

Form **990-PF**  
 Department of the Treasury  
 Internal Revenue Service

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

OMB No 1545-0052

**2016**

**Open to Public Inspection**

▶ Do not enter social security numbers on this form as it may be made public.  
 ▶ Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

**For calendar year 2016, or tax year beginning 01-01-2016 , and ending 12-31-2016**

Name of foundation THE SUSAN THOMPSON BUFFETT FOUNDATION		<b>A Employer identification number</b> 47-6032365
Number and street (or P.O. box number if mail is not delivered to street address) 3555 FARNAM STREET STE 222	Room/suite	<b>B Telephone number</b> (see instructions) (402) 943-1300
City or town, state or province, country, and ZIP or foreign postal code OMAHA, NE 68131		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> 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		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 2,585,047,110	<b>J</b> Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)	218,760,475			
	<b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities	977,008	977,008		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	31,726,512			
	<b>b</b> Gross sales price for all assets on line 6a	64,234,061			
	<b>7</b> Capital gain net income (from Part IV, line 2)		37,947,786		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)	1,399,507	4,550			
<b>12 Total.</b> Add lines 1 through 11	252,863,502	38,929,344			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	820,120	0	820,120	
	<b>14</b> Other employee salaries and wages	3,449,439	0	3,449,439	
	<b>15</b> Pension plans, employee benefits	970,889	0	970,889	
	<b>16a</b> Legal fees (attach schedule)	76,170	0	76,170	
	<b>b</b> Accounting fees (attach schedule)	38,505	0	38,505	
	<b>c</b> Other professional fees (attach schedule)	5,534,736	0	5,534,736	
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see instructions)	666,294	0	215,573	
	<b>19</b> Depreciation (attach schedule) and depletion	237,071	0		
	<b>20</b> Occupancy	346,695	0	346,695	
	<b>21</b> Travel, conferences, and meetings	915,963	0	915,963	
	<b>22</b> Printing and publications	72,828	0	72,828	
	<b>23</b> Other expenses (attach schedule)	234,973	0	234,973	
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	13,363,683	0	12,675,891	
<b>25</b> Contributions, gifts, grants paid	663,756,167		558,515,740		
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	677,119,850	0	571,191,631		
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	-424,256,348				
<b>b Net investment income</b> (if negative, enter -0-)		38,929,344			
<b>c Adjusted net income</b> (if negative, enter -0-)					

<b>Part II Balance Sheets</b> 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
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .			
	<b>2</b> Savings and temporary cash investments . . . . .	3,035,754	780,405	780,405
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .	23,358	2,107,336	2,107,336
	<b>10a</b> Investments—U S and state government obligations (attach schedule)	381,610,882	383,445,923	383,445,923
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	2,108,490,248	2,197,324,281	2,197,324,281
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .			
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b> Investments—mortgage loans . . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .			
	<b>14</b> Land, buildings, and equipment basis ▶ _____ 3,350,957 Less accumulated depreciation (attach schedule) ▶ _____ 1,961,792	1,466,306	1,389,165	1,389,165
<b>15</b> Other assets (describe ▶ _____)				
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	2,494,626,548	2,585,047,110	2,585,047,110	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .	60,971	85,019	
	<b>18</b> Grants payable . . . . .	396,019,553	501,687,342	
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .	396,080,524	501,772,361	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted . . . . .	2,098,546,024	2,083,274,749	
	<b>25</b> Temporarily restricted . . . . .			
	<b>26</b> Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds . . . . .			
	<b>28</b> Paid-in or capital surplus, or land, bldg , and equipment fund			
<b>29</b> Retained earnings, accumulated income, endowment, or other funds				
<b>30 Total net assets or fund balances</b> (see instructions) . . . . .	2,098,546,024	2,083,274,749		
<b>31 Total liabilities and net assets/fund balances</b> (see instructions) .	2,494,626,548	2,585,047,110		

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>		
<b>1</b> 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) . . . . .	<b>1</b>	2,098,546,024
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	-424,256,348
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	408,985,073
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	2,083,274,749
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	0
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	<b>6</b>	2,083,274,749

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
<b>1 a</b> 451,000 SHS BERKSHIRE CLASS B STOCK	D	2007-03-13	2016-12-31
<b>b</b> PUBLICLY TRADED SECURITIES - VARIOUS SALES DATES	P	2015-01-01	2016-12-31
<b>c</b>			
<b>d</b>			
<b>e</b>			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> 64,137,573		26,278,237	37,859,336
<b>b</b> 96,488		8,038	88,450
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b>			37,859,336
<b>b</b>			88,450
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	2	37,947,786
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	530,813,909	2,671,795,349	0.198673
2014	424,117,731	2,767,785,760	0.153234
2013	457,343,201	2,607,458,404	0.175398
2012	374,021,118	1,892,875,455	0.197594
2011	353,144,992	2,030,665,029	0.173906

<b>2</b> Total of line 1, column (d)	2	0.898805
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.179761
<b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	2,438,619,878
<b>5</b> Multiply line 4 by line 3	5	438,368,748
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	389,293
<b>7</b> Add lines 5 and 6	7	438,758,041
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	571,351,562

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)

Table with 11 rows for excise tax calculation. Includes categories like 'Exempt operating foundations', 'Domestic foundations', and 'Tax based on investment income'. Total amount owed is 532,707.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Columns for 'Yes' and 'No' are provided for each question.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). . . . . 11 No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . . 12 No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 Yes
14 The books are in care of ALLEN GREENBERG Telephone no (402) 943-1300
Located at 3555 FARNAM STREET SUITE 222 OMAHA NE ZIP+4 68131
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -Check here . . . . . 15
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country 16 Yes No

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b No
Organizations relying on a current notice regarding disaster assistance check here.
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? 1c No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? Yes No
If "Yes," list the years 20, 20, 20, 20
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions). 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016). 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016? 4b No

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here.

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No

If "Yes" to 6b, file Form 8870

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

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

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

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

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

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
SENAIT FISSEHA 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIR INT'L PROGRAM 40 00	371,924	68,702	0
TRACY WEITZ 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIR U S PROGRAMS 40 00	377,184	62,882	0
SANDRA GARCIA 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIR RESEARCH & EVAL 40 00	287,107	69,072	0
KELLIE PICKETT 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIR SCHOLARSHIPS 40 00	245,953	63,512	0
KAREN GLUCK 3555 FARNAM STREET STE 222 OMAHA, NE 68131	US SNR PROGRAM OFFIC 40 00	202,298	40,750	0
<b>Total</b> number of other employees paid over \$50,000.				14

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

<b>3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".</b>		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
UNIVERSITY OF MARYLAND 4101 CHESAPEAKE BLVD COLLEGE PARK, MD 20742	PROJECT EVALUATION	1,755,561
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE BLDG NE 18-901 CAMBRIDGE, MA 02139	SCHOLARSHIP EVALUATION	1,404,526
UNIVERSITY OF SOUTHERN CALIFORNIA 1240 N MISSION ROAD LOS ANGELES, CA 90033	SCHOLARSHIP EVALUATION	1,111,650
SQUAKR 27 CLEAR BROOK CROSSING KENNEBUNK, ME 04043	PROJECT CONSULTING	723,000
NORC AT THE UNIVERSITY OF CHICAGO 55 EAST MONROE STREET CHICAGO, IL 60603	PROJECT CONSULTING	358,360
<b>Total</b> number of others receiving over \$50,000 for professional services. . . . . ▶		<b>14</b>

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
<b>1</b> ALICE BUFFETT OUTSTANDING TEACHER AWARDS - 15 TEACHERS AWARDED \$10,000 (\$150,000 TOTAL)	46,669
<b>2</b> SCHOLARSHIPS - AWARDED \$36,419,945 IN SCHOLARSHIPS	124,040
<b>3</b>	
<b>4</b>	

**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
<b>1</b>	
<b>2</b>	
All other program-related investments. See instructions	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3 . . . . . ▶	<b>0</b>

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	2,473,047,073
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	2,709,148
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	2,475,756,221
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	2,475,756,221
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	37,136,343
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	2,438,619,878
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	121,930,994

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

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	121,930,994
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5.	<b>2a</b>	389,293
<b>b</b>	Income tax for 2016 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	389,293
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	121,541,701
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	1,394,957
<b>5</b>	Add lines 3 and 4.	<b>5</b>	122,936,658
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	122,936,658

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	571,191,631
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	159,931
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	571,351,562
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	<b>5</b>	389,293
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	570,962,269

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



**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
<b>1</b> Distributable amount for 2016 from Part XI, line 7				122,936,658
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only. . . . .			0	
<b>b</b> Total for prior years 20___, 20___, 20___		0		
<b>3</b> Excess distributions carryover, if any, to 2016				
<b>a</b> From 2011. . . . .	251,745,799			
<b>b</b> From 2012. . . . .	277,743,656			
<b>c</b> From 2013. . . . .	325,376,105			
<b>d</b> From 2014. . . . .	284,101,658			
<b>e</b> From 2015. . . . .	397,337,516			
<b>f</b> Total of lines 3a through e. . . . .	1,536,304,734			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>571,351,562</u>				
<b>a</b> Applied to 2015, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2016 distributable amount. . . . .				122,936,658
<b>e</b> Remaining amount distributed out of corpus	448,414,904			
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a) )				0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,984,719,638			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .	322,328			
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions). . . . .	251,423,471			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . . .	1,732,973,839			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2012. . . . .	277,743,656			
<b>b</b> Excess from 2013. . . . .	325,376,105			
<b>c</b> Excess from 2014. . . . .	284,101,658			
<b>d</b> Excess from 2015. . . . .	397,337,516			
<b>e</b> Excess from 2016. . . . .	448,414,904			

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

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. . . . . ▶

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

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> 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) )

**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

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

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

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

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

---

**c** Any submission deadlines

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**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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b> ▶ <b>3a</b>				558,515,740
<b>b</b> <i>Approved for future payment</i> See Additional Data Table				
<b>Total . . . . .</b> ▶ <b>3b</b>				339,950,446



**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?

	<b>Yes</b>	<b>No</b>
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of		
<b>(1)</b> Cash	<b>1a(1)</b>	<b>No</b>
<b>(2)</b> Other assets	<b>1a(2)</b>	<b>No</b>
<b>b</b> Other transactions		
<b>(1)</b> Sales of assets to a noncharitable exempt organization	<b>1b(1)</b>	<b>No</b>
<b>(2)</b> Purchases of assets from a noncharitable exempt organization	<b>1b(2)</b>	<b>No</b>
<b>(3)</b> Rental of facilities, equipment, or other assets	<b>1b(3)</b>	<b>No</b>
<b>(4)</b> Reimbursement arrangements	<b>1b(4)</b>	<b>No</b>
<b>(5)</b> Loans or loan guarantees	<b>1b(5)</b>	<b>No</b>
<b>(6)</b> Performance of services or membership or fundraising solicitations	<b>1b(6)</b>	<b>No</b>
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees	<b>1c</b>	<b>No</b>

**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.

<b>(a)</b> Line No	<b>(b)</b> Amount involved	<b>(c)</b> Name of noncharitable exempt organization	<b>(d)</b> Description of transfers, transactions, and sharing arrangements

**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

<b>(a)</b> Name of organization	<b>(b)</b> Type of organization	<b>(c)</b> Description of relationship


**Sign Here** Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Dec  
 which preparer has any knowledge

\*\*\*\*\* 2017-05-  
 Signature of officer or trustee Date

**Paid Preparer Use Only**

Print/Type preparer's name	Preparer's Signature
BARBARA J FAJEN	
Firm's name ► SEIM JOHNSON LLP	
Firm's address ► 18081 BURT STREET SUITE 200	
OMAHA, NE 680224722	

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
ALLEN GREENBERG  3555 FARNAM STREET STE 222 OMAHA, NE 68131	PRESIDENT 40 00	604,615	64,284	0
MELISSA HOW 3555 FARNAM STREET STE 222 OMAHA, NE 68131	SECRETARY/DIR GRANTS & FIN 40 00	215,505	39,411	0
SUSAN A BUFFETT 3555 FARNAM STREET STE 222 OMAHA, NE 68131	BOARD CHAIR 1 00	0	0	0
PETER A BUFFETT 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIRECTOR 1 00	0	0	0
ALISON COWAN 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIRECTOR 1 00	0	0	0
GEOFFREY COWAN 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIRECTOR 1 00	0	0	0
CAROL LOOMIS 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIRECTOR 1 00	0	0	0
PATTI MATSON 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIRECTOR 1 00	0	0	0
WALLACE WEITZ 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIRECTOR 1 00	0	0	0

Form 990FP Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ABINGTON MEMORIAL HOSPITAL 1200 OLD YORK RD ABINGTON, PA 19001		PC	PROJECT SUPPORT	225,295
ABORTION CARE NETWORK PO BOX 16323 ST LOUIS PK, MN 55416		PC	PROJECT SUPPORT	346,175
ACCESS REPRODUCTIVE CARE- SOUTHEAST PO BOX 7354 ATLANTA, GA 30357		PC	PROJECT SUPPORT	150,380
ACLU FOUNDATION OF COLORADO 303 E 17 AVE DENVER, CO 80203		PC	PROJECT SUPPORT	142,392
ACLU OF NEW MEXICO FOUNDATION PO BOX 566 ALBUQUERQUE, NM 87103		PC	PROJECT SUPPORT	384,786
ADVOCATES FOR YOUTH 2000 M STREET NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	1,779,806
ALBERT EINSTEIN COLLEGE OF MEDICINE AKA COM AFFILIATION 1300 MORRIS PART AVE BRONX, NY 10461		PC	PROJECT SUPPORT	359,955
ALBERT EINSTEIN HEALTHCARE NETWORK 5501 OLD YORK ROAD PHILADELPHIA, PA 19141		PC	PROJECT SUPPORT	300,526
ALLIANCE FOR JUSTICE 121 DUPONT CIRCLE NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	756,700
AMANDA GUTIERREZ 4410 N 36TH STREET OMAHA, NE 68111	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
AMERICAN CIVIL LIBERTIES UNION FOUNDATION OF TEXAS PO BOX 8306 HOUSTON, TX 77288		PC	PROJECT SUPPORT	365,351
AMERICAN CIVIL LIBERTIES UNION FOUNDATION 125 BROAD STREET NEW YORK, NY 10004		PC	PROJECT SUPPORT	1,065,117
AMERICAN CIVIL LIBERTIES UNION OF NORTH CAROLINA LEGAL FOUNDATION PO BOX 28004 RALEIGH, NC 27611		PC	PROJECT SUPPORT	200,383
AMERICAN COLLEGE OF OBSTETRICS AND GYNECOLOGY 409 12TH STREET SW WASHINGTON, DC 20024		PC	PROJECT SUPPORT	445,568
ARABELLA ADVISORS 1201 CONNECTICUT AVE NW STE 300 WASHINGTON, DC 20036		NC	PROJECT SUPPORT	39,000
<b>Total . . . . .</b>				558,515,740
<b>3a</b>				

Form 990FP Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BACKLINE 1611 TELEGRAPH AVE OAKLAND, CA 94612		PC	PROJECT SUPPORT	167,070
BARABARA BOLTINGHOUSE 12200 BURKE STREET OMAHA, NE 68154	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
BAYSTATE MEDICAL CENTER 759 CHESTNUT STREET SPRINGFIELD, MA 01199		PC	PROJECT SUPPORT	57,375
BETH ISRAEL DEACONESS MEDICAL CENTER 330 BROOKLINE AVE BOSTON, MA 02215		PC	PROJECT SUPPORT	45,792
BHAVIK KUMAR 815A BRAZOS ST 605 AUSTIN, TX 78701		NC	PROJECT SUPPORT	80,000
BLACK WOMEN FOR WELLNESS PO BOX 292516 LOS ANGELES, CA 90029		PC	PROJECT SUPPORT	80,000
BLUEPRINT NORTH CAROLINA 3739 NATIONAL DRIVE RALEIGH, NC 27612		PC	PROJECT SUPPORT	20,000
BOARD OF REGENTS OF THE UNIVERSITY OF TEXAS SYSTEM PO BOX 7726 AUSTIN, TX 78713		GOV	PROJECT SUPPORT	2,148,646
BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS CHICAGO 1919 W TAYLOR STREET CHICAGO, IL 60612		PC	PROJECT SUPPORT	111,791
BOSTON MEDICAL CENTER 1 BOSTON MEDICAL CENTER BOSTON, MA 02118		PC	PROJECT SUPPORT	46,626
BOSTON MEDICAL CENTER 801 MASSACHUSETTS AVE BOSTON, MA 02118		PC	PROJECT SUPPORT	300,085
BRIGHAM AND WOMEN'S HOSPITAL 116 HUNTINGTON AVE BOSTON, MA 02116		PC	PROJECT SUPPORT	343,293
BUSH RELIEF FUND 8401 N IH 35 AUSTIN, TX 78753		PC	PROJECT SUPPORT	389,960
CALIFORNIA LATINAS FOR REPRODUCTIVE JUSTICE PO BOX 861766 LOS ANGELES, CA 90086		PC	PROJECT SUPPORT	75,000
CAMBRIDGE HEALTH ALLIANCE FOUNDATION 1493 CAMBRIDGE STREET CAMBRIDGE, MA 02139		SO I	PROJECT SUPPORT	18,834
<b>Total . . . . .</b> ▶				558,515,740
<b>3a</b>				



Form 990FP Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CARE 151 ELLIS STREET ATLANTA, GA 30303		PC	PROJECT SUPPORT	8,906,364
CAROLINA ABORTION FUND PO BOX 51535 DURHAM, NC 27717		PC	PROJECT SUPPORT	75,540
CAROLYNN VIRGILLITO 1311 N 24TH STREET OMAHA, NE 68102	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
CATHOLICS FOR CHOICE 1436 U ST NW WASHINGTON, DC 20009		PC	PROJECT SUPPORT	2,000,932
CATOLICAS POR EL DERECHO A DECIDIR  AYUNTAMIENTO NO85 COLBARRIO SANTA CATARINA COYOACAN MX		EQUIVALENCY DÉTERMIN	PROJECT SUPPORT	1,952,327
CATRINA NAHAYO 7902 N 36TH STREET OMAHA, NE 68112	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
CEDARS-SINAI MEDICAL CENTER 8635 W 3RD ST LOS ANGELES, CA 90048		PC	PROJECT SUPPORT	50,000
CEDARS-SINAI MEDICAL CENTER 8700 BEVERLY BLVD LOS ANGELES, CA 90048		PC	PROJECT SUPPORT	244,777
CENTER FOR HEALTH AND GENDER EQUITY 1317 F STREET NW WASHINGTON, DC 20004		PC	PROJECT SUPPORT	529,956
CENTER FOR REPRODUCTIVE RIGHTS 199 WATER STREET NEW YORK, NY 10038		PC	PROJECT SUPPORT	5,504,934
CENTRAL COMMUNITY COLLEGE FOUNDATION PO BOX 4903 GRAND ISLAND, NE 68802		PC	SCHOLARSHIP PROGRAM	378,342
CHADRON STATE COLLEGE 1000 MAIN STREET CHADRON, NE 69337		GOV	SCHOLARSHIP PROGRAM	616,080
CITIZEN ENGAGEMENT LAB EDUCATION FUND 1330 BROADWAY OAKLAND, CA 94612		PC	PROJECT SUPPORT	2,571,473
CLEVELAND CLINIC FOUNDATION 9500 EUCLID AVE CLEVELAND, OH 44195		PC	PROJECT SUPPORT	250,710
CLINTON HEALTH ACCESS INITIATIVE 383 DORCHESTER AVE BOSTON, MA 02127		PC	PROJECT SUPPORT	2,529,630
<b>Total</b> . . . . . ▶				558,515,740
<b>3a</b>				

Form 990FP Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
COLORADO ORGANIZATION FOR LATINA OPPORTUNITY AND REPRODUCTIVE RIGHTS PO BOX 40991 DENVER, CO 80204		PC	PROJECT SUPPORT	225,212
COMMUNITY HEALTH FOUNDATION 7240 SHADELAND STATION INDIANAPOLIS, IN 46256		SO II	PROJECT SUPPORT	28,143
CONTRA COSTA REGIONAL HEALTH FOUNDATION 50 DOUGLAS DRIVE MARTINEZ, CA 94553		PC	PROJECT SUPPORT	68,712
CONWAY STRAGETIC 1200 18TH STREET NW WASHINGTON, DC 20036		NC	PROJECT SUPPORT	620,123
CONWAY STRAGETIC 1875 CONNECTICUT AVE NW WASHINGTON, DC 20009		NC	PROJECT SUPPORT	254,090
DANIEL LOPEZ 5619 S 19TH STREET OMAHA, NE 68107	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
DANIEL NOWAK 7800 S 25TH STREET BELLEVUE, NE 68147	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
DAVID WEISSER 4519 S 24TH STREET OMAHA, NE 68107	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
DKT INTERNATIONAL 1701 K STREET SUITE 900 WASHINGTON, DC 20006		PC	PROJECT SUPPORT	25,193,549
DUKE UNIVERSITY DUMC 3084 DURHAM, NC 27710		PC	PROJECT SUPPORT	40,480
EL PUEBLO 2321 CRABTREE BLVD RALEIGH, NC 27604		PC	PROJECT SUPPORT	200,279
EMORY UNIVERSITY 101 WOODRUFF CIRCLE ATLANTA, GA 30322		PC	PROJECT SUPPORT	48,355
EMORY UNIVERSITY 1762 CLIFTON ROAD ATLANTA, GA 30322		PC	PROJECT SUPPORT	311,065
EMORY UNIVERSITY 49 JESSE HILL JR DR SE ATLANTA, GA 30303		PC	PROJECT SUPPORT	380,865
ENGENDER HEALTH 440 NINTH AVENUE NEW YORK, NY 10001		PC	PROJECT SUPPORT	11,262,255
<b>Total . . . . .</b>				558,515,740
<b>3a</b>				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
EQUALITY FLORIDA INSTITUTE 739 NE 121 ST NORTH MIAMI, FL 33161		PC	PROJECT SUPPORT	150,894
EQUIDAD DE GENERO ABASOLO 201 COL DEL CARMEN COYOACAN DEL DARMEN COYOAC MX		EQUIVALENCY DETERMIN	PROJECT SUPPORT	1,516,701
ESAR CARRERA 18 NO 33 A-19 BOGOTA CO		EQUIVALENCY DETERMIN	PROJECT SUPPORT	2,758,596
FAMILY MEDICINE RESIDENCY OF IDAHO 777 N RAYMOND ST BOISE, ID 83704		PC	PROJECT SUPPORT	62,239
FEDERAL DEMOCRATIC REPUBLIC OF ETHIOPIA POSTAL CODE 1234 ADDIS ABABA ET		EQUIVALENCY DETERMIN	PROJECT SUPPORT	1,071,508
FEMINIST MAJORITY FOUNDATION 1600 WILSON FOUNDATION ARLINGTON, VA 22209		PC	PROJECT SUPPORT	375,044
FEMINIST WOMEN'S HEALTH CENTER 1924 CLIFF VALLEY WAY ATLANTA, GA 30329		PC	PROJECT SUPPORT	200,055
FIGO CHARITABLE FOUNDATION 10 THEED STREET WATERLOO CT LONDON UK		EQUIVALENCY DETERMIN	PROJECT SUPPORT	7,559,998
FORWARD TOGETHER 1440 BROADWAY OAKLAND, CA 94612		PC	PROJECT SUPPORT	735,806
FRANKLIN SQUARE MEDICAL CENTER 5565 STERRETT PLACE COLUMBIA, MD 21044		PC	PROJECT SUPPORT	345,815
FUNDERS NETWORK ON POPULATION REPRODUCTIVE HEALTH AND RIGHTS PO BOX 750 ROCKVILLE, MD 20848		PC	PROJECT SUPPORT	75,000
GEORGE WASHINGTON UNIVERSITY 2121 I STREET NW WASHINGTON, DC 20052		PC	PROJECT SUPPORT	39,946
GEORGE WASHINGTON UNIVERSITY 2300 M STREET WASHINGTON, DC 20037		PC	PROJECT SUPPORT	309,321
GLIDE 330 ELLIS STREET SAN FRANCISCO, CA 94102		PC	PROJECT SUPPORT	500,000
GLOBAL JUSTICE CENTER 11 HANOVER SQUARE NEW YORK, NY 10005		PC	PROJECT SUPPORT	309,610
<b>Total . . . . .</b> ▶				558,515,740
<b>3a</b>				

Form 990FP Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
GOODWORKS GROUP 1430 FRONT STREET LOUISVILLE, CO 80027		NC	PROJECT SUPPORT	145,422
GREENSTAR SOCIAL MARKETING PAKISTAN (GUARANTEED) LIMITED 4TH 5TH FLOOR BAHRIA COMPLEX KARACHI PK		EQUIVALENCY DETERMIN	PROJECT SUPPORT	2,846,017
GROUNDSWELL FUND 436 14TH STREET OAKLAND, CA 94612		PC	PROJECT SUPPORT	4,016,675
GROUP HEALTH COOPERATIVE FAMILY MEDICINE RESIDENCY 125 16TH AVE E SEATTLE, WA 98112		PC	PROJECT SUPPORT	53,554
GRUPO DE INFORMACION EN REPRODUCCION ANTIGUA TAXQUENA 174 BARRIO SAN LUCAS MX		EQUIVALENCY DETERMIN	PROJECT SUPPORT	1,514,159
GRUPO DE INFORMACION EN REPRODUCCION VIENA 160 DEL CARMEN COYOACAN COYOACAN MX		EQUIVALENCY DETERMIN	PROJECT SUPPORT	150,000
GUTTMACHER INSTITUTE INC 125 MAIDEN LANE 7TH FLOOR NEW YORK, NY 10038		PC	PROJECT SUPPORT	3,318,254
GYNUITY 15 EAST 26TH STREET NEW YORK, NY 10010		NC	PROJECT SUPPORT	3,882,323
HARVARD COLLEGE 677 HUNTINGTON AVE BOSTON, MA 02115		PC	PROJECT SUPPORT	2,179,458
HEALTH MANAGEMENT ASSOCIATES 120 NORTH WASHINGTON SQUARE LANSING, MI 48933		NC	PROJECT SUPPORT	40,000
HOLLY ORTEGA 6901 BURT STREET OMAHA, NE 68132	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
HOPEWELL FUND 1201 CONNECTICUT AVE NW STE 300 WASHINGTON, DC 20036		PC	PROJECT SUPPORT	8,363,449
IBIS REPRODUCTIVE HEALTH 17 DUNSTER STREET CAMBRIDGE, MA 02138		PC	PROJECT SUPPORT	335,110
ICAHN SCHOOL OF MEDICINE BOX 1075 NEW YORK, NY 10029		PC	PROJECT SUPPORT	338,067
INSTITUTO DE LEDERAZGO SIMONE DE BEAUVOIR AC (ILSB)  RTABASCO NO 68 DEPOT 3 COLROMA DEL CUAUHHEMOC DEL CUAUHHEMOC MX		EQUIVALENCY DETERMIN	PROJECT SUPPORT	85,150
<b>Total . . . . . ▶</b>				558,515,740
<b>3a</b>				

Form 990FP Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
INTERNATIONAL PLANNED PARENTHOOD FEDERATION-WESTERN HEMISPHERE REGION 125 MAIDEN LANE 7TH FLOOR NEW YORK, NY 10037		PC	PROJECT SUPPORT	4,073,739
INTERNATIONAL PLANNED PARENTHOOD FEDERATION-WORLDWIDE 1129 29TH ST NW WASHINGTON, DC 20036		SO I	PROJECT SUPPORT	6,982,190
INTERNATIONAL RESCUE COMMITTEE 122 EAST 42ND STREET NEW YORK, NY 10168		PC	PROJECT SUPPORT	6,728,303
INTERNATIONAL WOMEN'S HEALTH COALITION 333 7TH AVE NEW YORK, NY 10001		PC	PROJECT SUPPORT	2,004,850
IPAS 300 MARKET STREET CHAPEL HILL, NC 27516		PC	PROJECT SUPPORT	25,875,691
JENNIFER MILLER 310 N 51ST STREET OMAHA, NE 68132	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
JHPIEGO CORPORATION 1615 THAMES STREET BALTIMORE, MD 21231		PC	PROJECT SUPPORT	1,291,252
JOHN HUBER 3802 REDICK AVE OMAHA, NE 68112	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
JOHN TRIPP 4519 S 24TH STREET OMAHA, NE 68107	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
JOHNS HOPKINS UNIVERSITY 1615 THAMES STREET BALTIMORE, MD 21231		PC	PROJECT SUPPORT	3,116,245
JOHNS HOPKINS UNIVERSITY 733 N BROADWAY BALTIMORE, MD 21205		PC	PROJECT SUPPORT	297,984
KAISER FOUNDATION RESEARCH INSTITUTE 4900 SUNSET LOS ANGELES, CA 90027		PC	PROJECT SUPPORT	53,531
KRYSTAL KOLB 4700 GILES ROAD OMAHA, NE 68157	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
LANCASTER GENERAL HEALTH FOUNDATION 555 NORTH DUKE STREET LANCASTER, PA 17602		SO I	PROJECT SUPPORT	58,312
LAW STUDENTS FOR REPRODUCTIVE JUSTICE 1730 FRANKLIN STREET OAKLAND, CA 94612		PC	PROJECT SUPPORT	499,128
<b>Total . . . . .</b>				558,515,740
<b>3a</b>				

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
LEE MEMORIAL HEALTH SYSTEM 2776 CLEVELAND AVE FT MYERS, FL 33901		PC	PROJECT SUPPORT	67,279
MAGEE-WOMENS HOSPITAL 300 HALKEN STREET PITTSBURGH, PA 15213		PC	PROJECT SUPPORT	50,540
MAGEE-WOMENS RESEARCH INSTITUTE AND FOUNDATION 3339 WARD STREET PITTSBURGH, PA 15213		PC	PROJECT SUPPORT	288,550
MAIMONIDES MEDICAL CENTER 4802 10TH AVE BROOKLYN, NY 11219		PC	PROJECT SUPPORT	341,564
MANNION DANIELS LIMITED 1-2 QUEENS PARADE PLACE BATH UK		EQUIVALENCY DETERMIN	PROJECT SUPPORT	5,005,060
MARICOPA HEALTH FOUNDATION 2910 E CAMELBACK ROAD PHOENIX, AZ 85016		PC	PROJECT SUPPORT	128,576
MATERNITY AFRICA PO BOX 16464 ARUSHA TZ		EQUIVALENCY DETERMIN	PROJECT SUPPORT	2,162,191
MAZZONI CENTER 21 SOUTH 12 STREET PHILADELPHIA, PA 19107		PC	PROJECT SUPPORT	177,143
MEDIA MATTERS FOR AMERICA 455 MASSACHUSETTS AVE NW WASHINGTON, DC 20001		PC	PROJECT SUPPORT	500,227
MEDICAL COLLEGE OF VIRGINIA FOUNDATION PO BOX 980034 RICHMOND, VA 23298		PC	PROJECT SUPPORT	250,375
MEDICAL STUDENTS FOR CHOICE PO BOX 40188 PHILADELPHIA, PA 19106		PC	PROJECT SUPPORT	605,123
MEDICINES360 353 SACREMENTO STREET SAN FRANCISCO, CA 94111		PC	PROJECT SUPPORT	497,697
MEDICINS SANS FRONTIERES 333 SEVENTH AVE NEW YORK, NY 10001		PC	PROJECT SUPPORT	3,858,793
MEDSTAR WASHINGTON HOSPITAL CENTER 110 IRVING STREET NW WASHINGTON, DC 20010		PC	PROJECT SUPPORT	232,079
MEMORIAL HOSPITAL OF RHODE ISLAND 350 DUNCAN DR PROVIDENCE, RI 02909		PC	PROJECT SUPPORT	83,463
<b>Total . . . . .</b> ▶				558,515,740
<b>3a</b>				

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MEMPHIS CENTER FOR REPRODUCTIVE HEALTH 1726 POPLAR AVE MEMPHIS, TN 38104		PC	PROJECT SUPPORT	199,316
METROHEALTH FOUNDATION 2500 METROHEALTH DRIVE CLEVELAND, OH 44109		PC	PROJECT SUPPORT	96,093
METROPOLITAN COMMUNITY COLLEGE FOUNDATION PO BOX 3777 OMAHA, NE 68130		PC	SCHOLARSHIP PROGRAM	414,639
MICHAEL MINGO 12200 BURKE STREET OMAHA, NE 68154	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
MID-PLAINS COMMUNITY COLLEGE 601 W STATE FARM RD NORTH PLATTE, NE 69101		PC	SCHOLARSHIP PROGRAM	72,074
MONTEFIORE MEDICAL CENTER 126 FIFTH AVE NEW YORK, NY 10011		PC	PROJECT SUPPORT	2,918,509
MONTEFIORE MEDICAL CENTER 1695 EASTCHESTER ROAD BRONX, NY 10461		PC	PROJECT SUPPORT	50,000
MONTEFIORE MEDICAL CENTER 3544 JEROME AVE BRONX, NY 10467		PC	PROJECT SUPPORT	443,105
MSI-US 1300 19TH STREET NW WASHINGTON, DC 20036		SO I	PROJECT SUPPORT	1,944,322
MSI-US PO BOX 35528 WASHINGTON, DC 20033		SO I	PROJECT SUPPORT	40,336,962
NAF HOTLINE FUND 1660 L ST NW WASHINGTON, DC 20036		SO I	PROJECT SUPPORT	31,410,448
NARAL PRO-CHOICE AMERICAN FOUNDATION 1156 15TH ST NW WASHINGTON, DC 20005		PC	PROJECT SUPPORT	4,406,614
NARAL PRO-CHOICE COLORADO FOUNDATION 1905 SHERMAN ST DENVER, CO 80203		PC	PROJECT SUPPORT	165,548
NARAL PRO-CHOICE NORTH CAROLINA FOUNDATION 4711 HOPE VALLEY ROAD DURHAM, NC 27707		PC	PROJECT SUPPORT	279,345
NARAL PRO-CHOICE OHIO FOUNDATION 12000 SHAKER BLVD CLEVELAND, OH 44120		PC	PROJECT SUPPORT	325,684
<b>Total . . . . .</b> ▶				558,515,740
<b>3a</b>				

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
NARAL PRO-CHOICE TEXAS FOUNDATION PO BOX 684602 AUSTIN, TX 78768		PC	PROJECT SUPPORT	380,051
NARAL PRO-CHOICE VIRGINIA FOUNDATION POB 1204 ALEXANDRIA, VA 22313		PC	PROJECT SUPPORT	337,728
NATIONAL ABORTION FEDERATION 1090 VERMONT AVE NW WASHINGTON, DC 20005		PC	PROJECT SUPPORT	2,878,206
NATIONAL ACADEMY OF SCIENCES 500 FIFTH STREET NW WASHINGTON, DC 20001		PC	PROJECT SUPPORT	499,983
NATIONAL ADVOCATES FOR PREGNANT WOMEN 875 6TH AVE NEW YORK, NY 10001		PC	PROJECT SUPPORT	500,737
NATIONAL BLACK WOMEN'S HEALTH PROJECT INC 1726 M STREET NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	80,000
NATIONAL CENTER FOR LESBIAN RIGHTS 870 MARKET STREET SAN FRANCISCO, CA 94102		PC	PROJECT SUPPORT	150,404
NATIONAL COMMITTEE FOR MATERNAL AND NEONATL HEALTH  36-C STREET 14 OFF KHAYABAN-E-SHAMS ER KARACHI PK		EQUIVALENCY DETERMIN	PROJECT SUPPORT	924,647
NATIONAL DOMESTIC WORKERS ALLIANCE 395 HUDSON STREET NEW YORK, NY 10014		PC	PROJECT SUPPORT	100,556
NATIONAL FAMILY PLANNING AND REPRODUCTIVE HEALTH ASSOCIATION 1627 K STREET NW WASHINGTON, DC 20006		PC	PROJECT SUPPORT	3,569,062
NATIONAL HEALTH LAW PROGRAM 1444 I STREET WASHINGTON, DC 20005		PC	PROJECT SUPPORT	994,890
NATIONAL HEALTH LAW PROGRAM 3701 WILSHIRE BLVD LOS ANGELES, CA 90010		PC	PROJECT SUPPORT	1,502,592
NATIONAL INSTITUTE FOR REPRODUCTIVE HEALTH 470 PARK AVE SOUTH NEW YORK, NY 10016		PC	PROJECT SUPPORT	3,191,219
NATIONAL LATINA INSTITUTE FOR REPRODUCTIVE HEALTH 50 BROAD STREET NEW YORK, NY 10004		PC	PROJECT SUPPORT	1,696,644
NATIONAL LGBTQ TASK FORCT FOUNDATION  1325 MASSACHUSETTS AVE NW SUITE 600 WASHINGTON, DC 20005		PC	PROJECT SUPPORT	149,526
<b>Total . . . . . ▶</b>				558,515,740
<b>3a</b>				



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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
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<b>a</b> <i>Paid during the year</i>				
NATIONAL NETWORK OF ABORTION FUNDS PO BOX 170280 BOSTON, MA 02117		PC	PROJECT SUPPORT	1,050,929
NATIONAL NETWORK OF ABORTION FUNDS PO BOX 684949 AUSTIN, TX 78768		PC	PROJECT SUPPORT	30,000
NATIONAL PARTNERSHIP FOR WOMEN AND FAMILIES 1875 CONNECTICUT AVE NW WASHINGTON, DC 20009		PC	PROJECT SUPPORT	1,352,338
NATIONAL WOMEN'S LAW CENTER 11 DUPONT CIRCLE WASHINGTON, DC 20036		PC	PROJECT SUPPORT	1,156,712
NATIVIDAD MEDICAL FOUNDATION 1441 CONSTITUTION BLVD SALINAS, CA 93912		PC	PROJECT SUPPORT	34,750
NATONAL FAMILY PLANNING AND REPRODUCTIVE HEALTH ASSOCIATION 1627 K STREET NW WASHINGTON, DC 20006		PC	PROJECT SUPPORT	499,133
NEBRASKA COLLEGE OF TECHNICAL AGRICULTURE PO BOX 880411 LINCOLN, NE 68588		PC	SCHOLARSHIP PROGRAM	89,617
NEBRASKA STATE COLLEGE SYSTEM 1327 H STREET LINCOLN, NE 68508		GOV	PROJECT SUPPORT	23,319
NEO PHILANTHROPY 45 W 36 ST NEW YORK, NY 10018		PC	PROJECT SUPPORT	2,153,616
NEW ERA COLORADO FOUNDATION 1722 HUMBOLDT ST DENVER, CO 80218		PC	PROJECT SUPPORT	186,484
NEW VENTURE FUND 1201 CONNECTICUT AVE NW STE 300 WASHINGTON, DC 20036		PC	PROJECT SUPPORT	8,907,485
NEW VOICES PITTSBURGH 5907 PENN AVENUE PITTSBURGH, PA 15206		PC	PROJECT SUPPORT	351,065
NEW YORK UNIVERSITY 550 FIRST AVENUE NEW YORK, NY 10016		PC	PROJECT SUPPORT	410,320
NEW YORK UNIVERSITY 665 BROADWAY NEW YORK, NY 10012		PC	PROJECT SUPPORT	111,913
NORTHEAST NEBRASKA COMMUNITY COLLEGE PO BOX 469 NORFOLK, NE 68702		PC	SCHOLARSHIP PROGRAM	481,484
<b>Total . . . . .</b> ▶				558,515,740
<b>3a</b>				

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<b>a</b> <i>Paid during the year</i>				
NORTHWESTERN UNIVERSITY 680 NORTH LAKE SHORE DRIVE CHICAGO, IL 60611		PC	PROJECT SUPPORT	248,363
NUCLEAR THREAT INITIATIVE 1747 PENNSYLVANIA AVENUE NW WASHINGTON, DC 20006		PC	PROJECT SUPPORT	7,023,359
NURSING STUDENTS FOR CHOICE 2300 MYRTLE AVE ST PAUL, MN 55114		PC	PROJECT SUPPORT	333,968
OHIO STATE UNIVERSITY FOUNDATION 1480 WEST LANE AVE COLUMBUS, OH 43221		PC	PROJECT SUPPORT	272,555
OREGON HEALTH AND SCIENCE UNIVERSITY FOUNDATION 3181 SW SAM JACKSON PARK ROAD PORTLAND, OR 97239		PC	PROJECT SUPPORT	464,178
PATHFINDER INTERNATIONAL NINE GALEN STREET WATERTOWN, MA 02472		PC	PROJECT SUPPORT	11,755,174
PERU STATE COLLEGE PO BOX 10 PERU, NE 68421		GOV	SCHOLARSHIP PROGRAM	540,091
PHILADELPHIA WOMEN'S CENTER 601 CHAPEL AVE EAST CHERRY HILL, NJ 08034		NC	PROJECT SUPPORT	324,700
PHYSICIANS FOR REPRODUCTIVE HEALTH 55 WEST 39TH ST NEW YORK, NY 10018		PC	PROJECT SUPPORT	3,085,448
PINE STREET PARTNERS 604 PINE STREET PHILADELPHIA, PA 19106		NC	PROJECT SUPPORT	120,000
PLANNED PARENTHOOD ARIZONA 5651 NORTH 7TH STREET PHOENIX, AZ 85014		PC	PROJECT SUPPORT	121,401
PLANNED PARENTHOOD ASSOCIATION OF PENNSYLVANIA 1514 N 2 STREET HARRISBURG, PA 17102		PC	PROJECT SUPPORT	251,491
PLANNED PARENTHOOD FEDERATION OF AMERICA 123 WILLIAM STREET NEW YORK, NY 10038		PC	PROJECT SUPPORT	30,462,669
PLANNED PARENTHOOD FEDERATION OF AMERICA 434 W 33RD NEW YORK, NY 10001		PC	PROJECT SUPPORT	31,770,269
PLANNED PARENTHOOD OF COLUMBIA WILLIAMETTE  3727 NE MARTIN LUTHER KING JR BLVD PORTLAND, OR 97212		PC	PROJECT SUPPORT	54,000
<b>Total . . . . .</b>				558,515,740
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PLANNED PARENTHOOD OF DELAWARE 625 NORTH SHIPLEY WILMINGTON, DE 19801		PC	PROJECT SUPPORT	29,000
PLANNED PARENTHOOD OF GREATER OHIO 206 EAST STATE STREET COLUMBUS, OH 43215		PC	PROJECT SUPPORT	250,833
PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVE DALLAS, TX 75231		PC	PROJECT SUPPORT	225,539
PLANNED PARENTHOOD OF GREATER WASHINGTON AND NORTH IDAHO 123 EAST INDIANA AVE SOPKANE, WA 99207		PC	PROJECT SUPPORT	29,000
PLANNED PARENTHOOD OF KANSAS AND MID-MISSOURI 4401 W 109 ST OVERLAND PARK, KS 66211		PC	PROJECT SUPPORT	29,000
PLANNED PARENTHOOD OF MICHIGAN 950 VICOTRS WAS ANN ARBOR, MI 48018		PC	PROJECT SUPPORT	57,000
PLANNED PARENTHOOD OF MONTANA 1118 GRAND AVE BILLINGS, MT 59102		PC	PROJECT SUPPORT	27,900
PLANNED PARENTHOOD OF NORTH SOUTH AND CENTRAL NEW JERSEY 196 SPEEDWELL AVE MORRISTOWN, NJ 07960		PC	PROJECT SUPPORT	26,900
PLANNED PARENTHOOD OF SOUTH EAST AND NORTH FLORIDA 2300 N FLORIDA MANGO RD WEST PALM BEACH, FL 33409		PC	PROJECT SUPPORT	526,835
PLANNED PARENTHOOD OF THE GREAT PLAINS 4401 W 109 ST OVERLAND PARK, KS 66211		PC	PROJECT SUPPORT	375,635
PLANNED PARENTHOOD OF THE GREATER MEMPHIS REGION 2430 POPLAR AVE MEMPHIS, TN 38112		PC	PROJECT SUPPORT	29,000
PLANNED PARENTHOOD OF THE HEARTLAND 1171 7TH STREET DES MOINES, IA 50322		PC	PROJECT SUPPORT	1,243,096
PLANNED PARENTHOOD OF THE ROCKY MOUNTAINS 7155 E 38TH AVE DENVER, CO 80207		PC	PROJECT SUPPORT	583,101
POPULATION COUNCIL ONE DAG HAMERSKOLD PLAZA NEW YORK, NY 10017		PC	PROJECT SUPPORT	2,146,695
POPULATION SERVICES INTERNATIONAL 1120 19TH ST NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	35,661,398
<b>Total . . . . .</b> ▶				558,515,740
<b>3a</b>				

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<b>a</b> <i>Paid during the year</i>				
PRETERM CLEVELAND 12000 SHAKER BLVD CLEVELAND, OH 44120		PC	PROJECT SUPPORT	274,946
PROGEORGIA STATE TABLE 1530 DEKALB AVE ATLANTA, GA 30307		PC	PROJECT SUPPORT	225,583
PROGRESS NORTH CAROLINA PO BOX 40487 RALEIGH, NC 27629		PC	PROJECT SUPPORT	200,034
PROGRESS TEXAS INSTITUTE DBA TEXAS RESEARCH INSTITUTE 500 SAN MARCOS STREET AUSTIN, TX 78702		PC	PROJECT SUPPORT	310,454
PROGRESSNOW COLORADO 1714 HUMBOLDT ST DENVER, CO 80218		PC	PROJECT SUPPORT	144,991
PROGRESSNOW EDUCATION FUND 1600 UNIVERSITY AVE W ST PAUL, MN 55104		PC	PROJECT SUPPORT	181,142
PROGRESSNOW NEW MEXICO 625 SILVER AVE SW ALBUQUERQUE, NM 87102		NC	PROJECT SUPPORT	320,338
PROTEUS FUND 15 RESEARCH B AMHERST, MA 01002		PC	PROJECT SUPPORT	137,492
RACHEL BAXA 3720 FLORENCE BLVD OMAHA, NE 68110	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
REGENTS OF THE UNIVERSITY OF CALIFORNIA BERKLEY 2150 SHATTUCK AVE BERKLEY, CA 94704		PC	PROJECT SUPPORT	103,462
REGENTS OF THE UNIVERSITY OF CALIFORNIA DAVIS 1850 RESEARCH PARK DRIVE DAVIS, CA 95618		PC	PROJECT SUPPORT	406,252
REGENTS OF THE UNIVERSITY OF CALIFORNIA LOS ANGELES 10833 LE CONTE AVE LOS ANGELES, CA 90095		PC	PROJECT SUPPORT	50,000
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 2200 POST STREET SAN FRANCISCO, CA 94143		PC	PROJECT SUPPORT	7,148,986
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 3333 CALIFORNIA ST SAN FRANCISCO, CA 94118		PC	PROJECT SUPPORT	284,245
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 654 MINNESOTA STREET SAN FRANCISCO, CA 94107		PC	PROJECT SUPPORT	760,429
<b>Total . . . . . ▶</b>				558,515,740
<b>3a</b>				

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REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 1330 BROADWAY OAKLAND, CA 94612		PC	PROJECT SUPPORT	676,459
REGENTS OF THE UNIVERSITY OF COLORADO 12700 EAST 19TH AVE AURORA, CO 80045		PC	PROJECT SUPPORT	190,342
REGENTS OF THE UNIVERSITY OF MICHIGAN 3003 S STATE STREET ANN ARBOR, MI 48109		PC	PROJECT SUPPORT	2,740,528
RELIGIOUS COALITION FOR REPRODUCTIVE CHOICE EDUCATION FUND 1413 K STREET NW WASHINGTON, DC 20005		PC	PROJECT SUPPORT	677,160
REPRODUCTIVE HEALTH TECHNOLOGIES PROJECT 1634 EYE STREET NW WASHINGTON, DC 20006		PC	PROJECT SUPPORT	347,493
REWIRE 7315 WISCONSIN AVE BETHESDA, MD 20814		PC	PROJECT SUPPORT	2,999,914
ROYAL COLLEGE OF OBSTETRICIANS AND GYNAECOLOGISTS 27 SUSSEX PLACE LONDON UK		EQUIVALENCY DETERMIN	PROJECT SUPPORT	3,929,800
RUSH UNIVERSITY 1653 W HARRISON ST CHICAGO, IL 60612		PC	PROJECT SUPPORT	42,300
RUTGERS UNIVERSITY 183 SOUTH ORANGE AVE NEWARK, NJ 07103		GOV	PROJECT SUPPORT	57,394
RUTGERS UNIVERSITY ONE ROBERT WOOD JOHNSON PLACE NEW BRUNSWICK, NJ 08903		GOV	PROJECT SUPPORT	47,138
SAVE THE CHILDREN 54 WILTON ROAD WESTPORT, CT 06880		PC	PROJECT SUPPORT	9,114,263
SCHOLARS STRATEGY NETWORK PO BOX 380755 CAMBRIDGE, MA 02238		PC	PROJECT SUPPORT	259,106
SISTERLOVE INC PO BOX 10558 ATLANTA, GA 30310		PC	PROJECT SUPPORT	80,000
SISTERREACH 1750 MADISON AVENUE MEMPHIS, TN 38104		PC	PROJECT SUPPORT	80,000
SISTERSONG 1237 RALPH DAVID ABERNATHY BLVD SW ATLANTA, GA 30310		PC	PROJECT SUPPORT	551,047
<b>Total . . . . .</b> ▶				558,515,740
<b>3a</b>				

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SOCIEDAD MEXICANA PRO DERECHOS DE LA MUJER A C COLSAN JUAN DEL BENITO JUAREZ MEXICO CITY MX		EQUIVALENCY DETERMIN	PROJECT SUPPORT	125,000
SOCIETY OF FAMILY PLANNING 225 S 17 STREET PHILADELPHIA, PA 19103		NC	PROJECT SUPPORT	8,540,404
SONOMA COUNTY ACADEMIC FOUNDATION FOR EXCELLENCE IN MEDICINE 3569 ROUND BARN CIRCLE SANTA ROSA, CA 95403		PC	PROJECT SUPPORT	62,613
SOUTHEAST COMMUNITY COLLEGE 8800 O STREET LINCOLN, NE 68520		GOV	SCHOLARSHIP PROGRAM	283,948
SOUTHERNERS ON NEW GROUND PO BOX 11250 ATLANTA, GA 30310		PC	PROJECT SUPPORT	150,174
SPARK REPRODUCTIVE JUSTICE NOW 250 GEORGIA AVENUE ATLANTA, GA 30312		PC	PROJECT SUPPORT	230,114
STANFORD UNIVERSITY 300 PASTEUR DRIVE STANFORD, CA 94305		PC	PROJECT SUPPORT	100,000
STANFORD UNIVERSITY 3172 PORTER DRIVE PALO ALTO, CA 94304		PC	PROJECT SUPPORT	561,329
STATE INFRASTRUCTURE EXCHANGE PO BOX 260230 MADISON, WI 53726		PC	PROJECT SUPPORT	50,000
STATE VOICES 1625 MASSACHUSETTS AVE NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	649,941
STONY BROOK FOUNDATION 230 ADMINISTRATION STONY BROOK, NY 11794		PC	PROJECT SUPPORT	250,948
SUGAR PALM FOUNDATION USA 12384 ANTILLE DRIVE BOCA RATON, FL 33428		NC	PROJECT SUPPORT	930,646
TEAMMATES 6801 O STREET LINCOLN, NE 68510		SO II	PROJECT SUPPORT	10,000
TEXAS FREEDOM NETWORK EDUCATION FUND PO BOX 1624 AUSTIN, TX 78767		PC	PROJECT SUPPORT	376,178
TEXAS TECH UNIVERSITY 5001 EL PASO DRIVE EL PASO, TX 79905		GOV	PROJECT SUPPORT	350,370
<b>Total . . . . .</b>				558,515,740
<b>3a</b>				

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<b>a</b> <i>Paid during the year</i>				
THE AFIYA CENTER 501 WYNNEWOOD VILLAGE DALLAS, TX 75224		PC	PROJECT SUPPORT	214,019
THE GUTTMACHER INSTITUTE 125 MAIDEN LANE 7TH FLOOR NEW YORK, NY 10038		PC	PROJECT SUPPORT	4,468,908
THE HENRY J KAISER FAMILY FOUNDATION 2400 SAND HILL ROAD MENLO PARK, CA 94702		NC	PROJECT SUPPORT	1,431,677
THE NATIONAL CAMPAIGN TO PREVENT TEEN AND UNPLANNED PREGNANCY 1776 MASSACHUSETTS AVE NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	5,532,655
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA DAVIS 1850 RESEARCH PARK DRIVE DAVIS, CA 95618		PC	PROJECT SUPPORT	44,506
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 3333 CALIFORNIA ST SAN FRANCISCO, CA 94118		PC	PROJECT SUPPORT	3,414,211
THE REGENTS OF THE UNIVERSITY OF MICHIGAN 3003 S STATE STREET ANN ARBOR, MI 48109		PC	PROJECT SUPPORT	5,825,525
THE REGENTS OF THE UNIVERSITY OF NEW MEXICO 1 UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131		GOV	PROJECT SUPPORT	358,682
THE UNIVERSITY OF CHICAGO 6030 S ELLIS AVE CHICAGO, IL 60637		PC	PROJECT SUPPORT	681,027
THE UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL 104 AIRPORT DRIVE CHAPEL HILL, NC 27599		PC	PROJECT SUPPORT	307,486
THE UNIVERSITY OF UTAH 75 SOUTH 2000 EAST SALT LAKE CITY, UT 84112		PC	PROJECT SUPPORT	1,781,763
THOMAS GAMBLE 5141 F STREET OMAHA, NE 68117	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
TIDES CENTER 1014 TORNEY AVE SAN FRANCISCO, CA 94129		PC	PROJECT SUPPORT	476,386
TIDES CENTER 426 17TH STREET OAKLAND, CA 94612		PC	PROJECT SUPPORT	522,677
TIDES CENTER PO BOX 29198 SAN FRANCISCO, CA 94129		PC	PROJECT SUPPORT	200,410
<b>Total . . . . .</b> ▶				558,515,740
<b>3a</b>				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
TRUSTEES OF COLUMBIA UNIVERSITY 622 W 168TH STREET NEW YORK, NY 10032		PC	PROJECT SUPPORT	1,271,959
TRUSTEES OF COLUMBIA UNIVERSITY 630 EAST 168TH STREET NEW YORK, NY 10032		PC	PROJECT SUPPORT	238,369
TRUSTEES OF COLUMBIA UNIVERSITY 630 WEST 168TH ST NEW YORK, NY 10032		PC	PROJECT SUPPORT	665,663
TRUSTEES OF INDIANA UNIVERSITY 980 INDIANA AVE INDIANAPOLIS, IN 46202		PC	PROJECT SUPPORT	555,881
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET PHILADELPHIA, PA 19104		PC	PROJECT SUPPORT	361,005
UMASS MEMORIAL HEALTH CARE 306 BELMONT STREET WORCESTER, MA 01604		PC	PROJECT SUPPORT	240,227
UNITE FOR REPRODUCTIVE GENDER EQUITY 1317 F STREET NW WASHINGTON, DC 20004		PC	PROJECT SUPPORT	1,001,784
UNIVERSITY CLINICAL EDUCATION AND RESEARCH ASSOCIATES 1310 PUNAHOU STREET HONOLULU, HI 96826		PC	PROJECT SUPPORT	459,692
UNIVERSITY OF BRITISH COLUMBIA 4500 OAK STREET BRITISH COLUMBIA CA		EQUIVALENCY DETERMIN	PROJECT SUPPORT	208,936
UNIVERSITY OF CALIFORNIA LOS ANGELES 10833 LECONTE AVE LOS ANGELES, CA 90095		PC	PROJECT SUPPORT	50,000
UNIVERSITY OF CALIFORNIA LOS ANGELES 11000 KINROSS AVE LOS ANGELES, CA 90095		PC	PROJECT SUPPORT	375,003
UNIVERSITY OF CALIFORNIA SAN DIEGO 9500 GILMAN DRIVE LA JOLLA, CA 92093		PC	PROJECT SUPPORT	8,000
UNIVERSITY OF CALIFORNIA SAN FRANCISCO 2200 POST STREET SAN FRANCISCO, CA 94143		PC	PROJECT SUPPORT	676,864
UNIVERSITY OF CHICAGO 5030 S ELLIS AVE CHICAGO, IL 60637		PC	PROJECT SUPPORT	293,332
UNIVERSITY OF COLORADO 12700 EAST 19TH AVE AURORA, CO 80045		PC	PROJECT SUPPORT	359,480
<b>Total . . . . .</b> ▶				558,515,740
<b>3a</b>				



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UNIVERSITY OF HAWAII 1319 PUNAHOU STREET HONOLULU, HI 96826		PC	PROJECT SUPPORT	60,000
UNIVERSITY OF MARYLAND BALTIMORE FOUNDATION 620 W LEXINGTON STREET BALTIMORE, MD 21201		PC	PROJECT SUPPORT	100,527
UNIVERSITY OF MIAMI PO BOX 016960 MIAMI, FL 33101		PC	PROJECT SUPPORT	42,972
UNIVERSITY OF MICHIGAN 3003 S STATE STREET ANN ARBOR, MI 48109		PC	PROJECT SUPPORT	350,729
UNIVERSITY OF MICHIGAN L4001 UNIVERSITY HOSPITAL SOUTH ANN ARBOR, MI 48109		PC	PROJECT SUPPORT	38,309
UNIVERSITY OF MINNESOTA FOUNDATION 420 DELAWARE STREET SE MINNEAPLOIS, MN 55455		PC	PROJECT SUPPORT	120,000
UNIVERSITY OF NEBRASKA AT KEARNEY 2504 9TH AVE KEARNEY, NE 68849		PC	SCHOLARSHIP PROGRAM	4,862,846
UNIVERSITY OF NEBRASKA AT LINCOLN 17 CANFIELD ADMIN BLDG LINCOLN, NE 68588		PC	SCHOLARSHIP PROGRAM	11,715,020
UNIVERSITY OF NEBRASKA AT OMAHA EPPLEY ADMIN BLDG OMAHA, NE 68182		PC	SCHOLARSHIP PROGRAM	10,753,876
UNIVERSITY OF NEBRASKA FOUNDATION 3835 HOLDREGE ST LINCOLN, NE 68583		PC	SCHOLARSHIP PROGRAM	3,786,190
UNIVERSITY OF NEBRASKA MEDICAL CENTER 600 S 42 STREET OMAHA, NE 68198		PC	SCHOLARSHIP PROGRAM	599,385
UNIVERSITY OF NEBRASKA MEDICAL CENTER 987835 NEBRASKA MEDICAL CENTER OMAHA, NE 68198		PC	SCHOLARSHIP PROGRAM	327,037
UNIVERSITY OF NEVADA RENO FOUNDATION MAIL STOP 0007 RENO, NV 89557		PC	PROJECT SUPPORT	250,123
UNIVERSITY OF NEW MEXICO 1 UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131		GOV	PROJECT SUPPORT	392,299
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL 104 AIRPORT DRIVE CHAPEL HILL, NC 27599		PC	PROJECT SUPPORT	1,421,611
<b>Total . . . . .</b> ▶				558,515,740
<b>3a</b>				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL 3006 OLD CLINIC BLDG CHAPEL HILL, NC 27599		PC	PROJECT SUPPORT	73,762
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL 590 MANNING DRIVE CHAPEL HILL, NC 27599		PC	PROJECT SUPPORT	62,467
UNIVERSITY OF OKLAHOMA FOUNDATION 731 ELM AVE NORMAN, OK 73019		PC	PROJECT SUPPORT	10,000
UNIVERSITY OF PITTSBURGH PHYSICIANS 300 HALKET STREET PITTSBURGH, PA 15213		PC	PROJECT SUPPORT	95,540
UNIVERSITY OF ROCHESTER BOX 668 ROOM 2-4466 ROCHESTER, NY 14642		PC	PROJECT SUPPORT	49,955
UNIVERSITY OF SOUTHERN CALIFORNIA 2020 ZONAL AVE 220 LOS ANGELES, CA 90089		PC	PROJECT SUPPORT	353,200
UNIVERSITY OF SOUTHERN CALIFORNIA 3720 S FLOWER ST LOS ANGELES, CA 90089		PC	PROJECT SUPPORT	399,987
UNIVERSITY OF TEXAS HEALTH AND SCIENCE CENTER AT HOUSTON 5656 KELLEY STREET HOUSTON, TX 77026		GOV	PROJECT SUPPORT	151,200
UNIVERSITY OF VERMONT MEDICAL CENTER ARNOLD 4 UHC BLDG BURLINGTON, VT 05401		PC	PROJECT SUPPORT	53,900
UNIVERSITY OF WASHINGTON 4333 BROOKLYN AVE NE SEATTLE, WA 98195		GOV	PROJECT SUPPORT	442,119
UT SOUTHWESTERN MEDICAL CENTER 5323 HARRY HINES BLVD DALLAS, TX 75390		GOV	PROJECT SUPPORT	90,870
VANDERBILT UNIVERSITY 3319 WEST END AVENUE NASHVILLE, TN 37203		PC	PROJECT SUPPORT	249,396
VIRGINIA LEAGUE FOR PLANNED PARENTHOOD 201 N HAMILTON STREET RICHMOND, VA 23221		PC	PROJECT SUPPORT	29,000
VOTER REGISTRATION PROJECT 1725 DESALES ST NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	1,000,235
WASHINGTON UNIVERSITY ONE BROOKINGS DRIVE ST LOUIS, MO 63130		PC	PROJECT SUPPORT	231,510
<b>Total . . . . .</b>				558,515,740
<b>3a</b>				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WAYNE STATE FOUNDATION 1111 MAIN STREET WAYNE, NE 68787		PC	SCHOLARSHIP PROGRAM	1,897,315
WESTERN NEBRASKA COMMUNITY COLLEGE 1601 E 27 STREET SCOTTSBLUFF, NE 69361		GOV	SCHOLARSHIP PROGRAM	46,186
WILLOWS FOUNDATION 54 BRENTON ROAD NEWPORT, RI 02840		NC	PROJECT SUPPORT	2,687,696
WILLOWS FOUNDATION 6867 ELM STREET MCLEAN, VA 22101		NC	PROJECT SUPPORT	927,795
WILLOWS FOUNDATION SETUSTU SOKAK 9/1 N2 ISTANBUL TU		EQUIVALENCY DETERMIN	PROJECT SUPPORT	2,833,772
WOMANCARE GLOBAL PO BOX 768 CARDIFF BY THE SEA, CA 92007		PC	PROJECT SUPPORT	1,895,207
WOMEN DELIVER 584 BROADWAY NEW YORK, NY 10012		PC	PROJECT SUPPORT	175,758
WOMEN WITH A VISION 1226 N BROAD STREET NEW ORLEANS, LA 70119		PC	PROJECT SUPPORT	80,000
WOMEN'S FOUNDATION OF CALIFORNIA 300 FRANK OGAWA PLAZA OAKLAND, CA 94612		PC	PROJECT SUPPORT	753,503
WOMEN'S LAW PROJECT 125 S 9TH STREET PHILADELPHIA, PA 19107		PC	PROJECT SUPPORT	308,600
WOMEN'S REFUGEE COMMISSION 122 EAST 42ND STREET NEW YORK, NY 10168		PC	PROJECT SUPPORT	272,957
WORLD HEALTH ORGANIZATION 20 AVENUE APPIA GENEVA SZ		EQUIVALENCY DETERMIN	PROJECT SUPPORT	2,540,348
YALE UNIVERSITY 150 MUNSON ST NEW HAVEN, CT 06511		PC	PROJECT SUPPORT	348,506
YOUNG WOMEN UNITED 309 GOLD AVE SW ALBUQUERQUE, NM 87102		PC	PROJECT SUPPORT	320,120
<b>Total . . . . .</b> ▶				558,515,740
<b>3a</b>				

**TY 2016 Accounting Fees Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEES	38,505	0		38,505

**TY 2016 Compensation Explanation****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

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

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

## TY 2016 Depreciation Schedule

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER EQUIPMENT	2012-07-01	163,202	104,825	SL	5 000000000000	23,172	0		
LEASEHOLD IMPROVEMENTS	2012-07-01	2,350,233	1,011,322	SL	15 000000000000	154,854	0		
SOFTWARE	2012-07-01	11,578	11,578	SL	3 000000000000	0	0		
OFFICE FURNITURE & EQUIPMENT	2012-07-01	825,942	596,994	SL	7 000000000000	59,045	0		

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

## TY 2016 Expenditure Responsibility Statement

Name: THE SUSAN THOMPSON BUFFETT FOUNDATION

EIN: 47-6032365

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
ARABELLA ADVISORS	1201 CONNECTICUT AVE WASHINGTON, DC 20036	2015-02-24	677,500	GRANT #4046 REPRODUCTIVE HEALTH PROJECT	677,500	NONE	12/31/2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
ARABELLA ADVISORS	1201 CONNECTICUT AVE WASHINGTON, DC 20036	2015-11-13	140,000	GRANT #4140 REPRODUCTIVE HEALTH PROJECT	140,000	NONE	12/31/2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
ARABELLA ADVISORS	1201 CONNECTICUT AVE WASHINGTON, DC 20036	2015-12-18	94,000	GRANT #4166 REPRODUCTIVE HEALTH PROJECT	39,000	NONE	12/31/2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
CEMICAMP-CENTRO DE PESQUISAS EM SAUDE MATERNO INFANTIL DE CAMPINAS	RUA VITAL BRASIL 200 CAMPINAS SP BR	2013-01-01	405,000	GRANT #3753 REPRODUCTIVE HEALTH PROJECT	405,000	NONE	12/31/13, 06/30/15, 1/31/16		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
CONWAY STRATEGIC	1200 18TH STREET WASHINGTON, DC 20036	2015-06-08	454,000	GRANT #3780 01 REPRODUCTIVE HEALTH PROJECT	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
CONWAY STRATEGIC	1200 18TH STREET WASHINGTON, DC 20036	2015-10-12	1,847,425	GRANT #3920 01 REPRODUCTIVE HEALTH ADVOCACY	773,231	NONE	12/31/2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
CONWAY STRATEGIC	1200 18TH STREET WASHINGTON, DC 20036	2015-07-06	973,680	GRANT #4088 REPRODUCTIVE HEALTH ADVOCACY	901,986	NONE	7/22/2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
CONWAY STRATEGIC	1200 18TH STREET WASHINGTON, DC 20036	2016-02-22	26,412	GRANT #5179 REPRODUCTIVE HEALTH PROJECT	26,412	NONE	11/26/2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
CONWAY STRATEGIC	1200 18TH STREET WASHINGTON, DC 20036	2016-05-02	30,000	GRANT #5184 REPRODUCTIVE HEALTH PROJECT	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
ESAR	CARRERA 18 NO 33 A-19 BOGOTA CO	2013-01-02	18,400,000	GRANT #820 03 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH SERVICE DELIVERY	18,363,974	NONE	12/31/13, 06/30/14, 12/31/15, 6/30/16		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
FIGO CHARITABLE FOUNDATION	222 NORTH LASALLE STREET STE 2600 CHICAGO, IL 60601	2015-01-15	2,230,844	GRANT #673 03 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	1,334,219	NONE	6/15/2015, 7/31/16		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
FIGO CHARITABLE FOUNDATION	222 NORTH LASALLE STREET STE 2600 CHICAGO, IL 60601	2014-12-31	11,809,539	GRANT #4008 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	517,101	NONE	6/1/2015		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
FIGO CHARITABLE FOUNDATION	222 NORTH LASALLE STREET STE 2600 CHICAGO, IL 60601	2013-05-29	1,775,320	GRANT #3792 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	491,538	NONE	8/1/2015		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GLOVER PARK GROUP	1025 F ST NW WASHINGTON, DC 20004	2013-12-10	4,213,722	GRANT #3858 REPRODUCTIVE HEALTH ADVOCACY	4,213,722	NONE	9/30/2014, 4/30/16		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GOODWORKS GROUP	1430 FRON STREET LOUISVILLE, CO 80027	2016-02-22	145,422	GRANT #752 09 REPRODUCTIVE HEALTH PROJECT	145,422	NONE	6/30/2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GREENSTAR SOCIAL MARKETING PAKISTAN (GUARANTEE) LIMITED	4TH 5TH FLOOR BAHRIA COMPLEX-III MT KHAN ROAD KARACHI PK	2013-12-23	20,018,408	GRANT #679 03 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	10,020,963	NONE	12/31/14, 06/30/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY	15 EAST 26TH STREET NEW YORK, NY 10010	2014-09-02	6,420,083	GRANT #779 02 EXPANDING REPRODUCTIVE HEALTH ACCESS	4,163,543	NONE	6/30/2015		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY	15 EAST 26TH STREET NEW YORK, NY 10010	2014-08-20	1,358,035	GRANT #3947 REPRODUCTIVE HEALTH PROJECT	1,087,807	NONE	12/31/2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY	15 EAST 26TH STREET NEW YORK, NY 10010	2015-08-24	390,670	GRANT #762 02 REPRODUCTIVE HEALTH PROJECT	390,670	NONE	12/31/2015		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY	15 EAST 26TH STREET NEW YORK, NY 10010	2016-05-02	742,218	GRANT #762 03 REPRODUCTIVE HEALTH PROJECT	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED



Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
HEALTH MANAGEMENT ASSOCIATES	120 N WASHINGTON SQUARE LANSING, MI 48933	2015-03-16	103,384	GRANT #4053 REDUCING UNINTENDED PREGNANCY	103,384	NONE	12/31/2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
MANNION DANIELS LIMITED	1-2 QUEENS PARADE PLACE BATH UK	2016-05-20	15,000,000	GRANT #5116 REPRODUCTIVE HEALTH PROJECT	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
PHILADELPHIA WOMEN'S CENTER	777 APPLESTREET PHILADELPHIA, PA 19106	2015-04-22	224,280	GRANT #4068 REPRODUCTIVE HEALTH ADVOCACY	224,280	NONE	6/15/2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
PHILADELPHIA WOMEN'S CENTER	777 APPLESTREET PHILADELPHIA, PA 19106	2016-07-22	974,900	GRANT #4068 01 REPRODUCTIVE HEALTH ADVOCACY	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
PINE STREET PARTNERS	604 PINE STREET PHILADELPHIA, PA 19106	2016-01-28	120,000	GRANT #4173 REPRODUCTIVE HEALTH PROJECT	120,000	NONE	6/30/2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
PLANNED PARENTHOOD ACTION FUND	434 W 33RD ST NEW YORK, NY 10001	2014-07-02	12,500,000	GRANT #3746 01 REPRODUCTIVE HEALTH ADVOCACY	12,500,000	NONE	12/31/2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
PROGRESS NOW NEW MEXICO	625 SILVER AVE SW ALBUQUERQUE, NM 87102	2014-10-30	358,432	GRANT #3981 REPRODUCTIVE HEALTH ADVOCACY	358,432	NONE	3/31/2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
PROGRESS NOW NEW MEXICO	625 SILVER AVE SW ALBUQUERQUE, NM 87102	2015-12-16	927,289	GRANT #3981 01 REPRODUCTIVE HEALTH ADVOCACY	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
ROYAL COLLEGE OF OBSTETRICIANS AND GYNECOLOGISTS	27 SUSSEX PLACE LONDON UK	2014-12-16	10,034,008	GRANT #4009 REPRODUCTIVE HEALTH PROJECT	1,286,905	NONE	12/31/2015		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
SOCIETY OF FAMILY PLANNING	225 S 17 STREET PHILADELPHIA, PA 19103	2016-04-07	8,540,404	GRANT #3767 03 REPRODUCTIVE HEALTH PROJECT	6,890,758	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
SUGAR PALM FOUNDATION	PO BOX 711 PHEMOM PEN CB	2013-06-26	5,375,962	GRANT #3638 01 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH\SERVICE DELIVERY	5,351,529	NONE	12/31/14, 12/31/15, 12/31/16		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
THE HENRY J KAISER FAMILY FOUNDATION	2400 SAND HILL ROAD MENLO PARK, CA 94702	2013-07-02	6,021,713	GRANT #3805 REPRODUCTIVE HEALTH PROJECT	3,938,032	NONE	07/31/14, 12/31/15, 12/31/16		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS FOUNDATION	54 BRENTON RD NEWPORT, RI 02840	2013-12-18	3,049,726	GRANT #549 04 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH\SERVICE DELIVERY	1,148,941	NONE	12/31/14, 06/30/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS FOUNDATION	54 BRENTON RD NEWPORT, RI 02840	2014-01-17	10,475,221	GRANT #278 08 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	2,730,957	NONE	12/31/2015		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS FOUNDATION	54 BRENTON RD NEWPORT, RI 02840	2014-10-24	1,342,438	GRANT #3709 01 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	319,589	NONE	6/30/2015, 2/24/16		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS INTERNATIONAL	54 BRENTON RD NEWPORT, RI 02840	2015-04-29	1,184,030	GRANT #4070 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS INTERNATIONAL	54 BRENTON RD NEWPORT, RI 02840	2015-07-23	3,808,741	GRANT #4101 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	303,827	NONE	6/30/2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY	15 EAST 26TH STREET NEW YORK, NY 10010	2013-01-07	1,627,225	GRANT #3756 EXPANDING REPRODUCTIVE HEALTH ACCESS	1,629,390	NONE	06/30/2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED

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

## TY 2016 Gain/Loss from Sale of Other Assets Schedule

**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION

**EIN:** 47-6032365

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
ABANDONED EQUIPMENT	2014-01	PURCHASED	2016-06			75,526		0		75,526

**TY 2016 Investments Corporate Stock Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
ACCO BRANDS CORP	1,243	1,243
ALLEGHANY CP	93,090	93,090
ALLSTATE CP	13,715	13,715
AMAZON.COM INC	76,221	76,221
AMER EXPRESS INC	45,306	45,306
AMER INTL GROUP I	7,741	7,741
AMERIPRISE FINANC	13,421	13,421
ARCHER DANIELS MD	18,783	18,783
ARGONAUT GROUP IN	1,395	1,395
BERKSHIRE HATH HL	2,178,740,338	2,178,740,338
BERKSHIRE HATH HL CL A	13,719,999	13,719,999
BK OF AMERICA CP	10,726	10,726
BOMBARDIER INC CL	466	466
C S X CP	10,908	10,908
CABELAS INC	6,184	6,184
CABLE ONE, INC.	6,242	6,242
CAE INC	3,766	3,766
CAMPBELL SOUP CO	97,472	97,472
CANADIAN NATL RAI	6,799	6,799
CANADIAN PAC RAIL	14,317	14,317
CARMAX INC	15,980	15,980
CBS CORP CL A	2,640	2,640
CBS CORP CL B	2,584	2,584
CHARTER COMMUNICATIONS, INC.	17,305	17,305
CHEVRON CORP	11,788	11,788
CHUBB CP THE	0	0
CITADEL BROADCAST	3,082	3,082
CITIGROUP INC	162,222	162,222
COCA COLA BOT CON	35,944	35,944
COCA COLA CO THE	199,700	199,700

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
COCA COLA ENTRPR	9,486	9,486
COCA COLA FEMSA S	0	0
COSTCO WHOLESALE	253,670	253,670
COTT CP	2,280	2,280
COUSINS PROP INC	852	852
CURTISS WRIGHT CP	2,369	2,369
D/B/A CHUBB LIMITED NEW COMMON	95,669	95,669
DAILY JOURNAL CP	24,375	24,375
DEVELOPERS RLTY	151	151
DISCOVER FIN SVCS	76,853	76,853
DOMINION RES NEW	7,716	7,716
EQUITY COMMONWEALTH	594	594
EXXON MOBIL CP	9,034	9,034
FORTUNE BRANDS HO	21,648	21,648
FURNITURE BRNDS I	0	0
G A T X CP	17,475	17,475
GABELLI H&W TR	117	117
GANNETT CO INC	977	977
GEN DYNAMICS CP	69,308	69,308
GEN ELECTRIC CO	38,112	38,112
GILDAN ACTIVEWEAR	20,464	20,464
GRAHAM HOLDINGS	5,226	5,226
HANESBRANDS INC.	1,033	1,033
HERSHEY FOODS	124,680	124,680
HILLSHIRE BRANDS	0	0
INTL BUSINESS MAC	66,756	66,756
JP MORGAN CHASE C	3,681	3,681
KANSAS CITY SOUTH	8,470	8,470
KATE SPADE & COMP	3,651	3,651
KNOWLES	6,740	6,740

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
KRAFT FOODS GROUP	195,164	195,164
LANDS END	918	918
LEUCADIA NATL CP	83,736	83,736
LEVEL 3 COMM INC	5,691	5,691
LOEWS CP	194,331	194,331
M&T BANK CORP	155,530	155,530
MEDIA GENERAL CL	1,882	1,882
MICROSOFT CP	12,574	12,574
MID AMERICA APARTMENT COMMUNITIES	4,351	4,351
MOHAWK INDS INC	20,206	20,206
MONDELEZ INTERNAT	74,383	74,383
MOODY'S CORP	18,902	18,902
N Y TIMES CL A	6,396	6,396
NEWS CORPORATION	2,390	2,390
NEWS CORPORATION CL A	4,642	4,642
NORFOLK SO CP	10,878	10,878
ORCHARD SUPPLY	3	3
OVERSTOCK.COM INC	1,740	1,740
PARKWAY	256	256
PEPSICO INC	213,208	213,208
PERNOD RICARD ORD	129	129
PHILIP MORRIS INT	220,167	220,167
PHILLIPS 66 COMMO	5,205	5,205
PIPER JAFFRAY COS	221	221
PMC COMMERCIAL SB	359	359
PROCTER GAMBLE	65,820	65,820
PROGRESSIVE CP	62,763	62,763
PROLOGIS SBI	1,202	1,202
RESTAURANT BRANDS INTERNATIONAL	5,170	5,170
REYNOLDS AMERICAN	339,362	339,362

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
ROCKY MT CHOCOLAT	1,096	1,096
SEALED AIR CP NEW	4,550	4,550
SEARS CANADA INC	195	195
SEARS HOLDINGS CO	1,776	1,776
SIMON PPTY GRP IN	10,569	10,569
TANGER FACTORY OU	7,044	7,044
TEGNA INC	4,310	4,310
TEXTRON INC	4,864	4,864
THE HERSHEY COMPA	0	0
THE TRAVELERS CO	128,166	128,166
TIME WARNER CABLE	47,344	47,344
TIME WARNER INC	0	0
TORCHMARK CP	605,338	605,338
TRAVELCENTERS OF	74	74
TYSON/HILLSHIRE BRANDS	1,243	1,243
UNION PACIFIC	20,882	20,882
UNION PACIFIC	20,882	20,882
UNITED DOMIN RLTY	286	286
URBAN EDGE PROPERTIES	2,784	2,784
US AIRWAYS GROUP	2,255	2,255
US BANCORP	19,446	19,446
VERITIV	54	54
VIACOM INC CL A	1,555	1,555
VIACOM INC.	1,416	1,416
VORNADO REALTY TR	21,140	21,140
WAL MART STORES	55,492	55,492
WALT DISNEY-DISNE	125,442	125,442
WASHINGTON PRIME	545	545
WELLS FARGO & CO	195,637	195,637
WENDYS INTL INC	4,917	4,917

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
WHITE MTN INS LTD	83,808	83,808
WPX ENERGY, INC.	484	484
YUM BRANDS INC	22,959	22,959
YUM CHINA HOLDINGS, INC. COMMON	9,385	9,385



**TY 2016 Investments Government Obligations Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365**US Government Securities - End  
of Year Book Value:**

383,445,923

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

383,445,923

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

0

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

0

**TY 2016 Land, Etc.  
Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

<b>Category / Item</b>	<b>Cost / Other Basis</b>	<b>Accumulated Depreciation</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
FIXED ASSETS	3,350,957	1,961,792	1,389,165	1,389,165

**TY 2016 Legal Fees Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
LEGAL FEES	76,170	0		76,170

**TY 2016 Other Expenses Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE SUPPLIES	67,128	0		67,128
DUES AND MEMBERSHIPS	100,982	0		100,982
BANK CHARGES	5,794	0		5,794
INSURANCE	15,949	0		15,949
TELEPHONE EXPENSE	15,264	0		15,264
POSTAGE	6,306	0		6,306
MINOR EQUIPMENT	23,550	0		23,550

**TY 2016 Other Income Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	4,550	4,550	4,550
GRANTS RETURNED	1,394,957		1,394,957

**TY 2016 Other Increases Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

<b>Description</b>	<b>Amount</b>
UNREALIZED GAIN INCL APPREC OF STOCK TRANSFERRED AS GRANT PAYMENTS	408,985,073

**TY 2016 Other Professional Fees Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
US PROGRAMS	1,878,535	0		1,878,535
SCHOLARSHIP EVALUATION	1,377,060	0		1,377,060
CONTRACT LABOR - OTHER	526,105	0		526,105
RESEARCH AND EVALUATION	1,352,046	0		1,352,046
INTERNATIONAL PROGRAMS	400,990	0		400,990

**TY 2016 Taxes Schedule****Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
PAYROLL TAXES	215,573	0		215,573
EXCISE TAXES	450,721	0		0



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

**Schedule of Contributors**  
▶ Attach to Form 990, 990-EZ, or 990-PF  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990)

OMB No 1545-0047  
**2016**

**Name of the organization**  
THE SUSAN THOMPSON BUFFETT FOUNDATION

**Employer identification number**  
47-6032365

**Organization type** (check one)

**Filers of:**

**Section:**

Form 990 or 990-EZ

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

Form 990-PF

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

Check if your organization is covered by the **General Rule** or a **Special Rule**.  
**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

**General Rule**

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

**Special Rules**

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33<sup>1</sup> 3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling \$5,000 or more during the year . . . . . ▶ \$ \_\_\_\_\_

**Caution.** An organization that 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 its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

<b>Name of organization</b> THE SUSAN THOMPSON BUFFETT FOUNDATION	<b>Employer identification number</b> 47-6032365
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**Part I** **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WARREN E BUFFETT <hr/> 1440 KIEWIT PLAZA <hr/> OMAHA, NE68131	\$ 218,438,147	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>
2	SUNSHINE LADY FOUNDATION <hr/> 1038 S 11TH STREET <hr/> MOREHEAD CITY, NC28557	\$ 322,328	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>
	<hr/> <hr/>	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>
	<hr/> <hr/>	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>
	<hr/> <hr/>	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>
	<hr/> <hr/>	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>
	<hr/> <hr/>	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>

<b>Name of organization</b> THE SUSAN THOMPSON BUFFETT FOUNDATION	<b>Employer identification number</b> 47-6032365
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**Part II Noncash Property**

<b>(a) No. from Part I</b>	<b>(b) Description of noncash property given</b>	<b>(c) FMV (or estimate) (see instructions)</b>	<b>(d) Date received</b>
(see instructions) Use duplicate copies of Part II if additional space is needed			
1	1,496,842 SHARES OF BERKSHIRE HATHAWAY CL B	\$ 218,438 147	2016-07-13
2	2,091 SHARES OF BERKSHIRE HATHAWAY CL B	\$ 322 328	2016-11-10
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____

<b>Name of organization</b> THE SUSAN THOMPSON BUFFETT FOUNDATION	<b>Employer identification number</b> 47-6032365
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**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ \_\_\_\_\_  
 Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____