

**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

2011

Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2011, or tax year beginning , 2011, and ending

Omidyar Network Fund, Inc
1991 Broadway Street #200
Redwood City, CA 94063

A	Employer identification number 20-1173866
B	Telephone number (see the instructions) 650-482-2500
C	If exemption application is pending, check here <input type="checkbox"/>
D 1	Foreign organizations, check here <input type="checkbox"/>
D 2	Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
E	If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
F	If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

G Check all that apply:

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial Return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
 ▶ \$ 272,998,834.

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (att sch.)	37,448,322.			
	2 <input type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	2,682,030.	2,682,030.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	4,675,011.			
	b Gross sales price for all assets on line 6a	98,121,815.			
	7 Capital gain net income (from Part IV, line 2)		44,822,679.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)			855,153.		
12 Total. Add lines 1 through 11	44,805,363.	48,359,862.	0.		
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch) See St. 1	291,456.	291,456.		
	17 Interest				
	18 Taxes (attach schedule)(see instrs) See Stm. 2	570,035.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Statement 3	178.			
	24 Total operating and administrative expenses. Add lines 13 through 23	861,669.	291,456.		
	25 Contributions, gifts, grants paid, Part. XV	34,794,368.			36,904,331.
26 Total expenses and disbursements. Add lines 24 and 25	35,656,037.	291,456.	0.	36,904,331.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	9,149,326.				
b Net investment income (if negative, enter -0-)		48,068,406.			
c Adjusted net income (if negative, enter -0-)			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	432,961.	-75,640.	-75,640.
	2	Savings and temporary cash investments	20,430,906.	14,910,989.	14,910,989.
	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 sch.)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U.S. and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule) Statement 4	51,321,421.	46,248,253.	46,248,253.
	c	Investments — corporate bonds (attach schedule) Statement 5	55,782,015.	68,617,517.	68,617,517.
	11	Investments — land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments — mortgage loans				
13	Investments — other (attach schedule) Statement 6	123,714,272.	108,108,427.	108,108,427.	
14	Land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe See Statement 7)	19,922,331.	35,189,288.	35,189,288.	
16	Total assets (to be completed by all filers — see the instructions. Also, see page 1, item l)	271,603,906.	272,998,834.	272,998,834.	
LIABILITIES	17	Accounts payable and accrued expenses	75,913.	69,549.	
	18	Grants payable	6,199,758.	4,951,633.	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe See Statement 8)	760,094.	734,040.	
	23	Total liabilities (add lines 17 through 22)	7,035,765.	5,755,222.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>				
	24	Unrestricted	264,568,141.	267,243,612.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	264,568,141.	267,243,612.		
31	Total liabilities and net assets/fund balances (see instructions)	271,603,906.	272,998,834.		

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	264,568,141.
2	Enter amount from Part I, line 27a	2	9,149,326.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	273,717,467.
5	Decreases not included in line 2 (itemize) See Statement 9	5	6,473,855.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	267,243,612.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a Publicly Traded Securities	P	Various	Various
b From Partnership K-1s	P	Various	Various
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 96,662,129.		53,171,512.	43,490,617.
b 1,332,062.			1,332,062.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			43,490,617.
b			1,332,062.
c			
d			
e			

2 Capital gain net income or (net capital loss). [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	44,822,679.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): [If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8]	3	0.

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

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

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

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

(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 (column (b) divided by column (c))
2010	22,588,227.	225,149,275.	0.100326
2009	24,478,114.	223,152,334.	0.109692
2008	56,224,984.	285,676,911.	0.196813
2007	33,970,614.	273,693,766.	0.124119
2006	18,801,164.	236,132,337.	0.079621

2 Total of line 1, column (d)	2	0.610571
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.122114
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	246,908,765.
5 Multiply line 4 by line 3	5	30,151,017.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	480,684.
7 Add lines 5 and 6	7	30,631,701.
8 Enter qualifying distributions from Part XII, line 4	8	39,950,067.

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)

1 a 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 instrs)			
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. _____		1	480,684.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b) _____			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	480,684.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	480,684.
6 Credits/Payments:			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	746,699.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	746,699.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	266,015.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax 266,015. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the 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>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes.</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV.</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions). CA DE OK		
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>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address: <u>www.omidyar.com</u>	13	X	
14	The books are in care of <u>Tie Kim</u> Telephone no. <u>650-482-2500</u> Located at <u>1991 Broadway Street, #200 Redwood City CA</u> ZIP + 4 <u>94063</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country	16		X

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

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

		Yes	No
1 a During the year did the foundation (either directly or indirectly):			
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <u>Stmnt 20</u> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__ , 20__ , 20__ , 20__</u>		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2011 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 2011.)	3b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b X

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

6b X

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

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 10		0.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Morgan Stanley Private Wealth Management 555 California Street, 14th Floor San Francisco, CA 94104	Investment Mgmt	137,713.
SSI Investment Management 9440 Santa Monica Blvd, 8th Floor Beverly Hills, CA 90210	Investment Mgmt	146,896.

Total number of others receiving over \$50,000 for professional services. ▶		0

Part IX-A Summary of Direct Charitable Activities

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

1	Expenses
N/A	

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 Media Development Loan Fund - To improve global transparency in countries with a history of oppression	2,000,000.	
2 SONG Growth Company - To provide funding to high-quality, scalable small and medium-sized business in India.	1,045,736.	
All other program-related investments. See instructions. 3		
Total. Add lines 1 through 3. ▶		3,045,736.

BAA

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	214,827,755.
b	Average of monthly cash balances	1b	34,702,189.
c	Fair market value of all other assets (see instructions)	1c	1,138,853.
d	Total (add lines 1a, b, and c)	1d	250,668,797.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	250,668,797.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	3,760,032.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	246,908,765.
6	Minimum investment return. Enter 5% of line 5	6	12,345,438.

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

1	Minimum investment return from Part X, line 6	1	12,345,438.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	480,684.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	480,684.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	11,864,754.
4	Recoveries of amounts treated as qualifying distributions	4	1,953,766.
5	Add lines 3 and 4	5	13,818,520.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	13,818,520.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1a	36,904,331.
b	Program-related investments – total from Part IX-B	1b	3,045,736.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	39,950,067.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	480,684.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	39,469,383.

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				13,818,520.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			0.	
b Total for prior years: 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	8,439,711.			
b From 2007	20,377,226.			
c From 2008	43,166,474.			
d From 2009	11,218,309.			
e From 2010	5,602,967.			
f Total of lines 3a through e	88,804,687.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 39,950,067.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2011 distributable amount				13,818,520.
e Remaining amount distributed out of corpus	26,131,547.			
5 Excess distributions carryover applied to 2011. (If an amount appears in column (d), the same amount must be shown in column (a).)				0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5.	114,936,234.			
b Prior years' undistributed income. Subtract line 4b from line 2b.		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions.		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount — see instructions.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012.				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions).	8,439,711.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.	106,496,523.			
10 Analysis of line 9:				
a Excess from 2007	20,377,226.			
b Excess from 2008	43,166,474.			
c Excess from 2009	11,218,309.			
d Excess from 2010	5,602,967.			
e Excess from 2011	26,131,547.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling. ▶

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

	Tax year				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a 'Assets' alternative test — enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test — enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

Pierre M Omidyar

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

None

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

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

a The name, address, and telephone number of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p><i>a Paid during the year</i> See Attachment B</p>				36,904,331.
<p>Total</p>				<p>▶ 3a 36,904,331.</p>
<p><i>b Approved for future payment</i> See Attachment C</p>				4,951,633.
<p>Total</p>				<p>▶ 3b 4,951,633.</p>

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue, 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate, 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue, 12 Subtotal, 13 Total.

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

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

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

Table with columns Yes and No. Rows include 1a(1) Cash, 1a(2) Other assets, 1b(1) Sales of assets, 1b(2) Purchases of assets, 1b(3) Rental of facilities, 1b(4) Reimbursement arrangements, 1b(5) Loans, 1b(6) Performance of services, and 1c Sharing of facilities.

a Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash
(2) Other assets

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

Schedule table with columns (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 is N/A.

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

b If 'Yes,' complete the following schedule.

Table with columns (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 is N/A.

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

Signature and Preparer information section including fields for Sign Here, Signature of officer or trustee, Date, Title, Preparer's name, Date, Firm's name, Firm's address, Firm's EIN, and Phone no.

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF**

OMB No. 1545-0047

2011

Name of the organization

Omidyar Network Fund, Inc

Employer identification number

20-1173866

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

- 501(c)(____) (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc. purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc. purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc. contributions of \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

Omidyar Network Fund, Inc

20-1173866

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Pierre M Omidyar Trust ----- 720 University Avenue, #200 ----- Los Gatos, CA 95032 -----	\$ 37,448,322. -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	----- ----- -----	\$ ----- -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	----- ----- -----	\$ ----- -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	----- ----- -----	\$ ----- -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	----- ----- -----	\$ ----- -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	----- ----- -----	\$ ----- -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

Omidyar Network Fund, Inc

20-1173866

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	1,170,000 shares eBay Common Stock (Marketable Securities)	\$ 37,448,322.	12/23/11
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization: **Omidyar Network Fund, Inc** Employer identification number: **20-1173866**

Part III Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete cols (a) through (e) and the following line entry.

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ \$ N/A
 Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

Omidyar Network Fund, Inc

20-1173866

Statement 1
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Management Fees.....	\$ 291,456.	\$ 291,456.		
Total	<u>\$ 291,456.</u>	<u>\$ 291,456.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Deferred federal excise tax.....	\$ -26,053.			
Federal taxes.....	596,088.			
Total	<u>\$ 570,035.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Office supplies.....	\$ 178.			
Total	<u>\$ 178.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 4
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Public equity securities	Mkt Val	\$ 46,248,253.	\$ 46,248,253.
	Total	<u>\$ 46,248,253.</u>	<u>\$ 46,248,253.</u>

Omidyar Network Fund, Inc

20-1173866

Statement 8
Form 990-PF, Part II, Line 22
Other Liabilities

Deferred Federal Excise Tax Liability.....	\$	734,040.
	Total	<u>\$ 734,040.</u>

Statement 9
Form 990-PF, Part III, Line 5
Other Decreases

Unrealized losses.....	\$	6,473,855.
	Total	<u>\$ 6,473,855.</u>

Statement 10
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Matthew Bannick 1991 Broadway Street, #200 Redwood City, CA 94063	Pres. & Trustee 20.00	\$ 0.	\$ 0.	\$ 0.
Pierre M Omidyar 1991 Broadway Street, #200 Redwood City, CA 94063	Chairman 5.00	0.	0.	0.
Pamela Omidyar 1991 Broadway Street, #200 Redwood City, CA 94063	Trustee 5.00	0.	0.	0.
Michael Mohr 1991 Broadway Street, #200 Redwood City, CA 94063	Trustee 5.00	0.	0.	0.
William Fitzpatrick 1991 Broadway Street, #200 Redwood City, CA 94063	Secretary 20.00	0.	0.	0.
	Total	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 11
Form 5471, Page 4, Schedule H, Line 2h - Omidyar Network Fund, Inc.
Other Additions/Subtractions

	<u>Additions</u>	<u>Subtractions</u>
Fgn exchange (loss)/gain.....	432,653.	
Unrealized exchange gain.....		4,767,382.
Total	<u>432,653.</u>	<u>4,767,382.</u>

Omidyar Network Fund, Inc

20-1173866

Statement 12
Form 5471, Page 1, B
Category 3 Additional Information

Indebtedness Foreign Corp. Has With Related Persons Described in Reg. 1.6046-1(b)(11)

Type of Indebtedness: None
 Amount of Indebtedness: 0

Subscribers to the Foreign Corporation's Stock

Name of Subscriber: Omidyar Network Fund Inc
 Address of Subscriber: 1991 Broadway, Suite 200
 Redwood City, CA 94063

Identifying Number:
 Number of Shares: 1,933,722

Indebtedness Foreign Corp. Has With Related Persons Described in Reg. 1.6046-1(b)(11)

Type of Indebtedness: None
 Amount of Indebtedness: 0

Subscribers to the Foreign Corporation's Stock

Name of Subscriber: Soros Economic Development Fund
 Address of Subscriber: 1700 Broadway, 17th Floor
 New York, CA 10019

Identifying Number:
 Number of Shares: 1,933,722

Indebtedness Foreign Corp. Has With Related Persons Described in Reg. 1.6046-1(b)(11)

Type of Indebtedness: None
 Amount of Indebtedness: 0

Subscribers to the Foreign Corporation's Stock

Name of Subscriber: Google, Inc
 Address of Subscriber: 1600 Ampitheatre Pkwy
 Mountain View, CA 94043

Identifying Number:
 Number of Shares: 1,611,452

Statement 13
Form 5471, Page 2, Schedule C, Line 8 - Omidyar Network Fund, Inc.
Other Income

Foreign exch. (loss)/gain on investments.....	\$	-432,653.
Unrealized Gain on Investments.....		4,767,382.
	Total \$	<u>4,334,729.</u>

Statement 14
Form 5471, Page 2, Schedule C, Line 16 - Omidyar Network Fund, Inc.
Other Deductions

Accountancy fees.....	\$	3,550.
Audit Fees.....		28,715.
Bank Fees.....		2,404.

Omidyar Network Fund, Inc

20-1173866

Statement 14 (continued)
Form 5471, Page 2, Schedule C, Line 16 - Omidyar Network Fund, Inc.
Other Deductions

Custody fees.....	\$	4,000.
Directors and officers insurance.....		18,000.
Investment Management Fees.....		876,144.
License.....		1,500.
Other expenses.....		5,585.
Professional Fees.....		33,765.
Total	\$	<u>973,663.</u>

Statement 15
Form 5471, Page 3, Schedule F, Line 4 - Omidyar Network Fund, Inc.
Other Current Assets

	<u>Beginning</u>	<u>Ending</u>
Prepaid investment mgmt fees.....	\$ 179,428.	\$ 0.
Share applicization monies.....	695,574.	0.
Total	\$ <u>875,002.</u>	\$ <u>0.</u>

Statement 16
Form 5471, Page 3, Schedule F, Line 7 - Omidyar Network Fund, Inc.
Other Investments

	<u>Beginning</u>	<u>Ending</u>
Investments in private companies.....	\$ 2,376,587.	\$ 7,697,486.
Total	\$ <u>2,376,587.</u>	\$ <u>7,697,486.</u>

Statement 17
Form 5471, Page 3, Schedule F, Line 12 - Omidyar Network Fund, Inc.
Other Assets

	<u>Beginning</u>	<u>Ending</u>
Other assets.....	\$ 5,091.	\$ 44,726.
Total	\$ <u>5,091.</u>	\$ <u>44,726.</u>

Statement 18
Form 5471, Page 3, Schedule F, Line 19 - Omidyar Network Fund, Inc.
Paid-in or Capital Surplus

	<u>Beginning</u>	<u>Ending</u>
Additional paid-in capital.....	\$ 5,473,414.	\$ 5,349,607.
Total	\$ <u>5,473,414.</u>	\$ <u>5,349,607.</u>

Statement 19
Form 5471, Page 4, Schedule H, Line 2h - Omidyar Network Fund, Inc.
Other Additions/Subtractions

	<u>Additions</u>	<u>Subtractions</u>
Unrealized gain on investments.....		4,767,382.
Total	<u>0.</u>	<u>4,767,382.</u>

Omidyar Network Fund, INC.

20 - 1173866

Form 990 - PF

PART VII - B - LINE 1a (3)

Statement 20

During 2011, Omidyar Network Services LLC, a subsidiary of Omidyar Network LLC, provided general and administrative support staff and paid for professional legal costs on behalf of the Foundation. The amount of contributed services is valued at \$14,226,189 but not recorded on Form 990 - PF.

Omidyar Network Fund, Inc
2011
Part VII-B Line 5c - Expenditure Responsibility

FEIN 20-1173866

Attachment A

The following information is provided in accordance with IRC 4945 (h)(3) and IRR 53.4945-5(d)

Name and Address of Grantee	Amount of Grant	Date of Grant	Purpose of Grant	Amounts Expended	Funds Diverted	Report Dates	Dates of Verification
African Media Initiative, 7th Floor Purshottarn Place, Chiromo Road, Nairobi, Kenya	\$1,700,000	05/03/11	To support a pan-African programme that promotes better accountability in the continent's media sector	\$370,593	None	Dec 2011, Sep 2012	
Akanksha Foundation, Voltas House "C" TB Kadam Marg, Chinchpokli, Mumbai, 400 033	\$2,500,000	08/29/11	To support projects and programs related to Teach for India	\$350,000	None	Jul 2012, Aug 2012	
Arab Digital Expression Company for Technology and Training LTD, 143 St 8 Upper Plateau Mokattam, Cairo Egypt	\$69,619	08/02/11	For hosting and organising the Arab Techies Wrokshop in Cairo, July 2011	\$60,948	None	Aug-2012, Oct-2012	
BRAC Liberia Microfinance Company Limited Congo Town, Back Road Monrovia, Liberia	\$998,656	Jan-2009	This is a program-related investment. To launch microfinance operations in Liberia with the objective of increasing economic opportunities and job creation for low-income persons in Liberia and revitalizing distressed communities by providing technical assistance and financial products and services to small scale enterprises	\$998,656	None	Sep-2009, May-2010, Mar-2011, Mar-2012, May-2012	
BRAC Microfinance (Sierra Leone) Limited 41C Wilkinson Road, Freetown, Sierra Leone	\$998,656	Jan-2009	This is a program-related investment. To launch microfinance operations in Sierra Leone with the objective of increasing economic opportunities and job creation for low-income persons in Sierra Leone and revitalizing distressed communities by providing technical assistance and financial products and services to small scale enterprises	\$998,656	None	Sep-2009, May-2010, Mar-2011, Mar-2012, May-2012	
Buni Limited, Revlon Professional Plaza, 3rd Fir PO Box 27991 -00100, Nairobi Kenya	\$500,000	06/30/10	To support production of the XYZ show, a political satire program in Kenya that tackles difficult and controversial topics such as corruption and impunity, while promoting values such as democracy, good governance, transparency, human rights and national cohesion	\$300,000	None	Jan-2011, Dec-2012, Aug 2012	
Center UA, 04071 Kostiantynivska, 2A, Kyiv, Ukraine	\$335,000	04/26/11	To support and develop the online New Citizen platform and portal for monitoring political promises and performance in Ukraine	\$64,380	None	Dec 2011, Aug 2012	
Co-Creation Hub - Nigeria, 294 Herbert Macaulay Way, Sabo, Yaba, Lagos, Nigeria	\$200,000	08/03/11	Social enterprise bringing together stakeholders from different walks of life to work collaboratively on solutions to social challenges facing Nigeria today	\$100,000	None	Dec-2011, Oct-2012	
Fundacion Ciudadano Inteligente, Holamda 895, Providencia, Santiago, Chile	\$500,000	11/17/11	To encourage, promote, and develop democracy and civil rights, through analysis, coverage and diffusion, with an independent and critical set of criteria	\$43,800	None	Aug 2012, Oct 2012	
Global Forum for Media Development, IPC, Residence Palace, Bloc C 2/250bis, PO Box 63, 155 Rue de La Loi, 1040 Brussels, Belgium	\$50,000	12/21/11	To support the creation and strengthening of free, independent and pluralist media across the globe	\$0	None	Dec 2011, Aug 2012	
Global Forum for Media Development, IPC, Residence Palace, Bloc C 2/250bis, PO Box 63, 155 Rue de La Loi, 1040 Brussels, Belgium	\$100,000	12/21/11	To support 3rd GFMD World conference on media development	\$0	None	Dec 2011, Aug 2012	
Indian Urban Space Foundation, Uni Building, 4th Floor, Thimmaiah Road, Bangalore, India, 560052	\$250,000	02/02/11	To support PROJECT PLATINUM in developing guidelines for implementing guaranteed land titles in India	\$250,000	None	Mar-2011, Mar-2012, Aug 2012	
Legatum Ventures Limited, Level 9, Convention Tower, PO Box 71082, Dubai, United Arab Emirates	\$400,000	12/07/11	To support programs and projects related to 2011 Africa Awards for Entrepreneurship	\$400,000	None	Dec-2011, Oct 2012	
MFJ Solutions Inc 1050 17th Street NW, Suite 550 Washington D.C., 20036	\$5,300,000	12/10/08	This is a program-related investment. To give microfinance lenders modern tools to analyze and manage their currency risk, enabling them to provide more funding, more safely, to poor entrepreneurs in the developing world	\$5,300,000	None	Jun-2009, Dec-2009, Mar-2011, Feb-2012, Sep-2012	

Name and Address of Grantee	Amount of Grant	Date of Grant	Purpose of Grant	Amounts Expended	Funds Diverted	Report Dates	Dates of Verification
MFx Solutions Inc. 1050 17th Street NW, Suite 550 Washington D.C. 20036	\$1,000,000	11/29/11	This is a program-related investment. To give microfinance lenders modern tools to analyze and manage their currency risk, enabling them to provide more funding, more safely, to poor entrepreneurs in the developing world.	\$0	None	Report due Dec 2012	
Open Knowledge Foundation Ltd, 37 Panton Street, Cambridge CB2 1HL, United Kingdom	\$750,000	09/13/11	To support and develop open knowledge in order to deliver better governance, transparency understanding of culture and research	\$138,675	None	Aug-2011, Sep-2012	
Open Society Foundation, 100 Cambridge Grove, London W6 0LE, United Kingdom	\$455,000	06/20/11	To support projects and programs related to the Donor Collaborative on Transparency and Accountability Initiative	\$127,896	None	Dec-2011, Aug-2012	
Open Society Foundation Cambridge House 100 Cambridge Grove London W6 0LE	\$128,500	07/30/10	To support the Technology and Transparency work of the Next Frontiers in Transparency Donor's Group.	\$109,275	None	Apr-2011, 1H2011	
SONG Growth Company Walkers SPV Limited, Walker House, 87 Mary Street, George Town, Grand Cayman KY1-9002, Cayman Islands	\$6,000,000	Dec-2008	This is a program-related investment. To increase economic opportunities and job creation for low-income persons in India and revitalizing distressed communities in India by making investments in small and medium sized enterprises that do not have access to funding on economically feasible terms	\$2,978,275	None	Aug-2011, May 2012	
Song Investment Management Company, Level 3, Alexander House, 35 Cybercity, Ebene, MP	\$24,000	Dec-2008	This is a program-related investment. To provide investment management services for SONG to increase economic opportunities and job creation for low-income persons in India and revitalizing distressed communities in India by making investments in small and medium sized enterprises that do not have access to funding on economically feasible terms	\$24,000	None	Apr-12	
Stichting Global Voicex, Strawinslylaan 3105, Amsterdam ZX 1077, The Netherlands	\$1,100,000	06/30/10	To support grantee in reporting news from the developing world through weblogs, and advocating for freedom of speech on the internet	\$231,547	None	Dec-2011, Sep 2012	
UK Citizens Online Democracy, 12 Dukes Road, London WC1H 9AD, UK	\$575,000	06/30/10	To support the recruitment of staff, board development and a 12 month pilot program in Africa for MySociety.	\$553,674	None	Mar-2011, Sep 2012	
Unitus Equity Fund 220 W Mercer Street, Suite W-500, Seattle, WA 98119	\$5,000,000	Dec-2005	This is a program-related investment. To invest in microfinance institutions predominantly in India and the developing world	\$5,000,000	None	Dec-2009, May-2010, Aug-2010, Nov-2010, Dec-2010, Mar 2012, Sep 2012	
SNV - Netherlands, Development Organization, Plot36, Luthuli Rise, Bugolobi, PO Box 8339, Kampala, Uganda	\$66,200	04/08/11	To promote transparency and accountability in water, hygiene, and sanitation through ICT	\$33,290	None	Dec-2011, Sep 2012	
Penplusbytes, PO Box 10533, Accra, Ghana	\$143,471	04/08/11	To enable governance and economic transparency using New Media in Ghana	\$49,531	None	Jan-2012, Sep 2012	
ISODEC, PO Box MP 2989, Mamprobi, Accra, Ghana	\$200,000	04/08/11	Using technology to facilitate transparency, accountability, and participatory governance - Asutifi and Birim North Districts	\$66,977	None	Jan-2012, Sep 2012	
Both Worlds Investments PTY Limited, 80 Jordaan Street, Bo Kaap, Cape Town 8001, Republic of South Africa	\$130,000	10/28/11	To support content, development and broadcast of ZANews that covers transparency and accountability themes	\$130,000	None	Mar-2012, Oct 2012	
Text to Change, PO Box 24134, Kampala, Uganda	\$55,854	04/03/11	Trac-FM	\$52,084	None	Nov-2011, Oct 2012	
Policy and Legal Advocacy Centre, 35 Kwame Nkurumah Crescent, Asokoro, Abuja, Nigeria	\$150,000	03/29/11	Digitizing, Awareness of laws and effective news dissemination	\$87,365	None	Oct-2011, Sep 2012	
Map Kibera, PO Box 70232-00400, Nairobi, Kenya	\$143,000	03/29/11	Map Kibera Trust	\$69,000	None	Dec-2011, Sep 2012	

Part XV - Line 3a Information

Fom 990-PF

Grants and Contributions Paid During the Year

Attachment B

Grants Paid

Grantee	Address	Individual?	Status	Purpose of Grant	Grants Paid
African Media Initiative	7th Floor Purshottarn Place, Chiromo Road, Nairobi, Kenya	No	Foreign Non-Exempt	To support a pan-African programme that promotes better accountability in the continent's media sector	\$400,000
African Leadership Foundation	PO Box 7408, New York, NY 10150-7408	No	Public Charity	General operating support	\$900,000
Akanksha Foundation	Volta House "C" TB Kadam Marg, Chinchpokli, Mumbai, 400 033	No	Foreign Non-Exempt	To support projects and programs related to Teach for India	\$350,000
Alliance Institute for land rights and access	2501 Calvert Street, Unit 208, Washington DC 20008	No	US Non-Exempt	To develop business plan for the launch of the Alliance Institute	\$60,000
AmericaSpeaks	1050 17th Street, NW, Suite 250, Washington DC 20036	No	Public Charity	To promote a path toward a vision of conducting nonpartisan national discussions that will inoculates American from misinformation, exposures to different point of views, and create	\$92,500
Anudip Foundation	14435 Big Basin Way #256, Saratoga, CA 95070	No	Public Charity	To support vocational training courses, job placement service and entrepreneurship development	\$150,000
Arab Digital Expression Company for Technology and Training LTD	143 St. B Upper Plateau Mokattam, Cairo Egypt	No	Foreign Non-Exempt	For hosting and organising the Arab Techies Wrokshop in Cairo, July 2011	\$69,619
Aspen Institute	One Dupont Circle, NW, Suite 700, Washington DC 20036	No	Public Charity	To support programs and projects related to Impact Economy Initiative	\$150,000
Association for Democratic Reforms	B-1/6, Upper Ground Floor, Hauz Khas, New Delhi 110016	No	Foreign Public Charity Equivalent	General operating support	\$250,000
Board of Trustees of the Leland Stanford Junior University	Stanford, CA 94305	No	Public Charity	To support projects and programs related to the "Entrepreneurial Design for Extreme Affordability"	\$133,892
BRAC USA	11 E 44th St, Ste 1600, New York, NY 10017	No	Public Charity	To support the expansion of BRAC's human rights and legal aid services in Bangladesh.	\$635,088
BRAC USA	11 E 44th St, Ste 1600, New York, NY 10017	No	Public Charity	Engagement of Human Resource Professional to assist in mission to end absolute poverty in Africa and Asia	\$61,500
Buni Limited	Revlon Professional Plaza, 3rd Flr PO Box 27991 -00100, Nairobi Kenya	No	Foreign Non-Exempt	To support production of the X TV show, a political satire program in Kenya that tackles difficult and controversial topics such as corruption and impunity, while promoting values such as	\$200,000
Center UA	04071 Kostiantynivska, 2A, Kyiv, Ukraine	No	Foreign Non-Exempt	To support and develop the online New Citizen platform and portal for monitoring political promises and performance in Ukraine	\$100,000
Center for Public Integrity	910 17th Street, NW, Suite 700 Washington DC 20006	No	Public Charity	To support the State Accountability Project	\$750,000
Co-Creation Hub - Nigeria	294 Herbert Macahlay Way, Sabo, Yaba, Lagos, Nigeria	No	Foreign Non-Exempt	Social enterprise bringing together stakeholders from different walks of life to work collaboratively on solutions to social challenges facing Nigeria today	\$100,000
Code for America Labs Inc.	1070 Warfield Ave Oakland, CA 94610	No	Public Charity	General operating support	\$250,000
Committee to Protect Journalists	330 Seventh Ave, 11th Floor, New York, NY 10001	No	Public Charity	General operating support	\$800,000
Common Sense Media	650 Townsend Street, Suite 375 San Francisco, CA- 94103	No	Public Charity	General operating support	\$1,400,000
Creative Commons	171 Second Street, Suite 300, San Francisco, CA 94105	No	Public Charity	General operating support	\$500,000
DonorsChoose.org	213 W 35th Street, 2nd Floor, New York, NY 10001	No	Public Charity	To support the engagement by DonorsChoose.org of individual that have watched the movie "Waiting for Superman" about the state of public education	\$500,000
DoSomething.org	24-32 Union Square East, 4th Floor, New York, NY 10014	No	Public Charity	General operating support	\$750,000
Endeavor Global Inc	900 Broadway, Suite 301, New York, NY 10003	No	Public Charity	General operating support	\$1,575,675

Grants Paid

Grantee	Address	Individual?	Status	Purpose of Grant	Grants Paid
Endeavor Global Inc	900 Broadway, Suite 301, New York, NY 10003	No	Public Charity	To support Endeavor Catalyst program which invests in high-impact Entrepreneurs to grow their businesses in emerging economies around the world	\$1,000,000
Faith and Politics Institute	10 Maryland Ave NE, Suite 504, Washington, DC 20002	No	Public Charity	For convening faith leaders to discuss their role in improving civil discourse	\$48,000
Financial Innovations Center, Inc.	20 N. Clark, Chicago, IL 60602	No	Public Charity	To create a set of prepaid industry specific quality standards that build's upon CFSI's compass principles	\$500,000
Foundation for Ecological Security	PB No 29, Dist. Anand - 388001 Gujarat, India	No	Foreign Public Charity Equivalent	General operating support	\$1,000,000
Fundacion Ciudadano Inteligente	Holamda 895, Providencia, Santiago, Chile	No	Foreign Non-Exempt	To encourage, promote, and develop democracy and civil rights, through analysis, coverage and diffusion, with an independent and critical set of criteria	\$150,000
Global Forum for Media Development	IPC, Residence Palace, Bloc C 2/250bis, PO Box 63, 155 Rue de La Loi, 1040 Brussels, Belgium	No	Foreign Non-Exempt	To support the creation and strengthening of free, independent and pluralist media across the globe	\$50,000
Global Forum for Media Development	IPC, Residence Palace, Bloc C 2/250bis, PO Box 63, 155 Rue de La Loi, 1040 Brussels, Belgium	No	Foreign Non-Exempt	To support 3rd GFMD World conference on media development	\$100,000
Global Information Network	146 W 29th Street, #7E, New York, NY 10001	No	Public Charity	To support the Sahara Reporters project	\$100,000
Global Integrity	1029 Vermont Ave. NW, Suite 600, Washington, DC 20005	No	Public Charity	General operating support	\$766,500
Guidestar	1701 Pennsylvania Ave., Ste 300, Washington, DC 20006	No	Public Charity	General operating support	\$400,000
Healthy Democracy Fund	1431 Willamette Street, Ste 343, Eugene, OR 97401-4049	No	Public Charity	General operating support	\$60,000
Healthy Democracy Fund	1431 Willamette Street, Ste 343, Eugene, OR 97401-4049	No	Public Charity	To organize and encourage the replication of Citizen's Initiative Reviews	\$150,000
Highest Common Denominator Fund	16301 Quorum Drive, Ste 100A, Addison, TX 75001	No	Public Charity	To support the Mideast Youth project that provides a platform for issues affecting young people in the Middle East	\$100,000
Indian Urban Space Foundation	Uni Building, 4th Floor, Thimmaiah Road, Bangalore, India, 560052	No	Foreign Non-Exempt	To support PROJECT PLATINUM in developing guidelines for implementing guaranteed land titles in India	\$250,000
Institute for Philanthropy US	100 Broadway, 17th Floor, New York, NY 10005	No	Public Charity	For organising conference on Technology for Development	\$65,000
Instituto Libertad y Democracia	Las Begonias 441, Floor 9, Lima 27, Peru	No	Foreign Public Charity Equivalent	To support educational and charitable research and activities on property rights throughout the world, especially for the poor and disadvantaged groups without formal property rights	\$2,200,000
International Bank for Reconstruction and Development	The World Bank, 1818 H Street, NW, Washington D.C., 20433	No	International Organization	To support the Consultative Group to Assist the Poor project to help build inclusive financial systems for the poor in developing countries	\$300,000
International Research and Exchanges Board	2121 K Street, 7th Floor, Washington, DC 20037	No	Public Charity	To support events and activities in connection with World Press Freedom Day	\$200,000
Janaagraha Centre for Citizenship and Democracy	4th Floor, UNI Building, Thimmaiah Road, Vasanthnagar, Bangalore -52 -India	No	Foreign Public Charity Equivalent	General operating support	\$900,000
Jumo International Inc.	113 Spring Street 3rd Floor New York, NY 10012	No	Public Charity	General operating support, net of unused funds returned	\$250,000
KABOOM	4455 Connecticut Ave. NW Suite B100 Washington, D.C. 20008	No	Public Charity	General operating support	\$1,000,000
Kiva Microfunds	3180 18th Street, Ste 201, San Francisco, CA 94110	No	Public Charity	General operating support	\$1,600,000
Kiwanja Foundation	c/o 24 Hollidays Road Blunfisham, Huntingdon Cambridgeshire, UK	No	Public Charity	To support the strategic growth plan of Frontline SMS project	\$250,000
Legatum Ventures Limited	Level 9, Convention Tower, PO Box 71082, Dubai, United Arab Emirates	No	Foreign Non-Exempt	To support programs and projects related to 2011 Africa Awards for Entrepreneurship	\$400,000
Living Goods	220 Halleck Street, Suite 200-B, The Presidio San Francisco, CA 94129	No	Public Charity	General operating support	\$580,500

Grants Paid

Grantee	Address	Individual?	Status	Purpose of Grant	Grants Paid
Microfinance Information Exchange	1901 Pennsylvania Avenue, #307, NW, . Washington, DC 20006	No	Public Charity	General operating support	\$600,000
Microfinance Information Exchange	1901 Pennsylvania Avenue, #307, NW, . Washington, DC 20006	No	Public Charity	To support the research, development and creation of a platform to generate revenue from its existing and new data and analytics	\$1,400,000
Open Knowledge Foundation Ltd	37 Panton Street, Cambridge CB2 1HL, United Kingdom	No	Foreign Non-Exempt	To support and develop open knowledge in order to deliver better governance, transparency understanding of culture and research	\$150,000
Open Society Foundation	100 Cambridge Grove, London W6 0LE, United Kingdom	No	Foreign Non-Exempt	To support projects and programs related to the Donor Collaborative on Transparency and Accountability Initiative	\$255,000
Pratham USA	9703 Richmond Ave, Ste 102, Houston, TX 77042	No	Public Charity	To support the pilot test of rural vocational training centers in India	\$500,000
President and Fellows of Harvard College	1350 Massachusetts Avenue, Holyoke Center -Suite 711, Cambridge MA 02138	No	Public Charity	To encourage students to develop innovative solutions that address social and development issues in India and South Asian countries	\$55,000
Project on Government Oversight (POGO)	1100 G St, NW, Suite 900, Washington DC 20005	No	Public Charity	General operating support	\$300,000
Refugees United	352 Classon Ave, Brooklyn, NY 11238	No	Public Charity	General operating support	\$300,000
Rural Development Institute	1411 4th Ave., Ste 910, Seattle, WA 98101	No	Public Charity	General operating support	\$3,000,000
Stichting Global Voices	Strawinslylaan 3105, Amsterdam ZX 1077, The Netherlands	No	Foreign Non-Exempt	To support grantees in reporting news from the developing world through weblogs, and advocating for freedom of speech on the internet	\$265,000
Stichting Hivos	Raamweg 1G 2596 HL The Hague The Netherlands	No	Foreign Public Charity Equivalent	General operating support	\$320,000
Stichting Hivos	Raamweg 16 2596 HL The Hague The Netherlands	No	Foreign Public Charity Equivalent	To establish and support the African Technology and Transparency Initiative	\$1,000,000
Sunlight Foundation	1818 N Street N.W., Suite 410, . Washington, DC 20036	No	Public Charity	General operating support	\$3,006,838
Trustees of Columbia University in NY	Sponsored Projects Administration, 615 West 131st St., Studebaker, Rm 254, NY NY 10027	No	Public Charity	To support the Columbia Journalism Review's Campaign Desk States project	\$275,000
Trustees of the University of Pennsylvania	Office of Research Services, 3451 Walnut St., P221 Franklin Building, Philadelphia, PA 19104-6205	No	Public Charity	To support the Flackcheck project operated by the Annenberg Public Policy Center	\$489,746
UK Citizens Online Democracy	12 Dukes Road, London WC1H 9AD, UK	No	Foreign Non-Exempt	To support the recruitment of staff, board development and a 12 month pilot program in Africa for MySociety	\$285,000
University of Arizona Foundation	111 N. Cherry Ave., Tucson, AZ 85721	No	Public Charity	To support the National Institute for Civil Discourse project	\$450,000
Ushahidi Inc.	12472 Lake Underhill Road #330, Orlando, Florida	No	Public Charity	General operating support	\$800,000
Ushahidi Inc	12472 Lake Underhill Road #330, Orlando, Florida	No	Public Charity	To support development of tools and services related to SwiftRiver project	\$250,000
Wikimedia Foundation, Inc.	149 New Montgomery Street, San Francisco CA 94105	No	Public Charity	General operating support	\$350,000
Total Grants Paid					\$36,649,858

Grants Paid

Grantee	Address	Individual?	Status	Purpose of Grant	Grants Paid
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Employee Matching Gifts / Employee Directed Giving

Recipient	Address	Individual?	Status	Purpose of Gift	Matching Gifts
1 Sky Education Fund	6930 Carroll Avenue Suite 1000, Tokoma MD 20912	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$100
11-99 Foundation	2244 North State College Blvd , Fullerton CA 92831	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Agros International	2225 4th Avenue, 2nd Floor Seattle WA98121	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$2,500
Aids United	1424 K St NW Suite 200 Washington DC 20005	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$310
Alameda County Community Food Bank	PO Box 2599 Oakland CA94614	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$200
ALU LIKE, INC.	458 Keawe Street , Honolulu HI 96813-5125	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,500
American Cancer Society, Inc.	PO BOX 22718 , Oklahoma City OK 73123-1718	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$200
American National Red Cross	PO BOX 37295 Washington DC20013	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$300
American Red Cross International Relief Fund	P.O. Box 4002018 , Des Moines IA 50340-2018	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$500
American University	4400 Massachusetts Ave NW Washington DC20016	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$240
Asian American Donor Program	2169 Harbor Bay Parkway Alameda CA94502	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$350
Association of the Colonial Theatre	227 Bridge Street P.O. Box 712, Phoenixville PA 19460	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Bay Area Discovery Museum	557 McReynolds Road Sausalito CA 94965	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$667
BRAC USA	11 E 44th St, Suite 1600 , New York NY 10017	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$5,000
Camfed USA Foundation	465 California Street, Ste. 626 , San Francisco CA 94104	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$5,000
Camp Kesem National	PO Box 1113 Lafayette CA94549	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$2,000
Canary Fund	1501 South California Avenue Suite 2500 Palo Alto CA 94304	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$200
Carolina for Kibera, Inc.	UNC - Chapel Hill 301 Pittsboro Street, Chapel Hill NC 27589-5145	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Carr Educational Foundation	P. O. Box 4333 , San Rafael CA 94913	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$8,000
Central Alabama Community Foundation	434 N McDonough Street Montgomery AL36104	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$600
Charity Water	200 Varick St., Suite 201 New York NY 10014	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$60
Chestnut Hill School	428 Hammond Street , Chestnut Hill MA 02467	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,500
Childreach International USA Inc	General Fundraising 4132 Three Lakes Dr. Long Grove IL 60047	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$100
Common Cause Education Fund	1133 19th Street NW Washington DC 20036	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$200
Common Sense Media	650 Townsend St , San Francisco CA 94103	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000

Grants Paid

Grantee	Address	Individual?	Status	Purpose of Grant	Grants Paid
Computer History Museum	1401 N. Shoreline Blvd. Mountain View CA94043	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Council on Foreign Relations	58 East 68th Street , New York NY 10065	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$250
Creative Montessori Learning Center	1421 Bay Road , East Palo Alto CA 94303	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$3,000
Critical Exposure Inc	1816 12th Street NW, 3rd Floor Washington DC 20009	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$300
CuriOdyssey	1651 Coyote Point Dr. San Mateo CA94401	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$2,334
Demos A Network for Ideas and Action LTD	220 Fifth Ave, 5th FL New York NY10001	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$600
Do Something, Inc.	24-32 Union Square East, 4th Floor New York NY10003	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$3,000
Donaldina Cameron House	920 Sacramento St. San Francisco CA94018	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$200
DonorsChoose Inc	213 W 35th St 2nd floor East, New York New York 10001	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$5,261
Downtown Sailing Center	1425 Key Highway , Baltimore MD 21230	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$2,250
Drexel University	3141 Chestnut Street , Philadelphia PA 19104	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$250
Endeavor Global, Inc.	900 Broadway, Suite 301 , New York NY 10003	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$6,000
Enterprise Community Partners, Inc	10227 Wincopin Circle Columbia MD21044	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$250
Equal Justice Initiative of Alabama Inc.	122 Commerce St. , Montgomery AL 36104	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$2,060
eSponsorNow.org	PO Box 1257 Vacaville CA95696	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$200
Family and Youth Initiative	515 M Street, SE, Ste 217 Washington DC 20003	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$400
Feeding America	35 E. Wacker Drive #2000 , Chicago IL 60601	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$800
Feelgood	545 Presidio Blvd. San Francisco CA94129	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$198
Fessenden School	250 Waltham Street , West Newton MA 02465	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$250
FINCA International, Inc	1101 14th St. NW 11th Floor, Washington DC 20005	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
FOCAL	3703 Rosa Parks Avenue P.O. Box 214, Montgomery AL 36101-0214	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Fordham University	888 Seventh Avenue, 7th Floor New York NY10019	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$10,000
Georgetown University	PO Box 57123 , Washington DC 20057-1253	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$550
Give2Asia	465 California Street, Suite 806 San Francisco CA 94104-1832	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$600
Global Brigades Inc.	1099 E. Champlain Dr, Ste A176 Fresno CA 93720	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$700
GlobalGiving Foundation, Inc.	1023 15th Street, NW, 12th Floor , Washington DC 20005	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$775
Harvard Business School Fund	Development Office Teale Hall, Soldiers Field, Boston MA 02163	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$2,500

Grants Paid

Grantee	Address	Individual ?	Status	Purpose of Grant	Grants Paid
Harvard College Fund	124 Mount Auburn Street Cambridge MA02138	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,300
Hawaiian Humane Society	2700 Waiālae Ave. , Honolulu HI 96826	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$500
Heifer International	1 World Avenue . Little rock AR 72202	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,400
Humnan Rights Campagin	1640 Rhode Island Ave NW , Washington DC 20036	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Immigation Centre for Women and Children	634 South Spring St, Suite 615 . Los Angeles CA 90014	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$3,000
International Museum of Women	PO Box 190038 San Francisco CA 94119-0038	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Invisible Children	1810 Gillespie Way Suite 205 El Cajon CA 92020	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$100
Just Vision	1616 P St. NW, Ste 340 Washington DC 20036	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$400
Keys Family Day School, Inc.	2890 Middlefield Road Palo Alto CA94306	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$5,000
Kiva	3180 18th Street Ste 201, San Francisco CA 94110	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
KQED Inc.	2601 Mariposa St San Francisco Ca94619	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$50
Leadership Public Schools	344 Thomas L. Berkley Way Suite 340, Oakland CA 94612	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$2,500
Leland Stanford Junior University	326 Galvez Street Stanford CA94305-6105	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Leukemia and Lymphoma Society	Donor Services Pittsfield MA 01202	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Lighthawk	304 Main Street Suite 14, Lander WY 82520	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Living Goods	220 Hallech Street The presidio, San Francisco CA 94129	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Loaves & Fishes	777 N First Street, Suite 240 San Jose CA95112	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$15,000
Loomis Institute	Alumni Development Office 4 Batchelder Road Windsor CT 06095	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$200
Louise S. McGehee School	2343 Prytania Street New Orleans Louisiana70130-5898	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Marine Science Institute	500 Discovery Parkway , Redwood City CA 94063	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
MarinLink/MSS Blind Sailors	5800 Northgate Mall, #250 , San Rafael CA 94903	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$500
Mennonite Central Committee	21 S 12th Street PO Box 500 Akron PA 17501-0500	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$100
Monroe Elementary PTA	260 Madrid Street , San Francisco CA 94112	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,200
Montgomery Symphony Orchestra	PO BOX 1864 Montgomery AL36102	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$2,000
National MS Society	733 Third Avenue 3rd Floor New York NY10017	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$400
Occidental College	1600 Campus Road , Los Angeles CA 90041	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$100
OMB Watch	1742 Connecticut Avenue NW Washington DC 20009	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$500

Grants Paid

Grantee	Address	Individual?	Status	Purpose of Grant	Grants Paid
Oxfam America	226 Causeway St., 5th Floor Boston MA 02114	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$100
Parca Auxillary	800 Airport Blvd, Suite 320 , Burlingame CA 94010	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
PeacePlayers International	1455 Pennsylvania Av, NW, Suite 640 Washington DC 20004	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$600
Peninsula Humane Society	12 Airport Boulevard San Mateo CA94401	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$700
Planetz/Echelon	107 Reed Ranch Road Tiburon CA 94920	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$100
Presentation High School	2281 Plummer Ave. San Jose CA 95125	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$200
Punahou School	1601 Punahou Street , Honolulu HI 96822	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$6,700
Raphael House of San Francisco Inc.	1065 Sutter Street , San Francisco CA 94109	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,600
Ronald McDonald House at Stanford	520 Sandhill Road , Palo Alto CA 94304-2001	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Roxbury Latin School	101 Saint Theresa Ave . West Roxbury MA 02132	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Rural Development Institute	1424 Fourth Avenue, Suite 300 , Seattle WA 98101	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$8,000
Sacred Heart School	150 Valparaiso Avenue . Atherton CA 94027	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$10,000
Salvation Army, The	832 Folsom Street San Francisco CA94107	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$2,000
San Carlos Education Foundation	P.O. Box 1214 San Carlos CA 94070	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$400
San Francisco Aids Foundation	1035 Market Street, Suite 400 , San Francisco CA 94103	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$18,200
Santa Clara College	Santa Clara University Santa Clara CA95053	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Save the Children	54 Wilton Road , Westport CT 06880	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,448
School-Force	P.O. Box 5196 , Belmont CA 94002	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$8,000
Sea Turtle Conservancy -Chiriqui Beach Project	4424 NW 13th Street Suite B-11, Gainesville FL 32609	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Second Harvest Food Bank	750 Curtner Ave. San Jose CA95125-2118	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$4,700
Sophia Project	1724 Myrtle Street , Oakland CA 94607	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$10,000
Southern Poverty Law Center, Inc.	400 Washington Avenue Montgomery AL36104	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$100
Special Olympics Northern California Inc.	3480 Buskirk Avenue Pleasant Hill CA94523	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$400
Sri Lakshmi Temple	117 Waverly Street , Ashland MA 01721	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$250
Stanford Fund for Undergraduate Education, The	326 Gaivez Street , Stanford CA 94305-6105	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$5,000
Stanford University Medical Center	3330 Hillview Avenue, 2nd Floor , Palo Alto CA 94304	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$27,000
Surfrider Foundation USA	PO Box 6010 , San Clemente CA 92674-6010	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$300

Grants Paid

Grantee	Address	Individual?	Status	Purpose of Grant	Grants Paid
Teach For America	22 4th Street 7th Floor San Francisco CA 94103	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$200
The Leukemia&Lymphoma Society-NY	Donor Services Pittsfield MA01202	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$2,100
The University Corporation: San Francisco State	Office of University Development San Francisco CA94132	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$2,000
This American Life	848 E Grand Ave Chicago IL60611	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$200
Thrive DC	1525 Newton Street NW, Ste G-1 Washington DC 20010	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Tipping Point	703 Market Street Suite 708, San Francisco CA 94103	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
TOSTAN	2121 Decatur Place, NW, Washington DC 20008	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$5,000
UCLA External Affairs	Attn: Matching Gift Services 10920 Wilshire Blvd, Suite 1100 Los Angeles CA 90095-1603	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$20
United States Fund for UNICEF	125 Maiden Lane New York NY 10038	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,050
University of Pennsylvania	420 Franklin Bldg 3451 Walnut Street, Philadelphia PA 19104-6285	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$500
University of Washington	University of Washington Office of Gift Processing Box 359505, Seattle Washington 98195-9505	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$3,000
Vassar College	124 Raymond Ave Poughkeepsie NY12604	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$300
Waldorf School of the Peninsula, Inc.	11311 Mora Drive, Los Altos CA 94024	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$400
WIDECAST- Jwmby Bay Hawksbill Sea Turtle Project	1348 Rusticview Drive, Baldwin MO 63011	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Wikimedia Foundation, Inc.	39 Stillman Street San Francisco CA94107	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Willamette University	900 State Street Salem OR97301	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
World Wildlife Fund, Inc.	1250 24th St NW Washington DC20037	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$200
Wounded Warrior Project	7020 A.C. Skinner Parkway, Suite 100, Jacksonville FL 32256	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,200
Total Employee Matching Gifts					\$254,473

Grand Total					\$36,904,331
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Part XV - Line 3b Information

Form 990-PF

Grants and Contributions Approved for Future Payment

Attachment C

Grants Payable

Grantee	Address	Individual?	Status	Purpose of Grant	Grants Payable at 12/31/2011
African Media Initiative	7th Floor Purshottam Place, Chiromo Road, Nairobi, Kenya	No	Foreign Non-Exempt	To support a pan-African programme that promotes better accountability in the continent's media sector	\$250,000
Akanksha Foundation	Voltas House "C" TB Kadam Marg, Chinchpokli, Mumbai, 400 033	No	Foreign Non-Exempt	To support projects and programs related to Teach for India	\$1,000,000
Anudip Foundation	14435 Big Basin Way #256, Saratoga, CA 95070	No	Public Charity	To support vocational training courses, job placement service and entrepreneurship development	\$200,000
Association for Democratic Reforms	B-1/6, Upper Ground Floor, Hauz Khas, New Delhi 110016	No	Foreign Public Charity Equivalent	General operating support	\$200,000
Center UA	04071 Kostiantynivska, 2A, Kyiv, Ukraine	No	Foreign Non-Exempt	To support and develop the online New Citizen platform and Viadometer for monitoring political promises and performances	\$100,000
Creative Commons	171 Second Street, Suite 300, San Francisco, CA 94105	No	Public Charity	General operating support	\$500,000
Highest Common Denominator Fund	16301 Quorum Drive, Ste 100A, Addison, TX 75001	No	Public Charity	To support the Mideast Youth project that provides a platform for issues affecting young people in the Middle East	\$150,000
International Bank for Reconstruction and Development	The World Bank, 1818 H Street, NW, Washington D.C., 20433	No	International Organization	To support the Consultative Group to Assist the Poor project to help build inclusive financial systems for the poor in developing countries	\$600,000
Janaagraha Centre for Citizenship and Democracy	4th Floor, UNI Building, Thimmaiah Road, Vasanthnagar, Bangalore -52 - India	No	Foreign Public Charity Equivalent	General operating support	\$200,000
Media Development Loan Fund, Inc	37 W 20th Street, Suite 801, New York, NY 10011	No	Public Charity	To support projects and programs related to citizens' media, the emergence of new citizens' voices and advocacy for freedom of expression	\$70,000
Open Knowledge Foundation Ltd	37 Panton Street, Cambridge CB2 1HL, United Kingdom	No	Foreign Non-Exempt	To support and develop open knowledge in order to deliver better governance, transparency understanding of culture and research	\$225,000
Open Society Foundation	100 Cambridge Grove, London W6 0LE, United Kingdom	No	Foreign Non-Exempt	To support projects and programs related to the Donor Collaborative on Transparency and Accountability Initiative	\$200,000
Praekelt Foundation	Unit 14A, 44 Stanley Avenue Milpark, Johannesburg, 2000	No	Foreign Non-Exempt	To support the strengthening of technological platforms and expansion into West and East Africa	\$175,000
Refugees United	352 Classon Ave, Brooklyn, NY 11238	No	Public Charity	General operating support	\$300,000
Stichting Hivos	Raamweg 16 2596 HL The Hague The Netherlands	No	Foreign Public Charity Equivalent	To establish and support the African Technology and Transparency Initiative	\$500,000
Ushahidi Inc.	12472 Lake Underhill Road #330, Orlando, Florida	No	Public Charity	General operating support	\$200,000
Total Grants Payable					\$4,870,000

Employee Matching Gifts /Employee Directed Giving

Gift	Address	Individual?	Status	Purpose of Gift	Matching Gifts Payable at 12/31/2011
American Cancer Society, Inc.	1710 Webster Street Oakland CA 94612	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,700
American Lighthouse Foundation	PO Box 671 East Machias Maine 04630	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$2,500
Brendan Corporation, The	1500 K Street, NW, Suite 350 Washington DC 20005	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$7,500

California Assoc. of Student Councils	1212 Preservation Park Way Oakland CA 94612	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$200
Camfed USA Foundation	465 California Street, Ste. 626 San Francisco CA94104	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$5,000
Carlmont Academic Foundation	Carlmont High School Belmont CA 94002	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$2,000
Chestnut Hill School	428 Hammond Street Chestnut Hill MA 02467	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$250
Children's Discovery Museum of San Jose	180 Woz Way San Jose CA 95110	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$350
Community Overcoming Relationship Abuse	PO Box 4245 Burlingame CA 94011	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$400
Council on Foreign Relations	58 East 68th Street New York NY 10065	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$250
Covington PTA	205 Covington Road Los Altos CA 94024	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$80
Dartmouth College	6066 Development Office Hanover NH 03755	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Day School Foundation, the	204 2nd Ave San Mateo CA 94401	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$400
Defenders of Wildlife	1130 17th Street, NW Washington DC 20036	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$179
Doctors Without Borders USA	333 Seventh Avenue New York NY 10001	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$2,300
DONORSCHOOSE INC	213 W 35th St New York New York 10001	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$200
Drexel University	3141 Chestnut Street Philadelphia PA 19104	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$250
Feeding America	35 E. Wacker Drive #2000 Chicago IL 60601	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$800
Gilroy Gardens	3050 Hecker Pass Hwy Gilroy CA 95020	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$474
Harvard Business School Fund	Development Office, Teele Hall, Soldiers Field, Boston MA0 2163	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$12,500
Harvard College Fund	124 Mount Auburn Street Cambridge MA 02138	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
John Baldwin PTA	741 Brookside Drive Danville CA 94526	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$200
Los Altos Education Foundation	PO Box 98 Los Altos CA 94023	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,400
Louisiana State University Foundation	3838 West Lakeshore Drive Baton Rouge LA 70808	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$100
National Coalition for Dialogue	114 W. Springville Drive Boiling Springs PA 17007	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$400
Northwestern University	2020 Ridge Avenue Evanston IL 60208	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Palo Alto Partners in Education	PO Box 1557 Palo Alto CA 94302	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Resources for Human Development	4700 Wissahickon Ave, Ste 126 Philadelphia PA 19144	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Ronald McDonald House at Stanford	520 Sandhill Road Palo Alto CA94304-2001	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$3,000
Roxbury Latin School	101 Saint Theresa Ave West Roxbury MA 02132	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Rural Development Institute	1424 Fourth Avenue, Suite 300 Seattle WA 98101	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,500

Saratoga Education Foundation	PO Box 2392 Saratoga CA 95070	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$4,000
School - Force	P.O. Box 5196 Belmont CA 94002	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$13,000
Second Harvest Food Bank	750 Curtner Ave. San Jose CA 95125-2118	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$3,500
Shangjilia Foundation	253 W 73rd Street New York NY10023	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Stanford Law School	326 Galvez Street Stanford CA 94305	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
Stanford Graduate School of Business	326 Galvez Street Stanford CA 94305	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
TOSTAN	2121 Decatur Place, NW Washington DC 20008	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$5,000
University of Pennsylvania	3451 Walnut Street Philadelphia PA 19104	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$1,000
University of Virginia	Development Office Charlottesville VA 22904-4807	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$2,000
Wounded Warrior Project	7020 A.C. Skinner Parkway, Suite 100 Jacksonville FL 32256	No	Public Charity	For general support as part of the employee matching gift or directed giving program	\$200
Total Matching Gifts Payable					\$81,633

Total Grants and Matching Gifts Payable					\$4,951,633
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Exempt Organization Business Income Tax Return
(and proxy tax under section 6033(e))

For calendar year 2011 or other tax year beginning _____, 2011,
and ending _____, _____

2011

Department of the Treasury
Internal Revenue Service

▶ See separate instructions.

Open to Public Inspection for
501(c)(3) Organizations Only

A <input type="checkbox"/> Check box if address changed	Print or Type	Omidyar Network Fund, Inc 1991 Broadway Street #200 Redwood City, CA 94063	D Employer identification number (Employees' trust, see instructions.) 20-1173866
B Exempt under section <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 220(e) <input type="checkbox"/> 408(e) <input type="checkbox"/> 530(a) <input type="checkbox"/> 408A <input type="checkbox"/> 529(a)			E Unrelated business activity codes (See instructions.) 523000

C Book value of all assets at end of year: **272,998,834.**

F Group exemption number (See instructions.) ▶ _____

G Check organization type: 501(c) corporation 501(c) trust 401(a) trust Other trust

H Describe the organization's primary unrelated business activity.
▶ **Investment**

I During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? ... Yes No
If 'Yes,' enter the name and identifying number of the parent corporation... ▶ _____

J The books are in care of: ▶ **Tie Kim** Telephone number ▶ **650-482-2500**

Part I Unrelated Trade or Business Income		(A) Income	(B) Expenses	(C) Net
1a Gross receipts or sales				
b Less returns and allowances	c Balance ▶			
2 Cost of goods sold (Schedule A, line 7)	1c			
3 Gross profit. Subtract line 2 from line 1c	2			
4a Capital gain net income (attach Schedule D)	3			
b Net gain (loss) (Form 4797, Part II, line 17) (attach Form 4797)	4a	127,624.		127,624.
c Capital loss deduction for trusts	4b			
5 Income (loss) from partnerships and S corporations (attach statement) St. 1	4c			
6 Rent income (Schedule C)	5	-95,027.		-95,027.
7 Unrelated debt-financed income (Schedule E)	6			
8 Interest, annuities, royalties, and rents from controlled organizations (Schedule F)	7			
9 Investment income of a section 501(c)(7), (9), or (17) organization (Sch G)	8			
10 Exploited exempt activity income (Schedule I)	9			
11 Advertising income (Schedule J)	10			
12 Other income (See instructions; attach schedule.)	11			
13 Total. Combine lines 3 through 12	12	32,597.	0.	32,597.

Part II Deductions Not Taken Elsewhere (See instructions for limitations on deductions.)
(Except for contributions, deductions must be directly connected with the unrelated business income.)

14 Compensation of officers, directors, and trustees (Schedule K)	14			
15 Salaries and wages	15			
16 Repairs and maintenance	16			
17 Bad debts	17			
18 Interest (attach schedule)	18			
19 Taxes and licenses	19			
20 Charitable contributions (See instructions for limitation rules.)	20			
21 Depreciation (attach Form 4562)	21			
22 Less depreciation claimed on Schedule A and elsewhere on return	22a			
23 Depletion	22b			
24 Contributions to deferred compensation plans	23			
25 Employee benefit programs	24			
26 Excess exempt expenses (Schedule I)	25			
27 Excess readership costs (Schedule J)	26			
28 Other deductions (attach schedule)	27			
29 Total deductions. Add lines 14 through 28	28			
30 Unrelated business taxable income before net operating loss deduction. Subtract line 29 from line 13	29			32,597.
31 Net operating loss deduction (limited to the amount on line 30)	30			
32 Unrelated business taxable income before specific deduction. Subtract line 31 from line 30	31			32,597.
33 Specific deduction (Generally \$1,000, but see line 33 instructions for exceptions.)	32			1,000.
34 Unrelated business taxable income. Subtract line 33 from line 32. If line 33 is greater than line 32, enter the smaller of zero or line 32.	33			31,597.

Part III Tax Computation

35 Organizations Taxable as Corporations. See instructions for tax computation.
 Controlled group members (sections 1561 and 1563) check here . See instructions and:
a Enter your share of the \$50,000, \$25,000, and \$9,925,000 taxable income brackets (in that order):
 (1) \$ _____ (2) \$ _____ (3) \$ _____
b Enter organization's share of: (1) Additional 5% tax (not more than \$11,750) \$ _____
 (2) Additional 3% tax (not more than \$100,000) \$ _____
c Income tax on the amount on line 34 **35c** 4,740.
36 Trusts Taxable at Trust Rates. See instructions for tax computation. Income tax on the amount on line 34 from: Tax rate schedule or Schedule D (Form 1041) **36**
37 Proxy tax. See instructions **37**
38 Alternative minimum tax **38**
39 Total. Add lines 37 and 38 to line 35c or 36, whichever applies **39** 4,740.

Part IV Tax and Payments

40a Foreign tax credit (corporations attach Form 1118; trusts attach Form 1116) **40a**
b Other credits (see instructions) **40b**
c General business credit. Attach Form 3800 (see instructions) **40c**
d Credit for prior year minimum tax (attach Form 8801 or 8827) **40d**
e Total credits. Add lines 40a through 40d **40e** 0.
41 Subtract line 40e from line 39 **41** 4,740.
42 Other taxes. Check if from: Form 4255 Form 8611 Form 8697 Form 8866
 Other (attach schedule) **42**
43 Total tax. Add lines 41 and 42 **43** 4,740.
44a Payments: A 2010 overpayment credited to 2011 **44a** 42,639.
b 2011 estimated tax payments **44b**
c Tax deposited with Form 8868 **44c**
d Foreign organizations: Tax paid or withheld at source (see instructions) **44d**
e Backup withholding (see instructions) **44e**
f Credit for small employer health insurance premiums (Attach Form 8941) **44f**
g Other credits and payments: Form 2439 _____
 Form 4136 _____ Other _____ Total ... **44g**
45 Total payments. Add lines 44a through 44g **45** 42,639.
46 Estimated tax penalty (see instructions). Check if Form 2220 is attached **46**
47 Tax due. If line 45 is less than the total of lines 43 and 46, enter amount owed **47**
48 Overpayment. If line 45 is larger than the total of lines 43 and 46, enter amount overpaid **48** 37,899.
49 Enter the amount of line 48 you want: Credited to 2012 estimated tax 37,899. Refunded **49** 0.

Part V Statements Regarding Certain Activities and Other Information (see instructions)

1 At any time during the 2011 calendar year, did the organization have an interest in or a signature or other authority over a financial account (bank, securities, or other) in a foreign country? If YES, the organization may have to file Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts. If YES, enter the name of the foreign country here **Yes** **No**
 Report of Foreign Bank and Financial Accounts. If YES, enter the name of the foreign country here **X**
2 During the tax year, did the organization receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If YES, see instructions for other forms the organization may have to file. **Yes** **No**
 If YES, see instructions for other forms the organization may have to file. **X**
3 Enter the amount of tax-exempt interest received or accrued during the tax year \$ 0. **Yes** **No**

Schedule A - Cost of Goods Sold. Enter method of inventory valuation

1 Inventory at beginning of year	1	6 Inventory at end of year	6
2 Purchases	2	7 Cost of goods sold. Subtract line 6 from line 5. Enter here and in Part I, line 2	7
3 Cost of labor	3		
4a Additional section 263A costs (attach schedule)	4a		Yes No
b Other costs (attach sch)	4b	8 Do the rules of section 263A (with respect to property produced or acquired for resale) apply to the organization?	<input type="checkbox"/> <input checked="" type="checkbox"/>
5 Total. Add lines 1 through 4b	5		

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 Signature of officer [Signature] Date 11/12/2012 Title Trustee May the IRS discuss this return with the preparer shown below (see instructions)? **Yes** **No**

Paid Preparer Use Only
 Print/Type preparer's name: Roger V. Hansen Preparer's signature: [Signature] Date: 11/7/12 Check if self-employed PTIN: P00294980
 Firm's name: Comprehensive Financial Mgt. Firm's EIN: 77-0534410
 Firm's address: 720 University Ave., #200 Phone no.: (408) 358-3316
Los Gatos, CA 95032

Schedule C – Rent Income (From Real Property and Personal Property Leased With Real Property) (see instructions)

1 Description of property		
(1)		
(2)		
(3)		
(4)		
2 Rent received or accrued		3(a) Deductions directly connected with the income in columns 2(a) and 2(b) (attach schedule)
(a) From personal property (if the percentage of rent for personal property is more than 10% but not more than 50%)	(b) From real and personal property (if the percentage of rent for personal property exceeds 50% or if the rent is based on profit or income)	
(1)		
(2)		
(3)		
(4)		
Total	Total	(b) Total deductions. Enter here and on page 1, Part I, line 6, column (B) ▶
(c) Total income. Add totals of columns 2(a) and 2(b). Enter here and on page 1, Part I, line 6, column (A) ▶		

Schedule E – Unrelated Debt-Financed Income (see instructions)

1 Description of debt-financed property	2 Gross income from or allocable to debt-financed property	3 Deductions directly connected with or allocable to debt-financed property		
		(a) Straight line depreciation (attach sch)	(b) Other deductions (attach schedule)	
(1)				
(2)				
(3)				
(4)				
4 Amount of average acquisition debt on or allocable to debt-financed property (attach schedule)	5 Average adjusted basis of or allocable to debt-financed property (attach schedule)	6 Column 4 divided by column 5	7 Gross income reportable (column 2 x column 6)	8 Allocable deductions (column 6 x total of columns 3(a) and 3(b))
(1)		%		
(2)		%		
(3)		%		
(4)		%		
Totals ▶			Enter here and on page 1, Part I, line 7, column (A).	Enter here and on page 1, Part I, line 7, column (B).
Total dividends-received deductions included in column 8. ▶				

Schedule F – Interest, Annuities, Royalties, and Rents From Controlled Organizations (see instructions)

1 Name of controlled organization	2 Employer identification number	Exempt Controlled Organizations			
		3 Net unrelated income (loss) (see instructions)	4 Total of specified payments made	5 Part of column 4 that is included in the controlling organization's gross income	6 Deductions directly connected with income in column 5
(1)					
(2)					
(3)					
(4)					
Nonexempt Controlled Organizations					
7 Taxable Income	8 Net unrelated income (loss) (see instructions)	9 Total of specified payments made	10 Part of column 9 that is included in the controlling organization's gross income	11 Deductions directly connected with income in column 10	
(1)					
(2)					
(3)					
(4)					
Totals ▶			Add columns 5 and 10. Enter here and on page 1, Part I, line 8, column (A).	Add columns 6 and 11. Enter here and on page 1, Part I, line 8, column (B).	

Schedule G – Investment Income of a Section 501(c)(7), (9), or (17) Organization (see instructions)

1 Description of income	2 Amount of income	3 Deductions directly connected (attach schedule)	4 Set-asides (attach schedule)	5 Total deductions and set-asides (column 3 plus column 4)
(1)				
(2)				
(3)				
(4)				
Totals		Enter here and on page 1, Part I, line 9, column (A).		Enter here and on page 1, Part I, line 9, column (B).

Schedule I – Exploited Exempt Activity Income, Other Than Advertising Income (see instructions)

1 Description of exploited activity	2 Gross unrelated business income from trade or business	3 Expenses directly connected with production of unrelated business income	4 Net income (loss) from unrelated trade or business (column 2 minus column 3). If a gain, compute columns 5 through 7.	5 Gross income from activity that is not unrelated business income	6 Expenses attributable to column 5	7 Excess exempt expenses (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
Totals		Enter here and on page 1, Part I, line 10, column (A).	Enter here and on page 1, Part I, line 10, column (B).			Enter here and on page 1, Part II, line 26.

Schedule J – Advertising Income (See instructions.)

Part I Income From Periodicals Reported on a Consolidated Basis

1 Name of periodical	2 Gross advertising income	3 Direct advertising costs	4 Advertising gain or (loss) (column 2 minus column 3). If a gain, compute columns 5 through 7.	5 Circulation income	6 Readership costs	7 Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
Totals (carry to Part II, line (5)).						

Part II Income From Periodicals Reported on a Separate Basis (For each periodical listed in Part II, fill in columns 2 through 7 on a line-by-line basis.)

1 Name of periodical	2 Gross advertising income	3 Direct advertising costs	4 Advertising gain or (loss) (column 2 minus column 3). If a gain, compute columns 5 through 7.	5 Circulation income	6 Readership costs	7 Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
(5) Totals from Part I						
Totals, Part II (lines 1-5)		Enter here and on page 1, Part I, line 11, column (A).	Enter here and on page 1, Part I, line 11, column (B).			Enter here and on page 1, Part II, line 27.

Schedule K – Compensation of Officers, Directors, and Trustees (see instructions)

1 Name	2 Title	3 Percent of time devoted to business	4 Compensation attributable to unrelated business
		%	
		%	
		%	
		%	
Total. Enter here and on page 1, Part II, line 14			

Sales of Business Property
(Also Involuntary Conversions and Recapture Amounts
Under Sections 179 and 280F(b)(2))
▶ Attach to your tax return. ▶ See separate instructions.

Name(s) shown on return: **Omidyar Network Fund, Inc** Identifying number: **20-1173866**

1 Enter the gross proceeds from sales or exchanges reported to you for 2011 on Form(s) 1099-B or 1099-S (or substitute statement) that you are including on line 2, 10, or 20 (see instructions) **1** **127,624.**

Part I Sales or Exchanges of Property Used in a Trade or Business and Involuntary Conversions From Other Than Casualty or Theft – Most Property Held More Than 1 Year (see instructions)

2	(a) Description of property	(b) Date acquired (month, day, year)	(c) Date sold (month, day, year)	(d) Gross sales price	(e) Depreciation allowed or allowable since acquisition	(f) Cost or other basis, plus improvements and expense of sale	(g) Gain or (loss) Subtract (f) from the sum of (d) and (e)

3 Gain, if any, from Form 4684, line 39 **3**

4 Section 1231 gain from installment sales from Form 6252, line 26 or 37 **4**

5 Section 1231 gain or (loss) from like-kind exchanges from Form 8824 **5**

6 Gain, if any, from line 32, from other than casualty or theft **6**

7 Combine lines 2 through 6. Enter the gain or (loss) here and on the appropriate line as follows: **7**

Partnerships (except electing large partnerships) and S corporations. Report the gain or (loss) following the instructions for Form 1065, Schedule K, line 10, or Form 1120S, Schedule K, line 9. Skip lines 8, 9, 11, and 12 below.

Individuals, partners, S corporation shareholders, and all others. If line 7 is zero or a loss, enter the amount from line 7 on line 11 below and skip lines 8 and 9. If line 7 is a gain and you did not have any prior year section 1231 losses, or they were recaptured in an earlier year, enter the gain from line 7 as a long-term capital gain on the Schedule D filed with your return and skip lines 8, 9, 11, and 12 below.

8 Nonrecaptured net section 1231 losses from prior years (see instructions) **8**

9 Subtract line 8 from line 7. If zero or less, enter -0-. If line 9 is zero, enter the gain from line 7 on line 12 below. If line 9 is more than zero, enter the amount from line 8 on line 12 below and enter the gain from line 9 as a long-term capital gain on the Schedule D filed with your return (see instructions) **9**

Part II Ordinary Gains and Losses (see instructions)

10 Ordinary gains and losses not included on lines 11 through 16 (include property held 1 year or less):

Unrelated business income from partnerships	Various	Various	127,624.			127,624.

11 Loss, if any, from line 7 **11**

12 Gain, if any, from line 7 or amount from line 8, if applicable **12**

13 Gain, if any, from line 31 **13**

14 Net gain or (loss) from Form 4684, lines 31 and 38a **14**

15 Ordinary gain from installment sales from Form 6252, line 25 or 36 **15**

16 Ordinary gain or (loss) from like-kind exchanges from Form 8824 **16**

17 Combine lines 10 through 16 **17** **127,624.**

18 For all except individual returns, enter the amount from line 17 on the appropriate line of your return and skip lines a and b below. For individual returns, complete lines a and b below:

a If the loss on line 11 includes a loss from Form 4684, line 35, column (b)(ii), enter that part of the loss here. Enter the part of the loss from income-producing property on Schedule A (Form 1040), line 28, and the part of the loss from property used as an employee on Schedule A (Form 1040), line 23. Identify as from 'Form 4797, line 18a.' See instructions **18a**

b Redetermine the gain or (loss) on line 17 excluding the loss, if any, on line 18a. Enter here and on Form 1040, line 14 **18b**