate stock (attach schedule) . . . . .	2,197,324,281	2,263,039,061	2,263,039,061
	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 ▶ <u>11,125,617</u> Less accumulated depreciation (attach schedule) ▶ <u>2,160,720</u>	1,389,165	8,964,897	8,964,897
15 Other assets (describe ▶ _____)				
16 <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	2,585,047,110	2,668,799,021	2,668,799,021	
Liabilities	17 Accounts payable and accrued expenses . . . . .	85,019	1,174,453	
	18 Grants payable. . . . .	501,687,342	433,624,507	
	19 Deferred revenue . . . . .		2,592,860	
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule). . . . .			
	22 Other liabilities (describe ▶ _____)			
	23 <b>Total liabilities</b> (add lines 17 through 22) . . . . .	501,772,361	437,391,820	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted . . . . .	2,083,274,749	2,231,407,201	
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	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 <b>Total net assets or fund balances</b> (see instructions) . . . . .	2,083,274,749	2,231,407,201	
31 <b>Total liabilities and net assets/fund balances</b> (see instructions) .	2,585,047,110	2,668,799,021		

**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	2,083,274,749
2 Enter amount from Part I, line 27a . . . . .	2	-241,574,339
3 Other increases not included in line 2 (itemize) ▶ _____	3	389,706,791
4 Add lines 1, 2, and 3 . . . . .	4	2,231,407,201
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	2,231,407,201

**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 )
<b>1 a</b> 439000 SHS BERKSHIRE CLASS B STOCK	D	2007-03-13	2017-12-31
<b>b</b> PUBLICLY TRADED SECURITIES - VARIOUS SALES DATES	P	2016-01-01	2017-12-31
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> 77,625,512		25,579,039	52,046,473
<b>b</b> 412,320		226,320	186,000
<b>c</b>			
<b>d</b>			
<b>e</b>			

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

(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))
<b>a</b>			52,046,473
<b>b</b>			186,000
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	<b>2</b>	52,232,473
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		<b>3</b>	

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

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

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

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

☐ Yes ☒ No

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

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

(a) 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))
2016	570,962,269	2,438,619,878	0 234133
2015	530,813,909	2,671,795,349	0 198673
2014	424,117,731	2,767,785,760	0 153234
2013	457,343,201	2,607,458,404	0 175398
2012	374,021,118	1,892,875,455	0 197594

<b>2</b> Total of line 1, column (d)	<b>2</b>	0 959032
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	0 191806
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	<b>4</b>	2,512,746,255
<b>5</b> Multiply line 4 by line 3	<b>5</b>	481,959,808
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	545,137
<b>7</b> Add lines 5 and 6	<b>7</b>	482,504,945
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	618,843,949

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)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	545,137
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	545,137
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	545,137
<b>6</b>	Credits/Payments		
<b>a</b>	2017 estimated tax payments and 2016 overpayment credited to 2017	<b>6a</b>	1,220,000
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	0
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	1,220,000
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	0
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . <b>▶</b>	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . . <b>▶</b>	<b>10</b>	674,863
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2018 estimated tax</b> <b>▶</b> 0 <b>Refunded</b> <b>▶</b>	<b>11</b>	674,863

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation <b>▶</b> \$ 0 <b>(2)</b> On foundation managers <b>▶</b> \$ 0		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>▶</b> \$ 0		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities</i>	<b>2</b>	No
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>	<b>5</b>	No
<b>6</b> 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? . . . . .	<b>6</b>	Yes
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <b>▶</b> NE		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	<b>8b</b>	Yes
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	<b>10</b>	No

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

<b>11</b>	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	<b>11</b>		<b>No</b>
<b>12</b>	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of <b>ALLEN GREENBERG</b> Telephone no <b>(402) 943-1300</b>			

Located at **808 CONAGRA DRIVE STE 300 OMAHA NE** ZIP+4 **68102**

<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . <b>15</b>			
<b>16</b>	At any time during calendar year 2017, 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 <b>▶</b>	<b>16</b>	<b>Yes</b>	<b>No</b>

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

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

<b>1a</b>	During the year did the foundation (either directly or indirectly)		<b>Yes</b>	<b>No</b>
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	<b>1b</b>		<b>No</b>
<b>c</b>	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? <input type="checkbox"/>	<b>1c</b>		<b>No</b>
<b>2</b>	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
<b>a</b>	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>▶ 20____, 20____, 20____, 20____</b>			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>	<b>2b</b>		
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>▶ 20____, 20____, 20____, 20____</b>			
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b>	If "Yes," did it have excess business holdings in 2017 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 2017). <input type="checkbox"/>	<b>3b</b>		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</b>	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	<b>4b</b>		<b>No</b>

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

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

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	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	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
SENAIT FISSEHA	DIR INT'L PROGRAM	390,864	69,314	0
808 CONAGRA DR STE 300	40 00			
OMAHA, NE 68102				
TRACY WEITZ	DIR U S PROGRAMS	396,133	63,428	0
808 CONAGRA DR STE 300	40 00			
OMAHA, NE 68102				
SANDRA GARCIA	DIR RESEARCH & EVAL	301,467	69,981	0
808 CONAGRA DR STE 300	40 00			
OMAHA, NE 68102				
KELLIE PICKETT	DIR SCHOLARSHIPS	256,756	65,717	0
808 CONAGRA DR STE 300	40 00			
OMAHA, NE 68102				
KAREN GLUCK	US SNR PROGRAM	213,390	44,842	0
808 CONAGRA DR STE 300	OFFIC			
OMAHA, NE 68102	40 00			
Total number of other employees paid over \$50,000.				17
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	
HARVARD UNIVERSITY	PROJECT CONSULTING		3,812,464	
677 HUNTINGTON BLVD				
BOSTON, MA 02115				
EAST TENNESSEE STATE	PROJECT CONSULTING		2,165,527	
BOX 70732 OFFICE OF FINANCIAL				
SERVICES				
JOHNSON CITY, TN 37614				
UNIVERSITY OF MARYLAND	PROJECT EVALUATION		1,953,300	
4101 CHESAPEAKE BLVD				
COLLEGE PARK, MD 20742				
NORC AT THE UNIVERSITY OF CHICAGO	PROJECT CONSULTING		1,921,624	
55 EAST MONROE STREET				
CHICAGO, IL 60603				
AMERICAN INSTITUTES FOR RESEARCH	PROJECT CONSULTING		1,726,101	
PO BOX 28126				
NEW YORK, NY 10087				
Total number of others receiving over \$50,000 for professional services.				21

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 ALICE BUFFETT OUTSTANDING TEACHER AWARDS - 15 TEACHERS AWARDED \$10,000 (\$150,000 TOTAL)	63,271
2 SCHOLARSHIPS - AWARDED \$40,006,764 IN SCHOLARSHIPS	173,367
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.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	2,548,489,553
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	2,521,873
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	2,551,011,426
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	2,551,011,426
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	38,265,171
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	2,512,746,255
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	125,637,313

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

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	125,637,313
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5.	<b>2a</b>	545,137
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	545,137
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	125,092,176
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	13,875,253
<b>5</b>	Add lines 3 and 4.	<b>5</b>	138,967,429
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	138,967,429

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	613,622,283
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	5,221,666
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	618,843,949
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	<b>5</b>	545,137
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	618,298,812

**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 2016	(c) 2016	(d) 2017
<b>1</b> Distributable amount for 2017 from Part XI, line 7				138,967,429
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only. . . . .			0	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012. . . . .	277,743,656			
<b>b</b> From 2013. . . . .	325,376,105			
<b>c</b> From 2014. . . . .	284,101,658			
<b>d</b> From 2015. . . . .	397,337,516			
<b>e</b> From 2016. . . . .	448,414,904			
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	1,732,973,839			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 618,843,949				
<b>a</b> Applied to 2016, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2017 distributable amount. . . . .				138,967,429
<b>e</b> Remaining amount distributed out of corpus	479,876,520			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,212,850,359			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions). . . . .	277,743,656			
<b>9</b> <b>Excess distributions carryover to 2018.</b> Subtract lines 7 and 8 from line 6a . . . . .	1,935,106,703			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013. . . . .	325,376,105			
<b>b</b> Excess from 2014. . . . .	284,101,658			
<b>c</b> Excess from 2015. . . . .	397,337,516			
<b>d</b> Excess from 2016. . . . .	448,414,904			
<b>e</b> Excess from 2017. . . . .	479,876,520			

## Part XIV

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

## Part XV

**Part XV** **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b> ▶ <b>3a</b>				589,873,252
<b>b</b> <i>Approved for future payment</i> See Additional Data Table				
<b>Total . . . . .</b> ▶ <b>3b</b>				227,503,045

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

### Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
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<b>1a(1)</b>	<b>No</b>
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1a(2)	No
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<b>1b(1)</b>	<b>No</b>
--------------	-----------

<b>1b(2)</b>	<b>No</b>
--------------	-----------

<b>1b(3)</b>		<b>No</b>
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<b>1b(4)</b>		<b>No</b>
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<b>1b(5)</b>	<b>No</b>
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<b>1b(6)</b>		<b>No</b>
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1c		No
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value  
ue

[illegible]

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . . . . ☐ Yes ☒ No

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

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

**Sign  
Here**

\* \* \* \* \*

2018-05-03

\*\*\*\*\*

Signature of officer or trustee

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  BARBARA J FAJEN	Preparer's Signature	Date  2018-05-03	Check if self-employed ► <input type="checkbox"/>	PTIN  P00400874
Firm's name ► SEIM JOHNSON LLP				Firm's EIN ► 47-6097913
Firm's address ► 18081 BURT STREET SUITE 200  OMAHA, NE 680224722				Phone no (402) 330-2660

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
ALLEN GREENBERG 	PRESIDENT 40 00	636,122	65,863	0
808 CONAGRA DR STE 300 OMAHA, NE 68102				
MELISSA HOW	SECRETARY/DIR GRANTS & FIN 40 00	247,703	38,737	0
808 CONAGRA DR STE 300 OMAHA, NE 68102				
SUSAN A BUFFETT	BOARD CHAIR 1 00	0	0	0
808 CONAGRA DR STE 300 OMAHA, NE 68102				
PETER A BUFFETT	DIRECTOR 1 00	0	0	0
808 CONAGRA DR STE 300 OMAHA, NE 68102				
ALISON COWAN	DIRECTOR 1 00	0	0	0
808 CONAGRA DR STE 300 OMAHA, NE 68102				
GEOFFREY COWAN	DIRECTOR 1 00	0	0	0
808 CONAGRA DR STE 300 OMAHA, NE 68102				
CAROL LOOMIS	DIRECTOR 1 00	0	0	0
808 CONAGRA DR STE 300 OMAHA, NE 68102				
PATTI MATSON	DIRECTOR 1 00	0	0	0
808 CONAGRA DR STE 300 OMAHA, NE 68102				
WALLACE WEITZ	DIRECTOR 1 00	0	0	0
808 CONAGRA DR STE 300 OMAHA, NE 68102				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ABORTION CARE NETWORK PO BOX 16323 ST LOUIS PARK, MN 55416		PC	PROJECT SUPPORT	289,018
ACCESS REPRODUCTIVE CARE-SOUTHEAST 115 MARTIN LUTHER KING DRIVE ATLANTA, GA 30303		PC	PROJECT SUPPORT	430,678
ACLU FO NEW MEXICO FOUNDATION PO BOX 566 ALBUQUERQUE, NM 87103		PC	PROJECT SUPPORT	317,442
ACLU OF NORTH CAROLINA LEGAL FOUNDATION PO BOX 28004 RALEIGH, NC 27611		PC	PROJECT SUPPORT	286,324
ADVOCATES FOR YOUTH 2000 M STREET NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	1,849,906
<b>Total . . . . .</b> ► <b>3a</b>				589,873,252


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ALBANY MEDICAL CENTER 391 MYRTLE AVE ALBANY, NY 12208		PC	PROJECT SUPPORT	350,657
ALBERT EINSTEIN COLLEGE OF MEDICINE 1300 MORRIS PARK AVE BRONX, NY 10461		PC	PROJECT SUPPORT	756,536
ALLEGHENY HEALTH NETWORK 30 ISABELLA STREET PITTSBURGH, PA 15222		PC	PROJECT SUPPORT	272,230
ALLIANCE FOR A BETTER GEORGIA PO BOX 1982 ATHENA, GA 30603		PC	PROJECT SUPPORT	102,993
ALLIANCE FOR JUSTICE 121 DUPONT CIRCLE NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	989,282
<b>Total</b> . . . . . 				589,873,252
<b>3a</b>				



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
AMERICAN BRIDGE 21ST CENTURY 455 MASSACHUSETTS AVE NW WASHINGTON, DC 20001		NC	PROJECT SUPPORT	1,001,954
AMERICAN CIVIL LIBERTIES FOUNDATION OF PENNSYLVANIA PO BOX 60173 PHILADELPHIA, PA 19102		PC	PROJECT SUPPORT	50,000
AMERICAN CIVIL LIBERTIES UNION FOUNDATION OF COLORADO 303 E 17 AVE STE 350 DENVER, CO 80203		PC	PROJECT SUPPORT	310,890
AMERICAN CIVIL LIBERTIES UNION FOUNDATION OF TEXAS PO BOX 8306 HOUSTON, TX 77288		PC	PROJECT SUPPORT	371,364
AMERICAN CIVIL LIBERTIES UNION FOUNDATION 125 BROAD STREET NEW YORK, NY 10004		PC	PROJECT SUPPORT	856,343
<b>Total . . . . . ►</b> <b>3a</b>				589,873,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
AMERICAN COLLEGE OF OBSTETRICS AND GYNECOLOGY 409 12TH STREET SW WASHINGTON, DC 20024		PC	PROJECT SUPPORT	785,548
AMY BATTEN7400 N 60TH ST OMAHA, NE 68152	N/A	I	ALICE BUFFET OUTSTANDING TEACHER AWARD	10,000
AMYE AGGEN7400 N 60TH ST OMAHA, NE 68152	N/A	I	ALICE BUFFET OUTSTANDING TEACHER AWARD	10,000
ASSOCIATION OF WOMEN'S HEALTHOBSTETRIC AND NEONATAL NURSES 2000 L STREET NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	328,219
BACKLINE1611 TELEGRAPH AVE OAKLAND, CA 94612		PC	PROJECT SUPPORT	501,228
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BLACK WOMEN FOR WELLNESS 4340 11TH AVE LOS ANGELES, CA 90008		PC	PROJECT SUPPORT	200,604
BOARD OF REGENTS OF THE UNIVERSITY OF TEXAS SYSTEM PO BOX 7726 AUSTIN, TX 78713		GOV	PROJECT SUPPORT	1,461,190
BOARD OF REGENTS OF THE UNIVERSITY OF WISCONSIN SYSTEM 21 N PARK STREET MADISON, WI 53715		GOV	PROJECT SUPPORT	344,313
BOARD OF THE UNIVERSITY OF ALABAMA PO BOX 870142 TUSCALOOSA, AL 35487		PC	PROJECT SUPPORT	109,179
BOSTON MEDICAL CENTER 1 BOSTON MEDICAL CENTER PLACE BOSTON, MA 02118		PC	PROJECT SUPPORT	712,366
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BRIGHAM AND WOMENS HOSPITAL 116 HUNTINGTON AVE BOSTON, MA 02116		PC	PROJECT SUPPORT	365,614
BUSH RELIEF FUND8401 N IH 35 AUSTIN, TX 78753		PC	PROJECT SUPPORT	372,471
CALIFORNIA ACADEMY OF FAMILY PHYSICIANS FOUNDATION 1520 PACIFIC AVE SAN FRANCISCO, CA 04109		PC	PROJECT SUPPORT	419,458
CALIFORNIA LATINAS FOR REPRODUCTIVE JUSTICE PO BOX 861766 LOS ANGELES, CA 90086		PC	PROJECT SUPPORT	249,676
CAMBRIDGE HEALTH ALLIANCE 1493 CAMBRIDGE STREET CAMBRIDGE, MA 02139		PC	PROJECT SUPPORT	41,824
<b>Total</b> . . . . . 				589,873,252
<b>3a</b>				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CARE151 ELLIS STREET ATLANTA, GA 30303		PC	PROJECT SUPPORT	7,770,523
CAROLINA ABORTION FUND PO BOX 51534 DURHAM, NC 27717		PC	PROJECT SUPPORT	175,892
CATHOLICS FOR CHOICE1436 U ST NW WASHINGTON, DC 20009		PC	PROJECT SUPPORT	2,001,184
CATOLICAS POR EL DERECHO A DECIDIR AYUNTAMIENTO NO85 COL BARRIO SANTA CATA MX		EQUIVALENCY DETERMIN	PROJECT SUPPORT	2,377,081
CEDARS-SINAI MEDICAL CENTER 8635 W 3RD STREET LOS ANGELES, CA 90048		PC	PROJECT SUPPORT	50,000
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CELIO SILVA2235 N 46TH STREET OMAHA, NE 68106	N/A	I	ALICE BUFFET OUTSTANDING TEACHER AWARD	10,000
CENTER FOR HEALTH AND GENDER EQUITY 1317 F STREET NW WASHINGTON, DC 20004		PC	PROJECT SUPPORT	1,110,286
CENTER FOR REPRODUCTIVE RIGHTS 199 WATER STREET NEW YORK, NY 10038		PC	PROJECT SUPPORT	5,004,931
CENTRAL COMMUNITY COLLEGE PO BOX 4903 GRAND ISLAND, NE 68802		PC	SCHOLARSHIP PROGRAM	439,622
CHADRON STATE COLLEGE 1000 MAIN STREET CHADRON, NE 69337		PC	SCHOLARSHIP PROGRAM	710,473
<b>Total . . . . . ►</b> <b>3a</b>				589,873,252

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CLINTON HEALTH ACCESS INITIATIVE 383 DORCHESTER AVE BOSTON, MA 02127		PC	PROJECT SUPPORT	5,138,576
COLORADO ORGANIZATION FOR LATINA OPPORTUNITY AND REPRODUCTIVE RIGHTS PO BOX 40991 DENVER, CO 80204		PC	PROJECT SUPPORT	417,862
CONNIE COLTON3802 REDICK AVE OMAHA, NE 68112	N/A	I	ALICE BUFFET OUTSTANDING TEACHER AWARD	10,000
CONTRA COSTA REGIONAL HEALTH FOUNDATION 50 DOUGLAS DRIVE MARTINEZ, CA 94553		PC	PROJECT SUPPORT	29,956
CONWAY STRAGETIC 1875 CONNECTICUT AVE NW WASHINGTON, DC 20009		NC	PROJECT SUPPORT	1,223,433
<b>Total . . . . .</b> ► <b>3a</b>				589,873,252


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
DKT INTERNATIONAL 1701 K STREET SUITE 900 WASHINGTON, DC 20006		PC	PROJECT SUPPORT	25,423,989
EL PUEBLO2321 CRABTREE BLVD RALEIGH, NC 27604		PC	PROJECT SUPPORT	375,118
EMORY UNIVERSITY 101 WOODRUFF CIRCLE ATLANTA, GA 30322		PC	PROJECT SUPPORT	3,282,949
ENGENDER HEALTH440 NINTH AVENUE NEW YORK, NY 10001		PC	PROJECT SUPPORT	9,158,794
EQUALITY FLORIDA INSTITUTE 739 NE 121 STREET NORTH MIAMI, FL 33161		PC	PROJECT SUPPORT	249,792
<b>Total . . . . .</b> ► <b>3a</b>				589,873,252




Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
EQUIDAD DE GENERO ABASOLO 201 COL DEL CARMEN COYOAC MX		EQUIVALENCY DETERMIN	PROJECT SUPPORT	1,480,899
ESARCARRERA 18 NO 33 A-19 BOGOTA CO		EQUIVALENCY DETERMIN	PROJECT SUPPORT	5,687,198
FAMILY MEDICINE RESIDENCY OF IDAHO 777 N RAYMOND ST BOISE, ID 83704		PC	PROJECT SUPPORT	32,615
FEDERAL DEMOCRATIC REPUBLIC OF ETHIOPIA POSTAL CODE 1234 ADDIS ABABA ET		GOV	PROJECT SUPPORT	1,576,391
FEMINIST MAJORITY FOUNDATION 1600 WILSON BLVD ARLINGTON, VA 22209		PC	PROJECT SUPPORT	375,847
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
FEMINIST WOMEN'S HEALTH CENTER 1924 CLIFF VALLEY WAY ATLANTA, GA 30329		PC	PROJECT SUPPORT	225,986
FIGO CHARITABLE FOUNDATION 10 THEED STREET WATERLOO CT LONDON UK		EQUIVALENCY DETERMIN	PROJECT SUPPORT	3,060,949
FLORIDA INSTITUTE FOR REFORM AND EMPOWERMENT 134 E COLONIAL DRIVE ORLANDO, FL 32801		PC	PROJECT SUPPORT	250,179
FORWARD TOGETHER1440 BROADWAY OAKLAND, CA 94612		PC	PROJECT SUPPORT	1,142,090
FUND TEXAS CHOICE 115 WYANOKE DRIVE SAN ANTONIO, TX 78209		PC	PROJECT SUPPORT	9,750
<b>Total . . . . .</b> ► <b>3a</b>				589,873,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
FUNDERS FOR REPRODUCTIVE EQUITY PO BOX 750 ROCKVILLE, MD 20848		PC	PROJECT SUPPORT	125,000
GEORGE WASHINGTON UNIVERSITY 2121 I STREET NW WASHINGTON, DC 20052		PC	PROJECT SUPPORT	49,200
GLOBAL HEALTH STRATEGIES LLC 38 E 32ND STREET NEW YORK, NY 10016		NC	PROJECT SUPPORT	2,387,855
GLOBAL JUSTICE CENTER 11 HANOVER SQUARE NEW YORK, NY 10005		PC	PROJECT SUPPORT	398,295
GREENSTAR SOCIAL MARKETING PAKISTAN (GUARANTEE) LIMITED 4TH 5TH FLOOR BAHRIA COMPLEX KARACHI PK		NC	PROJECT SUPPORT	2,102,454
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
GROUNDSWELL FUND436 14TH STREET OAKLAND, CA 94612		PC	PROJECT SUPPORT	3,000,258
GROUP HEALTH COOPERATIVE FAMILY MEDICINE 125 16TH AVE E SEATTLE, WA 98112		PC	PROJECT SUPPORT	68,468
GRUPO DE INFORMACION EN REPRODUCCION VIENA 160 DEL CARMEN COYOACAN MX		EQUIVALENCY DETERMIN	PROJECT SUPPORT	1,664,159
GUTTMACHER INSTITUTE INC 125 MAIDEN LANE 7TH FLOOR NEW YORK, NY 10038		PC	PROJECT SUPPORT	3,134,222
GYNUITY15 EAST 26TH ST NEW YORK, NY 10010		NC	PROJECT SUPPORT	97,508
<b>Total</b> . . . . . 				589,873,252
<b>3a</b>				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HARVARD COLLEGE 677 HUNTINGTON AVE BOSTON, MA 02115		PC	PROJECT SUPPORT	1,072,596
HIGHLANDER RESEARCH AND EDUCATION CENTER 1959 HIGHLANDER WAY NEW MARKET, TN 37820		PC	PROJECT SUPPORT	174,892
HOPEWELL FUND 1201 CONNECTICUT AVE NW STE 300 WASHINGTON, DC 20036		PC	PROJECT SUPPORT	3,120,070
IBIS REPRODUCTIVE HEALTH 17 DUNSTER STREET CAMBRIDGE, MA 02138		PC	PROJECT SUPPORT	589,402
ICAHN SCHOOL OF MEDICINE ONE GUSTAVE LEVY PLACE NEW YORK, NY 10029		PC	PROJECT SUPPORT	362,567
<b>Total</b> . . . . . 				589,873,252
<b>3a</b>				

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


Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
IFWHENHOW1730 FRANKLIN STREET OAKLAND, CA 94612		PC	PROJECT SUPPORT	427,060
IMAGINE NORTH CAROLINA FIRST PO BOX 428 RALEIGH, NC 27602		PC	PROJECT SUPPORT	200,344
IN OUR OWN VOICE1300 I STREET NW WASHINGTON, DC 20005		PC	PROJECT SUPPORT	500,171
INSTITUTE FOR SOUTHERN STUDIES PO BOX 531 DURHAM, NC 27702		PC	PROJECT SUPPORT	50,000
INSTITUTO DE LEDERAZGO SIMONE DE BEAUVOIR AC (ILSB) RTABASCO NO 68 DEPOT 3 COLROMA DEL CUAUHHTEMOC MX		EQUIVALENCY DETERMIN	PROJECT SUPPORT	106,775
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
INTERFAITH ALLIANCE OF COLORADO 1373 GRANT STREET DENVER, CO 80203		PC	PROJECT SUPPORT	99,992
INTERNATIONAL PLANNED PARENTHOOD FEDERATION-WESTERN HEMISPHERE REGION 125 MAIDEN LANE 7TH FLOOR NEW YORK, NY 10037		PC	PROJECT SUPPORT	11,428,581
INTERNATIONAL RESCUE COMMITTEE 122 EAST 42ND STREET NEW YORK, NY 10168		PC	PROJECT SUPPORT	6,640,949
INTERNATIONAL WOMEN'S HEALTH COALITION 333 7TH AVE NEW YORK, NY 10001		PC	PROJECT SUPPORT	1,996,619
IPASPO BOX 9990 CHAPEL HILL, NC 27515		PC	PROJECT SUPPORT	28,969,329
<b>Total . . . . .</b> ► <b>3a</b>				589,873,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
JHPIEGO CORPORATION 1615 THAMES STREET BALTIMORE, MD 21231		PC	PROJECT SUPPORT	2,304,618
JODI KELLY330 S 127TH STREET OMAHA, NE 68154	N/A	I	ALICE BUFFET OUTSTANDING TEACHER AWARD	10,000
JOHNS HOPKINS UNIVERSITY 4940 EASTERN AVE BALTIMORE, MD 21224		PC	SCHOLARSHIP PROGRAM	792,815
JULIE TRIMBLE14850 LAUREL AVE 1 OMAHA, NE 68116	N/A	I	ALICE BUFFET OUTSTANDING TEACHER AWARD	10,000
KANSAS UNIVERSITY PHYSICIANS INC 3901 RAINBOW BLVD KANSAS CITY, KS 66160		PC	PROJECT SUPPORT	60,000
<b>Total . . . . .</b> ► <b>3a</b>				589,873,252



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
KATHLEEN HIGGINS 4020 N 30TH STREET OMAHA, NE 68111	N/A	I	ALICE BUFFET OUTSTANDING TEACHER AWARD	10,000
KIMBERLY TALAMANTES 4519 S 24TH STREET OMAHA, NE 68107	N/A	I	ALICE BUFFET OUTSTANDING TEACHER AWARD	10,000
LEANDRA LONDON2504 MEREDITH AVE OMAHA, NE 68111	N/A	I	ALICE BUFFET OUTSTANDING TEACHER AWARD	10,000
LEE MEMORIAL HEALTH SYSTEMS 2780 CLEVELAND AVE FT MYERS, FL 33901		PC	PROJECT SUPPORT	49,292
LEGAL VOICE907 PINE STREET SEATTLE, WA 98101		PC	PROJECT SUPPORT	80,000
<b>Total . . . . .</b> 				589,873,252
<b>3a</b>				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MAGEE WOMENS RESEARCH INSTITUTE AND FOUNDATION 3339 WARD ST PITTSBURGH, PA 15213		PC	PROJECT SUPPORT	312,068
MAIMONIDES MEDICAL CENTER 4802 10TH AVE BROOKLYN, NY 11219		PC	PROJECT SUPPORT	205,734
MARICOPA HEALTH FOUNDATION 2910 E CAMELBACK ROAD PHOENIX, AZ 85016		PC	PROJECT SUPPORT	140,922
MATERNITY AFRICAPO BOX 16464 ARUSHA TZ		EQUIVALENCY DETERMIN	PROJECT SUPPORT	291,339
MEDIA MATTERS FOR AMERICA 455 MASSACHUSETTS AVE NW WASHINGTON, DC 20001		PC	PROJECT SUPPORT	1,101,664
<b>Total . . . . .</b> ► <b>3a</b>				589,873,252

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MEDICAL COLLEGE OF VIRGINIA FOUNDATION PO BOX 980234 RICHMOND, VA 23298		PC	PROJECT SUPPORT	150,454
MEDICAL STUDENTS FOR CHOICE PO BOX 40935 PHILADELPHIA, PA 19107		PC	PROJECT SUPPORT	601,557
MEDICINES360 353 SACRAMENTO STREET SAN FRANCISCO, CA 94111		PC	PROJECT SUPPORT	3,325,859
MEDICINS SANS FRONTIERES 333 SEVENTH AVE NEW YORK, NY 10001		PC	PROJECT SUPPORT	3,851,172
MEDSTAR WASHINGTON HOSPITAL CENTER 110 IRVING STREET WASHINGTON, DC 20010		PC	PROJECT SUPPORT	150,193
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MEMORIAL HOSPITAL OF RHODE ISLAND 111 BREWSTER STREET PAWTUCKET, RI 02860		PC	PROJECT SUPPORT	77,990
MEMPHIS CENTER FOR REPRODUCTIVE HEALTH 1726 POPLAR AVE MEMPHIS, TN 38104		PC	PROJECT SUPPORT	200,933
METROHEALTH FOUNDATION 2500 METROHEALTH DRIVE CLEVELAND, OH 44109		PC	PROJECT SUPPORT	37,948
METROPOLITAN COMMUNITY COLLEGE PO BOX 3777 OMAHA, NE 68130		PC	SCHOLARSHIP PROGRAM	418,268
MID-PLAINS COMMUNITY COLLEGE 601 W STATE FARM RD NORTH PLATTE, NE 69101		PC	SCHOLARSHIP PROGRAM	67,143
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MONTEFIORE MEDICAL CENTER PO BOX 4398 CHURCH STREET STATION, NY 10261		PC	PROJECT SUPPORT	2,509,882
MSI-US1300 19TH STREET NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	47,879,606
NAF HOTLINE FUND1660 L ST NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	31,821,970
NARAL PRO CHOICE COLORADO FOUNDATION 1905 SHERMAN STREET DENVER, CO 80203		PC	PROJECT SUPPORT	345,819
NARAL PRO-CHOICE AMERICAN FOUNDATION 1156 15TH ST NW WASHINGTON, DC 20005		PC	PROJECT SUPPORT	2,249,174
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NARAL PRO-CHOICE NORTH CAROLINA FOUNDATION 4711 HOPE VALLEY ROAD DURHAM, NC 27707		PC	PROJECT SUPPORT	294,067
NARAL PRO-CHOICE OHIO FOUNDATION 12000 SHAKER BLVD CLEVELAND, OH 44120		PC	PROJECT SUPPORT	325,180
NARAL PRO-CHOICE TEXAS FOUNDATION PO BOX 684602 AUSTIN, TX 78768		PC	PROJECT SUPPORT	341,831
NARAL PRO-CHOICE VIRGINIA FOUNDATION POB 1204 ALEXANDRIA, VA 22313		PC	PROJECT SUPPORT	427,133
NATIONAL ABORTION FEDERATION 1090 VERMONT AVE NW WASHINGTON, DC 20005		PC	PROJECT SUPPORT	3,396,147
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NATIONAL ADVOCATES FOR PREGNANT WOMEN 875 6TH AVE NEW YORK, NY 10001		PC	PROJECT SUPPORT	425,043
NATIONAL BLACK WOMEN'S HEALTH PROJECT 55 M STREET WASHINGTON, DC 20003		PC	PROJECT SUPPORT	80,000
NATIONAL CENTER FOR LESBIAN RIGHTS 870 MARKET ST SAN FRANCISCO, CA 94102		PC	PROJECT SUPPORT	150,549
NATIONAL COMMITTEE FOR MATERNAL AND NEONATL HEALTH 36-C STREET 14 OFF KHAYABAN-E-SHAMS ER KARACHI PK		EQUIVALENCY DETERMIN	PROJECT SUPPORT	875,379
NATIONAL FAMILY PLANNING AND REPRODUCTIVE HEALTH ASSOCIATION 1025 VERMONT AVE WASHINGTON, DC 20005		PC	PROJECT SUPPORT	3,002,691
<b>Total . . . . . ►</b> <b>3a</b>				589,873,252

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NATIONAL HEALTH LAW PROGRAM 3701 WILSHIRE BLVD LOS ANGELES, CA 90010		PC	PROJECT SUPPORT	1,500,806
NATIONAL INSTITUTE FOR REPRODUCTIVE HEALTH 470 PARK AVE SOUTH NEW YORK, NY 10016		PC	PROJECT SUPPORT	3,079,870
NATIONAL LATINA INSTITUTE FOR REPRODUCTIVE HEALTH 50 BROAD STREET NEW YORK, NY 10004		PC	PROJECT SUPPORT	1,921,403
NATIONAL LGBTQ TASK FORCE 1325 MASSACHUSETTS AVE NW WASHINGTON, DC 20005		PC	PROJECT SUPPORT	150,681
NATIONAL NETWORK OF ABORTION FUNDS PO BOX 684949 AUSTIN, TX 78768		PC	PROJECT SUPPORT	2,209,934
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252



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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NATIONAL PARTNERSHIP FOR WOMEN AND FAMILIES 1875 CONNECTICUT AVE NW WASHINGTON, DC 20009		PC	PROJECT SUPPORT	555,995
NATIONAL WOMEN'S LAW CENTER 11 DUPONT CIRCLE WASHINGTON, DC 20036		PC	PROJECT SUPPORT	1,947,016
NATIVIDAD MEDICAL FOUNDATION 1441 CONSTITUTION BLVD SALINAS, CA 93912		PC	PROJECT SUPPORT	19,676
NEBRASKA TECHNICAL COLLEGE OF AGRICULTURE PO BOX 880411 LINCOLN, NE 68588		PC	SCHOLARSHIP PROGRAM	110,898
NEO PHILANTHROPY45 W 36 ST NEW YORK, NY 10018		PC	PROJECT SUPPORT	4,719,602
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NEW ERA COLORADO FOUNDATION 1722 HUMBOLDT ST DENVER, CO 80218		PC	PROJECT SUPPORT	291,458
NEW MORNING FOUNDATION 1501 MAIN STREET COLUMBIA, SC 29201		PC	PROJECT SUPPORT	29,989,395
NEW VENTURE FUND 1201 CONNECTICUT AVE NW STE 300 WASHINGTON, DC 20036		PC	PROJECT SUPPORT	15,072,264
NEW VOICES PITTSBURGH 234 N WHITFIELD STREET PITTSBURGH, PA 15206		PC	PROJECT SUPPORT	1,037,554
NEW YORK UNIVERSITY 665 BROADWAY NEW YORK, NY 10012		PC	PROJECT SUPPORT	162,595
<b>Total . . . . .</b> ► <b>3a</b>				589,873,252

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

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NORTHEAST COMMUNITY COLLEGE PO BOX 469 NORFOLK, NE 68702		PC	SCHOLARSHIP PROGRAM	617,193
NORTHWELL HEALTH INC 350 COMMUNITY DRIVE MANHASSET, NY 11030		PC	PROJECT SUPPORT	56,475
NORTHWESTERN UNIVERSITY 680 NORTH LAKE SHORE DRIVE CHICAGO, IL 60611		PC	PROJECT SUPPORT	253,798
NUCLEAR THREAT INITIATIVE 1747 PENNSYLVANIA AVE NW WASHINGTON, DC 20006		PC	PROJECT SUPPORT	7,005,793
NURSING STUDENTS FOR CHOICE 2356 UNIVERSITY AVE W ST PAUL, MN 55114		PC	PROJECT SUPPORT	200,479
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
OHIO STATE UNIVERSITY FOUNDATION 395 W 12 AVE COLUMBUS, OH 43210		GOV	PROJECT SUPPORT	82,623
OREGON HEALTH AND SCIENCE FOUNDATION 3181 SW SAM JACKSON PARK RD PORTLAND, OR 97239		PC	PROJECT SUPPORT	1,226,595
PAMELA HOMAN12200 BURKE STREET OMAHA, NE 68154	N/A	I	ALICE BUFFET OUTSTANDING TEACHER AWARD	10,000
PAMELA SCHMEITS4065 VINTON ST OMAHA, NE 68105	N/A	I	ALICE BUFFET OUTSTANDING TEACHER AWARD	10,000
PATHFINDER INTERNATIONAL NINE GALEN STREET WATERTOWN, MA 02472		PC	PROJECT SUPPORT	8,957,733
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

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<b>a</b> <i>Paid during the year</i>				
PATRICIA FREYERMUTH 818 CRESTRIDGE ROAD OMAHA, NE 68154	N/A	I	ALICE BUFFET OUTSTANDING TEACHER AWARD	10,000
PERU STATE COLLEGEPO BOX 10 PERU, NE 68421		GOV	SCHOLARSHIP PROGRAM	685,462
PHILADELPHIA WOMEN'S CENTER 601 CHAPEL AVE EAST CHERRY HILL, NJ 08034		NC	PROJECT SUPPORT	325,100
PHYSICIANS FOR REPRODUCTIVE HEALTH 1430 BROADWAY NEW YORK, NY 10018		PC	PROJECT SUPPORT	3,305,014
PLANNED PARENTHOOD ASSOCIATION OF PENNSYLVANIA 1514 N 2 STREET HARRISBURG, PA 17102		PC	PROJECT SUPPORT	247,530
<b>Total</b> . . . . . 				589,873,252
<b>3a</b>				

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PLANNED PARENTHOOD COLUMBIA WILLAMETTE 3727 NE MARTIN LUTHER KING JR BLVD PORTLAND, OR 97212		PC	PROJECT SUPPORT	29,000
PLANNED PARENTHOOD FEDERATION OF AMERICA 123 WILLIAM STREET NEW YORK, NY 10038		PC	PROJECT SUPPORT	29,144,243
PLANNED PARENTHOOD MAR MONTE 2314 AUBURN AVE CINCINNATI, OH 45219		PC	PROJECT SUPPORT	427,587
PLANNED PARENTHOOD OF ARIZONA 4751 N 15 ST PHOENIX, AZ 85014		PC	PROJECT SUPPORT	5,900
PLANNED PARENTHOOD OF CENTRAL AND WESTERN NEW YORK 114 UNIVERSITY AVENUE ROCHESTER, NY 14605		PC	PROJECT SUPPORT	250,002
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PLANNED PARENTHOOD OF GREATER OHIO 206 EAST STATE STREET COLUMBUS, OH 43215		PC	PROJECT SUPPORT	250,296
PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVE DALLAS, TX 75231		PC	PROJECT SUPPORT	150,301
PLANNED PARENTHOOD OF GREATER WASHINGTON AND NORTHERN IDAO 1117 TIETON DRIVE YAKIMA, WA 98902		PC	PROJECT SUPPORT	29,000
PLANNED PARENTHOOD OF ILLINOIS 18 SOUTH MICHIGAN AVE CHICAGO, IL 60604		PC	PROJECT SUPPORT	703,481
PLANNED PARENTHOOD OF MARYLAND 330 N HOWARD ST BALTIMORE, MD 21201		PC	PROJECT SUPPORT	58,000
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PLANNED PARENTHOOD OF MINNESOTA NORTH DAKOTA AND SOUTH DAKOTA 671 VANDALIA STREET ST PAUL, MN 55114		PC	PROJECT SUPPORT	578,675
PLANNED PARENTHOOD OF SOUTH EAST AND NORTH FLORIDA 2300 N FLORIDA MANGO ROAD WEST PALM, FL 33409		PC	PROJECT SUPPORT	226,218
PLANNED PARENTHOOD OF THE HEARTLAND 1171 7TH STREET DES MOINES, IA 50322		PC	PROJECT SUPPORT	1,906,717
PLANNED PARENTHOOD OF THE PACIFIC SOUTHWEST 1075 CAMINO DEL RIO SOUTH SAN DIEGO, CA 92108		PC	PROJECT SUPPORT	375,269
PLANNED PARENTHOOD OF THE ROCKY MOUNTAINS 7155 E 38TH AVE DENVER, CO 80207		PC	PROJECT SUPPORT	755,759
<b>Total . . . . . ►</b> <b>3a</b>				589,873,252



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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PLANNED PARENTHOOD OF THE SOUTHERN FINGER LAKES 620 W SENECA ST ITHACA, NY 14850		PC	PROJECT SUPPORT	374,912
PLANNED PARENTHOOD OF WISCONSIN 302 N JACKSON STREET MILWAUKEE, WI 53701		PC	PROJECT SUPPORT	375,316
PLANNED PARENTHOOD SOUTHWEST OHIO REGION 1691 THE ALAMEDA SAN JOSE, CA 95126		PC	PROJECT SUPPORT	58,000
PLANNED PARENTHOOD SOUTHWEST OREGON 3579 FRANKLIN BLVD EUGENE, OR 97403		PC	PROJECT SUPPORT	29,000
POPULATION COUNCIL ONE DAG HAMERSKOLD PLAZA NEW YORK, NY 10017		PC	PROJECT SUPPORT	2,052,474
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
POPULATION REFERENCE BUREAU 1875 CONNECTICUT AVE NW WASHINGTON, DC 20009		PC	PROJECT SUPPORT	590,152
POPULATION SERVICES INTERNATIONAL 1120 19TH STREET NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	34,384,204
PRETERM CLEVELAND 12000 SHAKER BLVD CLEVELAND, OH 44120		PC	PROJECT SUPPORT	275,754
PROGRESS FLORIDA EDUCATION INSTITUTE 1010 CENTRAL AVE ST PETERSBURG, FL 33705		PC	PROJECT SUPPORT	250,848
PROGRESS NORTH CAROLINA PO BOX 27629 RALEIGH, NC 27629		PC	PROJECT SUPPORT	333,451
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PROGRESS TEXAS INSTITUTE DBA TEXAS RESEARCH INSTITUTE 500 SAN MARCOS STREET AUSTIN, TX 78702		PC	PROJECT SUPPORT	305,629
PROGRESSNOW COLORADO 1714 HUMBOLDT ST DENVER, CO 80218		PC	PROJECT SUPPORT	295,226
PROGRESSNOW EDUCATION FUND 1600 UNIVERSITY AVE W ST PAUL, MN 55104		PC	PROJECT SUPPORT	45,286
PROGRESSNOW NEW MEXICO 625 SILVER AVE SW ALBUQUERQUE, NM 87102		NC	PROJECT SUPPORT	300,435
PROTEUS FUND15 RESEARCH B AMHERST, MA 01002		PC	PROJECT SUPPORT	200,101
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PROVIDE INC47 THORNDIKE STREET CAMBRIDGE, MA 02141		PC	PROJECT SUPPORT	3,005,716
RANDALL HOWARD 12200 BURKE STREET OMAHA, NE 68154	N/A	I	ALICE BUFFET OUTSTANDING TEACHER AWARD	10,000
REGENTS OF THE UNIVERSITY OF CALIFORNIA DAVIS 1850 RESEARCH PARK DRIVE DAVIS, CA 95616		PC	PROJECT SUPPORT	280,784
REGENTS OF THE UNIVERSITY OF CALIFORNIA IRVINE 141 INNOVATION IRVINE, CA 92697		PC	PROJECT SUPPORT	186,445
REGENTS OF THE UNIVERSITY OF CALIFORNIA LOS ANGELES 405 HILGARD AVE LOS ANGELES, CA 90095		PC	PROJECT SUPPORT	100,000
<b>Total . . . . .</b> ► <b>3a</b>				589,873,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
REGENTS OF THE UNIVERSITY OF CALIFORNIA RIVERSIDE 14350 MERIDIAN PARKWAY RIVERSIDE, CA 92508		PC	PROJECT SUPPORT	60,000
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 3333 CALIFORNIA ST SAN FRANCISCO, CA 94118		PC	PROJECT SUPPORT	10,690,729
REGENTS OF THE UNIVERSITY OF COLORADO 12631 E 17TH AVE AURORA, CO 80045		PC	PROJECT SUPPORT	210,175
REGENTS OF THE UNIVERSITY OF MICHIGAN 3003 S STATE STREET ANN ARBOR, MI 48109		PC	PROJECT SUPPORT	451,475
REGENTS OF THE UNIVERSITY OF NEBRASKA KEARNEY 2504 9TH AVE KEARNEY, NE 68849		PC	SCHOLARSHIP PROGRAM	5,060,231
<b>Total</b> . . . . . <b>3a</b>				589,873,252

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


Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
REGENTS OF THE UNIVERSITY OF NEBRASKA LINCOLN 17 CANFIELD ADMIN BLDG LINCOLN, NE 68588		PC	SCHOLARSHIP PROGRAM	12,935,252
REGENTS OF THE UNIVERSITY OF NEBRASKA MEDICAL CENTER 600 S 42 STREET OMAHA, NE 68198		PC	PROJECT SUPPORT	248,523
REGENTS OF THE UNIVERSITY OF NEW MEXICO 1 UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131		GOV	PROJECT SUPPORT	62,439
RELIGIOUS COALITION FOR REPRODUCTIVE CHOICE EDUCATION FUND 1413 K STREET NW WASHINGTON, DC 20005		PC	PROJECT SUPPORT	674,422
REPRODUCTIVE HEALTH ACCESS PROJECT PO BOX 21191 NEW YORK, NY 10025		PC	PROJECT SUPPORT	409,150
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
REWIRE7315 WISCONSIN AVE BETHESDA, MD 20814		PC	PROJECT SUPPORT	3,013,349
ROCKEFELLER PHILANTHROPY ADVISORS 6 WEST 48TH ST NEW YORK, NY 10036		PC	PROJECT SUPPORT	487,661
ROYAL COLLEGE OF OBSTETRICIANS AND GYNAECOLOGISTS 27 SUXXES PLACE LONDON UK		PC	PROJECT SUPPORT	3,006,117
RUTGERS UNIVERSITY 33 KNIGHTSBRIDGE ROAD PISCATAWAY, NJ 08854		GOV	PROJECT SUPPORT	30,274
SALEM BAPTIST CHURCH 3131 LAKE STREET OMAHA, NE 68111		PC	PROJECT SUPPORT	5,000
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SAVE THE CHILDREN54 WILTON ROAD WESTPORT, CT 06880		PC	PROJECT SUPPORT	7,592,398
SCHOLARS STRATEGY NETWORK 675 MASSACHUSETTS AVE CAMBRIDGE, MA 02139		PC	PROJECT SUPPORT	300,514
SISTERLOVEPO BOX 10558 ATLANTA, GA 30310		PC	PROJECT SUPPORT	80,000
SISTERREACH1750 MADISON AVE MEMPHIS, TN 38104		PC	PROJECT SUPPORT	200,540
SISTERSONG 1237 RALPH DAVID ABERNATHY BLVD SW ATLANTA, GA 30310		PC	PROJECT SUPPORT	616,943
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SOCIEDAD MEXICANA PRO DERECHOS DE LA MUJER A C COLSAN JUAN DEL BENITO JUAREZ MX		EQUIVALENCY DETERMIN	PROJECT SUPPORT	125,000
SOCIETY OF FAMILY PLANNING RESEARCH FUND 255 S 17TH STREET PHILADELPHIA, PA 19103		NC	PROJECT SUPPORT	13,018,402
SONOMA COUNTY ACADEMIC FOUNDATION FOR EXCELLENCE IN MEDICINE 3569 ROUND BARN CIRCLE SANTA ROSA, CA 95403		PC	PROJECT SUPPORT	45,426
SOUTHEAST COMMUNITY COLLEGE 8800 O STREET LINCOLN, NE 68520		PC	SCHOLARSHIP PROGRAM	431,515
SOUTHERNERS ON NEW GROUND PO BOX 11250 ATLANTA, GA 30310		PC	PROJECT SUPPORT	50,000
<b>Total</b> . . . . . 				589,873,252
<b>3a</b>				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SPARK REPRODUCTIVE JUSTICE NOW PO BOX 89210 ATLANTA, GA 30312		PC	PROJECT SUPPORT	255,705
STANFORD UNIVERSITY 300 PASTEUR DRIVE STANFORD, CA 94305		PC	PROJECT SUPPORT	494,494
STATE INNOVATION EXCHANGE PO BOX 260230 MADISON, WI 53726		PC	PROJECT SUPPORT	200,320
STICHTING WOMENS WALLET POSTBUS 15798 AMSTERDAM NL		EQUIVALENCY DETERMIN	PROJECT SUPPORT	250,000
SUGAR PALM FOUNDATION 12384 ANTILLE DRIVE BOCA RATON, FL 33428		NC	PROJECT SUPPORT	1,818,903
<b>Total . . . . .</b> ► <b>3a</b>				589,873,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
TARA HEALTH FOUNDATION 1818 OLIVER AVE SOUTH MINNEAPOLIS, MN 55405		NC	PROJECT SUPPORT	50,000
TEAMMATES6801 O STREET LINCOLN, NE 68510		PC	PROJECT SUPPORT	10,000
TEXAS FREEDOM NETWORK EDUCATION FUND PO BOX 1624 AUSTIN, TX 78767		PC	PROJECT SUPPORT	374,080
THE AFIYA CENTER 7441 MARVIN D LOVE FRWY DALLAS, TX 75237		PC	PROJECT SUPPORT	383,255
THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS 1919 W TAYLOR ST CHICAGO, IL 60612		PC	PROJECT SUPPORT	43,375
<b>Total . . . . .</b> ► <b>3a</b>				589,873,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
THE GLOBAL FUND TO FIGHT AIDS TUBERCULOSIS AND MALARIA 8 BLANDONNET 1216 VERNIER GENEVA SZ		PC	PROJECT SUPPORT	4,000,000
THE GUTTMACHER INSTITUTE 125 MAIDEN LANE 7TH FLOOR NEW YORK, NY 10038		PC	PROJECT SUPPORT	9,129,294
THE HENRY J KAISER FAMILY FOUNDATION 2400 SAND HILL ROAD MENLO PARK, CA 94702		NC	PROJECT SUPPORT	1,636,640
THE NATIONAL CAMPAIGN TO PREVENT TEEN AND UNPLANNED PREGNANCY 1776 MASSACHUSETTS AVE NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	2,751,140
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA LOS ANGELES 10889 WILSHIRE BLVD LOS ANGELES, CA 90095		PC	PROJECT SUPPORT	37,529
<b>Total . . . . . ►</b> <b>3a</b>				589,873,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN DIEGO 9500 GILMAN DRIVE LA JOLLA, CA 92093		PC	PROJECT SUPPORT	234,879
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 3333 CALIFORNIA ST SAN FRANCISCO, CA 94118		PC	PROJECT SUPPORT	4,916,328
THE REGENTS OF THE UNIVERSITY OF MICHIGAN 3003 S STATE STREET ANN ARBOR, MI 48109		PC	PROJECT SUPPORT	18,991,159
THE REGENTS OF THE UNIVERSITY OF NEBRASKA MEDICAL CENTER 600 S 42 STREET OMAHA, NE 68198		PC	SCHOLARSHIP PROGRAM	769,300
THE REGENTS OF THE UNIVERSITY OF NEBRASKA OMAHA EPPLEY ADMIN BLDG OMAHA, NE 68182		PC	SCHOLARSHIP PROGRAM	11,578,461
<b>Total . . . . . ►</b> <b>3a</b>				589,873,252

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
THE REGENTS OF THE UNIVERSITY OF NEW MEXICO 1 UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131		GOV	PROJECT SUPPORT	353,084
THE UNIVERISTY OF UTAH 75 SOUTH 2000 EAST SALF LAKE CITY, UT 84112		PC	PROJECT SUPPORT	255,923
THE UNIVERSITY OF CAPETOWN PRIVATE BAG X3 RONDEBOSCH SF		EQUIVALENCY DETERMIN	PROJECT SUPPORT	106,855
THE UNIVERSITY OF CHICAGO 6030 S ELLIS AVE CHICAGO, IL 60637		PC	PROJECT SUPPORT	804,163
THE UNIVERSITY OF UTAH 75 SOUTH 2000 EAST SALT LAKE CITY, UT 84112		PC	PROJECT SUPPORT	813,227
<b>Total . . . . .</b> ► <b>3a</b>				589,873,252

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


Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
THE UNIVERSITY OF VERMONT 111 COLCHESTER AVE BURLINGTON, VT 05401		PC	PROJECT SUPPORT	339,816
THOMAS ALLEN4700 GILES RD OMAHA, NE 68157	N/A	I	ALICE BUFFET OUTSTANDING TEACHER AWARD	10,000
THOMAS JEFFERSON UNIVERSITY 125 S 9 ST PHILADELPHIA, PA 19107		PC	PROJECT SUPPORT	330,451
TIDES CENTERPO BOX 29907 SAN FRANCISCO, CA 94129		PC	PROJECT SUPPORT	1,833,042
TIDES FOUNDATION1014 TORNEY AVE SAN FRANCISCO, CA 94129		PC	PROJECT SUPPORT	351,011
<b>Total . . . . .</b> <b>3a</b>				589,873,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
TOMIE GREEN3802 REDICK AVE OMAHA, NE 68112	N/A	I	ALICE BUFFET OUTSTANDING TEACHER AWARD	10,000
TRUST WOMEN FOUNDATION 5107 E KELLOGG WICHITA, KS 67218		PC	PROJECT SUPPORT	58,933
TRUSTEES OF COLUMBIA UNIVERSITY 630 WEST 168TH ST NEW YORK, NY 10032		PC	PROJECT SUPPORT	1,167,619
TRUSTEES OF INDIANA UNIVERSITY 980 INDIANA AVE INDIANAPOLIS, IN 46202		PC	PROJECT SUPPORT	243,220
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET PHILADELPHIA, PA 19104		PC	PROJECT SUPPORT	350,664
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ULTRAVIOLET EDUCATION FUND PO BOX 34756 WASHINGTON, DC 20043		PC	PROJECT SUPPORT	618,849
UNITE FOR REPRODUCTIVE GENDER EQUITY 1317 F STREET NW WASHINGTON, DC 20004		PC	PROJECT SUPPORT	926,730
UNIVERSITY CLINICAL EDUCATION AND RESEARCH ASSOCIATES 677 ALA MOANA BLVD HONOLULU, HI 96813		PC	PROJECT SUPPORT	278,494
UNIVERSITY OF BRITISH COLUMBIA 4500 OAK STREET VANCOUVER CA		PC	PROJECT SUPPORT	330,771
UNIVERSITY OF CALIFORNIA DAVIS 4860 Y ST SACRAMENTO, CA 95817		PC	PROJECT SUPPORT	45,675
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UNIVERSITY OF CHICAGO 6054 SOUTH DREXEL AVE CHICAGO, IL 60637		PC	PROJECT SUPPORT	250,002
UNIVERSITY OF COLORADO 13001 EAST 17TH PLACE AURORA, CO 80045		PC	PROJECT SUPPORT	305,244
UNIVERSITY OF MARYLAND BALTIMORE FOUNDATION 620 W LEXINGTON ST BALTIMORE, MD 21201		PC	PROJECT SUPPORT	50,903
UNIVERSITY OF NEBRASKA FOUNDATION 134 VARNER HALL LINCOLN, NE 68583		PC	SCHOLARSHIP PROGRAM	3,824,155
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL 104 AIRPORT DRIVE CHAPEL HILL, NC 27599		PC	PROJECT SUPPORT	276,847
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UNIVERSITY OF OKLAHOMA FOUNDATION 731 ELM AVE NORMAN, OK 73019		PC	PROJECT SUPPORT	15,000
UNIVERSITY OF ROCHESTER 601 ELMWOOD AVE ROCHESTER, NY 14642		PC	PROJECT SUPPORT	53,345
UNIVERSITY OF SOUTHERN CALIFORNIA 1200 N STATE STREET LOS ANGELES, CA 90033		PC	PROJECT SUPPORT	619,412
UNIVERSITY OF VERMONT 1 SOUTH PROSPECT ST BURLINGTON, VT 05401		PC	PROJECT SUPPORT	278,903
UNIVERSITY OF WASHINGTON 4333 BROOKLYN AVE NE SEATTLE, WA 98195		GOV	PROJECT SUPPORT	542,081
<b>Total</b> . . . . . 				589,873,252
<b>3a</b>				

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

<div>Recipient</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<div>Name and address (home or business)</div>				
<b>a</b> <i>Paid during the year</i>				
UNIVERSITY OF WISCONSIN FOUNDATION 1848 UNIVERSITY AVE MADISON, WI 53726		PC	PROJECT SUPPORT	56,802
UPSTREAM USA1630 SAN PABLO AVE OAKLAND, CA 94612		PC	PROJECT SUPPORT	3,802,747
UT SOUTHWESTERN MEDICAL CENTER 5323 HARRY HINES BLVD DALLAS, TX 75390		GOV	PROJECT SUPPORT	81,588
VOTER REGISTRATION PROJECT 1725 DESALES ST NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	1,006,067
WAKE FOREST UNIVERSITY 1 MEDICAL CENTER BLVD WINSTONSALEM, NC 27157		PC	PROJECT SUPPORT	193,710
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WASHINGTON UNIVERSITY CAMPUS BOX 1054 ST LOUIS, MO 63130		PC	PROJECT SUPPORT	365,933
WAYNE STATE FOUNDATION 1111 MAIN STREET WAYNE, NE 68787		PC	SCHOLARSHIP PROGRAM	2,063,675
WESTERN NEBRASKA COMMUNITY COLLEGE 1601 E 27 STREET SCOTTSBLUFF, NE 69361		PC	SCHOLARSHIP PROGRAM	46,595
WHOLE WOMAN'S HEALTH ALLIANCE 914 E JEFFERSON CHARLOTTESVILLE, VA 22901		PC	PROJECT SUPPORT	291,168
WILLOWS INTERNATIONAL 294 VALLEY ROAD MIDDLETOWN, RI 02840		NC	PROJECT SUPPORT	9,021,076
<b>Total . . . . .</b> ► <b>3a</b>				589,873,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WOMANCARE GLOBALPO BOX 768 CARDIFF BY THE SEA, CA 92007		PC	PROJECT SUPPORT	1,300,802
WOMEN WITH A VISION 1226 N BROAD STREET NEW ORLEANS, LA 70119		PC	PROJECT SUPPORT	100,128
WOMEN'S FOUNDATION OF CALIFORNIA 300 FRANK OGAWA PLAZA OAKLAND, CA 94612		PC	PROJECT SUPPORT	1,825,676
WOMEN'S LAW PROJECT 125 S 9TH STREET PHILADELPHIA, PA 19107		PC	PROJECT SUPPORT	530,537
WOMEN'S REFUGEE COMMISSION 122 EAST 42ND STREET NEW YORK, NY 10168		PC	PROJECT SUPPORT	520,260
<b>Total . . . . .</b> ► <b>3a</b>				589,873,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WORLD HEALTH ORGANIZATION 20 AVENUE APPIA GENEVA SZ		EQUIVALENCY DETERMIN	PROJECT SUPPORT	592,939
YALE UNIVERSITY150 MUNSON ST NEW HAVEN, CT 06511		PC	PROJECT SUPPORT	360,792
YOUNG WOMEN UNITED 309 GOLD AVE SW ALBUQUERQUE, NM 87102		PC	PROJECT SUPPORT	319,940
<b>Total . . . . . ▶</b> <b>3a</b>				589,873,252

**TY 2017 Accounting Fees Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365**Accounting Fees Schedule**

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEES	36,521	0		36,521



**TY 2017 Compensation Explanation****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

Person Name	Explanation
MELISSA HOW	MELISSA HOW SERVES AS BOARD OF DIRECTORS' SECRETARY HER DUTIES FOR THIS POSITION TAKE AN AVERAGE OF ONE HOUR PER WEEK MS HOW IS ALSO A FULL-TIME EMPLOYEE OF THE FOUNDATION HER POSITION IS DIRECTOR OF GRANTS AND FINANCE HER COMPENSATION AND EMPLOYEE BENEFIT PLAN CONTRIBUTIONS REFLECTED IN PART VIII ARE PAID FOR HER SERVICES AND RESPONSIBILITIES AS A FOUNDATION EMPLOYEE, RATHER THAN FOR HER SERVICES AS BOARD SECRETARY

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

## TY 2017 Depreciation Schedule

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER EQUIPMENT	2012-07-01	183,695	127,997	SL	5 0000000000000	18,842	0		
LEASEHOLD IMPROVEMENTS	2012-07-01	2,350,233	1,166,176	SL	15 0000000000000	155,494	0		
SOFTWARE	2012-07-01	2,873	2,873	SL	3 0000000000000	0	0		
OFFICE FURNITURE & EQUIPMENT	2012-07-01	825,942	656,039	SL	7 0000000000000	57,216	0		

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

# **TY 2017 Expenditure Responsibility Statement**

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
AMERICAN BRIDGE 21ST CENTURY	455 MASSACHUSETTS AVE NW WASHINGTON, DC 20036	2017-04-01	1,001,954	GRANT #5240 REPRODUCTIVE HEALTH PROJECT	0	NONE	4/30/18		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
ARABELLA ADVISORS	1201 CONNECTICUT AVE WASHINGTON, DC 20036	2015-12-18	94,000	GRANT #4166 REPRODUCTIVE HEALTH PROJECT	39,379	NONE	12/31/13, 06/30/14, 12/31/15, 6/30/16, 1/30/17		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
CONWAY STRATEGIC	1200 18TH STREET WASHINGTON, DC 20036	2017-05-01	720,494	GRANT #3780 02 REPRODUCTIVE HEALTH PROJECT	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
CONWAY STRATEGIC	1200 18TH STREET WASHINGTON, DC 20036	2015-06-08	454,954	GRANT #3780 01 REPRODUCTIVE HEALTH PROJECT	454,954	NONE	5/30/17		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
CONWAY STRATEGIC	1200 18TH STREET WASHINGTON, DC 20036	2015-10-12	1,847,425	GRANT #3920 01 REPRODUCTIVE HEALTH ADVOCACY	773,231	NONE	12/31/16		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
CONWAY STRATEGIC	1200 18TH STREET WASHINGTON, DC 20036	2015-07-06	973,680	GRANT #4088 REPRODUCTIVE HEALTH ADVOCACY	110,424	NONE	7/22/16, 3/18/18		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
CONWAY STRATEGIC	1200 18TH STREET WASHINGTON, DC 20036	2016-05-02	30,000	GRANT #5184 REPRODUCTIVE HEALTH PROJECT	30,000	NONE	5/30/17		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
FIGO CHARITABLE FOUNDATION	222 NORTH LASALLE STREET STE 2600 CHICAGO, IL 60601	2015-01-15	2,230,844	GRANT #673 03 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	1,358,157	NONE	6/15/15, 7/31/16, 7/31/17		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
FIGO CHARITABLE FOUNDATION	222 NORTH LASALLE STREET STE 2600 CHICAGO, IL 60601	2014-12-31	11,353,523	GRANT #4008 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	6,104,531	NONE	6/1/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
FIGO CHARITABLE FOUNDATION	222 NORTH LASALLE STREET STE 2600 CHICAGO, IL 60601	2013-05-29	1,775,320	GRANT #3792 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	491,538	NONE	8/1/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
GREENSTAR SOCIAL MARKETING PAKISTAN (GUARANTEE) LIMITED	4TH 5TH FLOOR BAHRIA COMPLEX-III MT KHAN ROAD KARACHI PK	2013-12-23	20,018,408	GRANT #679 03 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH\SERVICE DELIVERY	15,518,147	NONE	12/31/14, 06/30/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY	15 EAST 26TH STREET NEW YORK, NY 10010	2014-09-02	6,420,083	GRANT #779 02 EXPANDING REPRODUCTIVE HEALTH ACCESS	6,417,964	NONE	6/30/15, 9/30/17		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY	15 EAST 26TH STREET NEW YORK, NY 10010	2016-05-02	742,218	GRANT #762 03 REPRODUCTIVE HEALTH PROJECT	742,218	NONE	5/31/17		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
MANNION DANIELS LIMITED	1-2 QUEENS PARADE PLACE BATH UK	2016-05-20	15,000,000	GRANT #5116 REPRODUCTIVE HEALTH PROJECT	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
PHILADELPHIA WOMEN'S CENTER	777 APPLESTREET PHILADELPHIA, PA 19106	2016-07-22	974,900	GRANT #4068 01 REPRODUCTIVE HEALTH ADVOCACY	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
PROGRESS NOW NEW MEXICO	625 SILVER AVE SW ALBUQUERQUE, NM 87102	2015-12-16	927,289	GRANT #3981 01 REPRODUCTIVE HEALTH ADVOCACY	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
ROYAL COLLEGE OF OBSTETRICIANS AND GYNECOLOGISTS	27 SUSSEX PLACE LONDON UK	2014-12-16	10,034,008	GRANT #4009 REPRODUCTIVE HEALTH PROJECT	1,286,905	NONE	12/31/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
SOCIETY OF FAMILY PLANNING	225 S 17 STREET PHILADELPHIA, PA 19103	2016-04-07	8,540,404	GRANT #3767 03 REPRODUCTIVE HEALTH PROJECT	7,392,691	NONE	3/31/17		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
SUGAR PALM FOUNDATION	12384 ANTILLE DRIVE BOCA RATON, FL 33428	2017-01-23	5,265,654	GRANT #3638 02 REPRODUCTIVE HEALTH PROJECT	1,818,903	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
THE HENRY J KAISER FAMILY FOUNDATION	2400 SAND HILL ROAD MENLO PARK, CA 94702	2013-07-02	6,021,713	GRANT #3805 REPRODUCTIVE HEALTH PROJECT	3,938,032	NONE	07/31/14, 12/31/15, 12/31/16		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
WILLOWS FOUNDATION	54 BRENTON RD NEWPORT, RI 02840	2013-12-18	3,049,726	GRANT #549 04 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH\SERVICE DELIVERY	3,050,415	NONE	12/31/14, 06/30/15, 3/31/17		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS FOUNDATION	54 BRENTON RD NEWPORT, RI 02840	2014-01-17	8,074,851	GRANT #278 08 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	8,074,851	NONE	12/31/2015, 3/31/17		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS FOUNDATION	54 BRENTON RD NEWPORT, RI 02840	2014-10-24	1,342,438	GRANT #3709 01 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	915,761	NONE	6/30/2015, 2/24/16		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS INTERNATIONAL	54 BRENTON RD NEWPORT, RI 02840	2015-04-29	1,184,030	GRANT #4070 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	1,184,030	NONE	3/30/17		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS INTERNATIONAL	54 BRENTON RD NEWPORT, RI 02840	2015-07-23	3,808,741	GRANT #4101 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	2,498,514	NONE	6/30/2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GLOBAL HEALTH STRATEGIES LLC	38 3 32ND STREET NEW YORK, NY 10016	2017-02-01	7,732,852	GRANT #5200 REPRODUCTIVE HEALTH PROJECT	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY	15 EAST 26TH STREET NEW YORK, NY 10010	2017-06-01	31,494	GRANT #5231 REPRODUCTIVE HEALTH ADVOCACY	31,494	NONE	11/30/17		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY	15 EAST 26TH STREET NEW YORK, NY 10010	2017-06-01	66,014	GRANT #5232 REPRODUTIVE HEALTH PROJECT	66,014	NONE	10/31/17		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
SOCIETY OF FAMILY PLANNING RESEARCH FUND	255 S 17TH STREET PHILADELPHIA, PA 19103	2017-01-31	8,027,051	GRANT #3767 04 REPRODUCTIVE HEALTH PROJECT	6,757,324	NONE	3/31/17		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
SOCIETY OF FAMILY PLANNING RESEARCH FUND	255 S 17TH STREET PHILADELPHIA, PA 19103	2017-10-01	4,991,351	GRANT #3767 05 REPRODUCTIVE HEALTH PROJECT	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
TARA HEALTH FOUNDATION	1818 OLIVER AVE SOUTH MINNEAPOLIS, MN 55405	2017-06-01	50,000	GRANT #5227 REPRODUCTIVE HEALTH PROJECT	50,000	NONE	3/22/18		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS INTERNATIONAL	294 VALLEY ROAD MIDDLETOWN, RI 02840	2017-04-01	27,456,765	GRANT #5210 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED

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

**TY 2017 Gain/Loss from Sale of Other Assets Schedule**

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
ABANDONED EQUIPMENT	2015-01	PURCHASED	2017-12			31,160		0	-7,242	23,918
ABANDONED EQUIPMENT	2011-04	PURCHASED	2017-12			8,706		0		8,706

**TY 2017 Investments Corporate Stock Schedule**

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION  
**EIN:** 47-6032365

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACCO BRANDS CORP	1,196	1,196
ALLEGHANY CP	89,609	89,609
ALLSTATE CP	18,779	18,779
AMAZON.COM INC	117,933	117,933
AMER EXPRESS INC	61,016	61,016
AMER INTL GROUP I	7,097	7,097
AMERIPRISE FINANC	20,852	20,852
ARCHER DANIELS MD	16,669	16,669
ARGONAUT GROUP IN	1,302	1,302
BERKSHIRE HATH HL	2,241,285,082	2,241,285,082
BERKSHIRE HATH HL CL A	16,665,600	16,665,600
BK OF AMERICA CP	14,481	14,481
BOMBARDIER INC CL	606	606
BRITISH AMERICAN TOBACCO	213,629	213,629
C S X CP	16,533	16,533
CABLE ONE, INC.	7,037	7,037
CAE INC	4,660	4,660
CAMPBELL SOUP CO	77,520	77,520
CANADIAN NATL RAI	8,252	8,252
CANADIAN PAC RAIL	18,270	18,270
CARMAX INC	16,160	16,160
CARS.COM	1,913	1,913
CBS CORP CL A	2,386	2,386
CBS CORP CL B	2,368	2,368
CHARTER COMMUNICATIONS, INC.	19,827	19,827
CHEVRON CORP	12,559	12,559
CITIGROUP INC	204,536	204,536
COCA COLA BOT CON	43,540	43,540
COCA COLA CO THE	221,352	221,352
COCA COLA ENTRPR	11,948	11,948



Name of Stock	End of Year Book Value	End of Year Fair Market Value
COSTCO WHOLESALE	294,116	294,116
COTT CP	3,320	3,320
COUSINS PROP INC	951	951
CURTISS WRIGHT CP	2,940	2,940
D/B/A CHUBB LIMITED NEW COMMON	106,264	106,264
DAILY JOURNAL CP	23,400	23,400
DEVELOPERS RLTY	90	90
DISCOVER FIN SVCS	82,546	82,546
DOMINION RES NEW	8,108	8,108
EQUITY COMMONWEALTH	634	634
EXXON MOBIL CP	8,310	8,310
FORTUNE BRANDS HO	27,004	27,004
G A T X CP	17,476	17,476
GABELLI H&W TR	124	124
GANNETT CO INC	1,133	1,133
GEN DYNAMICS CP	81,932	81,932
GEN ELECTRIC CO	22,044	22,044
GILDAN ACTIVEWEAR	25,288	25,288
GRAHAM HOLDINGS	5,840	5,840
HANESBRANDS INC.	1,001	1,001
HERSHEY FOODS	133,428	133,428
INTL BUSINESS MAC	61,390	61,390
JBG SMITH PROPERTIES	3,431	3,431
JP MORGAN CHASE C	4,527	4,527
KANSAS CITY SOUTH	11,025	11,025
KNOWLES	6,348	6,348
LANDS END	729	729
LEUCADIA NATL CP	94,932	94,932
LEVEL 3 COMM INC	5,363	5,363
LOEWS CP	208,060	208,060

Name of Stock	End of Year Book Value	End of Year Fair Market Value
M&T BANK CORP	169,660	169,660
MICROSOFT CP	16,730	16,730
MID AMERICA APARTMENT COMMUNITIES	4,633	4,633
MOHAWK INDS INC	28,012	28,012
MONDELEZ INTERNAT	71,471	71,471
MOODY'S CORP	30,000	30,000
N Y TIMES CL A	8,868	8,868
NEWS CORPORATION	3,280	3,280
NEWS CORPORATION CL A	6,498	6,498
NEWSTAR MEDIA GROUP	806	806
NORFOLK SO CP	13,628	13,628
OVERSTOCK.COM INC	4,700	4,700
PEPSICO INC	236,302	236,302
PERNOD RICARD ORD	187	187
PHILIP MORRIS INT	247,008	247,008
PHILLIPS 66 COMMO	5,754	5,754
PIPER JAFFRAY COS	236	236
PMC COMMERCIAL SB	359	359
PROCTER GAMBLE	69,763	69,763
PROGRESSIVE CP	93,201	93,201
PROLOGIS SBI	1,524	1,524
RESTAURANT BRANDS INTERNATIONAL	6,754	6,754
ROCKY MT CHOCOLAT	1,248	1,248
SEALED AIR CP NEW	4,780	4,780
SEARS HOLDINGS CO	877	877
SIMON PPTY GRP IN	9,656	9,656
TANGER FACTORY OU	5,070	5,070
TEGNA INC	2,634	2,634
TEXTRON INC	5,524	5,524
THE TRAVELERS CO	141,336	141,336

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TIME WARNER CABLE	44,840	44,840
TORCHMARK CP	735,675	735,675
TRAVELCENTERS OF	47	47
TYSON/HILLSHIRE BRANDS	1,644	1,644
UNION PACIFIC	25,018	25,018
UNION PACIFIC	25,018	25,018
UNITED DOMIN RLTY	315	315
URBAN EDGE PROPERTIES	2,653	2,653
US AIRWAYS GROUP	2,255	2,255
US BANCORP	21,061	21,061
VERITIV	27	27
VIACOM INC CL A	1,359	1,359
VIACOM INC.	1,125	1,125
VORNADO REALTY TR	16,018	16,018
WAL MART STORES	77,788	77,788
WALT DISNEY-DISNE	126,276	126,276
WASHINGTON PRIME	380	380
WELLS FARGO & CO	203,636	203,636
WENDYS INTL INC	5,270	5,270
WHITE MTN INS LTD	89,000	89,000
WPX ENERGY, INC.	419	419
YUM BRANDS INC	29,646	29,646
YUM CHINA HOLDINGS, INC. COMMON	14,626	14,626

**TY 2017 Investments Government Obligations Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365**US Government Securities - End  
of Year Book Value:**

385,969,494

**US Government Securities - End  
of Year Fair Market Value:**

385,969,494

**State & Local Government  
Securities - End of Year Book  
Value:**

0

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

0

**TY 2017 Land, Etc.  
Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FIXED ASSETS	11,125,617	2,160,720	8,964,897	8,964,897

**TY 2017 Legal Fees Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	193,176	0		173,176

**TY 2017 Other Expenses Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE SUPPLIES	45,918	0		45,918
DUES AND MEMBERSHIPS	126,778	0		126,778
BANK CHARGES	7,672	0		7,672
INSURANCE	24,671	0		24,671
TELEPHONE EXPENSE	16,906	0		16,906
POSTAGE	5,431	0		5,431
MINOR EQUIPMENT	22,310	0		22,310
MISCELLANEOUS EXPENSE	53,571	0		53,571

# TY 2017 Other Income Schedule

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

## Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
GRANTS RETURNED	13,875,254		13,875,254



**TY 2017 Other Increases Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

Description	Amount
UNREALIZED GAIN INCL APPREC OF STOCK TRANSFERRED AS GRANT PAYMENTS	389,595,137
BOOK ADJ FOR GAAP-BASIS BALANCE SHEET	111,654

**TY 2017 Other Professional Fees Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
US PROGRAMS CONSULTING CONTRACTS	2,846,728	0		2,846,728
SCHOLARSHIP PROJECT CONTRACTS	653,679	0		653,679
COMPUTER MAINT & DEV, SECURITY CONTRACTS	534,755	0		534,755
RESEARCH AND EVAL PROJECT CONTRACTS	10,588,234	0		10,588,234
INTERNATIONAL PROGRAMS CONTRACTS	420,763	0		420,763

**TY 2017 Taxes Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	257,972	0		257,972
EXCISE TAXES	687,293	0		0

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491123010708	
<div>Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service</div>		<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF</div> <div>▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <a href="http://www.irs.gov/form990">www.irs.gov/form990</a></div>			<div>OMB No 1545-0047</div> <div>2017</div>
Name of the organization THE SUSAN THOMPSON BUFFETT FOUNDATION				Employer identification number 47-6032365	
Organization type (check one)					
Filers of:                      Section:					
Form 990 or 990-EZ		<input type="checkbox"/> 501(c)( ) (enter number) organization			
		<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation			
		<input type="checkbox"/> 527 political organization			
Form 990-PF		<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation			
		<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation			
		<input type="checkbox"/> 501(c)(3) taxable private foundation			
Check if your organization is covered by the <b>General Rule</b> or a <b>Special Rule</b> .					
<b>Note.</b> 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					
<input checked="" type="checkbox"/> For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.					
Special Rules					
<input type="checkbox"/> For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 <sup>1</sup> / <sub>3</sub> % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.					
<input type="checkbox"/> 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 <i>exclusively</i> for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.					
<input type="checkbox"/> 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 <i>exclusively</i> 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 <i>exclusively</i> religious, charitable, etc., purpose. Don't complete any of the parts unless the <b>General Rule</b> applies to this organization because it received <i>nonexclusively</i> religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . . ▶ \$ _____					
<b>Caution.</b> 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 <b>must</b> answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).					
For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF		Cat No 30613X		Schedule B (Form 990, 990-EZ, or 990-PF) (2017)	

<b>Name of organization</b> THE SUSAN THOMPSON BUFFETT FOUNDATION	<b>Employer identification number</b> 47-6032365
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<b>Part I</b> <b>Contributors</b> (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	WARREN E BUFFETT 1440 KIEWIT PLAZA OMAHA, NE68131	\$ 242,095,500	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input checked="" type="checkbox"/> (Complete Part II for noncash contributions )
-		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> (Complete Part II for noncash contributions )
-		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> (Complete Part II for noncash contributions )
-		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> (Complete Part II for noncash contributions )
-		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> (Complete Part II for noncash contributions )
-		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> (Complete Part II for noncash contributions )
-		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> (Complete Part II for noncash contributions )
-		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> (Complete Part II for noncash contributions )

<b>Name of organization</b> THE SUSAN THOMPSON BUFFETT FOUNDATION	<b>Employer identification number</b> 47-6032365
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<b>Part II</b>	<b>Noncash Property</b> (See instructions) Use duplicate copies of Part II if additional space is needed
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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	1,422,000 SHARES OF BERKSHIRE HATHAWAY CL B	\$ 242,095,500	2017-07-10
(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
		\$	

<b>Name of organization</b> THE SUSAN THOMPSON BUFFETT FOUNDATION	<b>Employer identification number</b> 47-6032365
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<b>Part III</b>	<b>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.) ▶ \$ _____</b> Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div>	<div></div> <div></div>	<div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div>	<div></div> <div></div>	<div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div>	<div></div> <div></div>	<div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div>	<div></div> <div></div>	<div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div>	